

ElectroTech Investments Limited
(Incorporated in the Republic of Singapore)
(Company Registration No. 199905084D)

ETLA Limited
(Incorporated in the Republic of Singapore)
(Company Registration No. 199202325G)

JOINT ANNOUNCEMENT

PROPOSED MERGER OF ELECTROTECH INVESTMENTS LIMITED AND ETLA LIMITED BY WAY OF A SCHEME OF ARRANGEMENT

1. INTRODUCTION

The respective directors of ElectroTech Investments Limited ("**ElectroTech**") and ETLA Limited ("**ETLA**") refer to the joint announcement made by ElectroTech and ETLA on 3 November 2008 (the "**Joint Announcement**") in relation to the proposed acquisition by ElectroTech of all the shares in the capital of ETLA in consideration for the allotment and issue of shares in the capital of ElectroTech to the shareholders of ETLA to be effected by way of ETLA implementing a scheme of arrangement (the "**Scheme**") under Section 210 of the Companies Act, Chapter 50 of Singapore, and in accordance with the Singapore Code on Take-overs and Mergers (the "**Code**"), resulting in the merger of the ElectroTech group and the ETLA group (the "**Proposed Merger**"). ElectroTech and ETLA had on 3 November 2008 entered into an implementation agreement to implement the Scheme (the "**Implementation Agreement**").

Unless otherwise defined, capitalised terms used in this Announcement shall have the same meanings as defined in the Joint Announcement.

2. SUPPLEMENTAL AGREEMENT

The respective directors of ElectroTech and ETLA wish to announce that ElectroTech and ETLA have today entered into a supplemental agreement to supplement and vary the terms of the Implementation Agreement (the "**Supplemental Agreement**") relating to the following:

- 2.1 **Release of the Net Asset Value of ETLA.** As stated in paragraph 5 of the Joint Announcement, the Scheme is conditional upon the satisfaction or waiver (as the case may be) of a number of conditions precedent (the "**Scheme Conditions**") which are set out in Schedule 1 to the Joint Announcement. The Scheme Conditions include, as set out in paragraph 10(ii)(A) of Schedule 1 to the Joint Announcement, there being no diminution in the net asset value of ETLA on a consolidated basis (the "**ETLA NAV**"), calculated on the same basis as the ETLA NAV for ETLA's financial year ended 31 December 2007, to an amount less than S\$30 million as at 30 September 2008, based on the ETLA NAV as at 30 September 2008 as shall be set out in a statement by ETLA to be publicly released (the "**ETLA NAV Statement**") no later than 5 December 2008, provided that any diminution or increase in the ETLA NAV arising from currency translations during the period of 1 July 2008 to 30 September 2008 (attributable only to the difference between the Functional Currency of any ETLA Group Company and the Presentation Currency of ETLA) shall not be taken into account.

ElectroTech and ETLA have agreed in the Supplemental Agreement that: (i) instead of the ETLA NAV Statement, ETLA will publicly release its consolidated unaudited financial statements for the period from 1 July 2008 to 30 September 2008 (the "**ETLA Interim Results**") and (ii) the ETLA Interim Results shall be publicly released by ETLA no later than 16 December 2008.

ElectroTech and ETLA agreed to extend the original deadline of 5 December 2008 (for the release of the ETLA NAV Statement) to 16 December 2008 (for the release of the ETLA Interim Results) in order for the auditors and independent financial adviser of ETLA to report on the ETLA Interim Results in compliance with the requirements under the Code.

- 2.2 **Long-Stop Date.** As stated in paragraph 6.2 of the Joint Announcement, the Implementation Agreement shall terminate if any of the Scheme Conditions has not been satisfied (or, where applicable, has not been waived) by 30 April 2009 (or such other date as ElectroTech and ETLA may agree) (the "**Long-Stop Date**") and the non-fulfilment of any such Scheme Condition is material in the context of the Proposed Merger (except that reliance on the non-fulfilment of certain Scheme Conditions as stated therein to terminate the Implementation Agreement requires the prior consultation with and approval of the SIC).

ElectroTech and ETLA have agreed in the Supplemental Agreement to extend the Long-Stop Date from 30 April 2009 to 31 May 2009 (or such other date as ElectroTech and ETLA may subsequently agree).

3. **DOCUMENT FOR INSPECTION**

A copy of the Supplemental Agreement will be made available for inspection during normal business hours at the registered offices of both ElectroTech and ETLA for three months from the date of this Announcement or up until the Effective Date, whichever is the later.

4. **RESPONSIBILITY STATEMENTS**

4.1 **ElectroTech**

The directors of ElectroTech (including any director who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and the opinions expressed in this Announcement (other than those relating to ETLA) are fair and accurate and, that where appropriate, no material facts have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading, and they jointly and severally accept responsibility accordingly. Where any information has been extracted from published or otherwise publicly available sources, the sole responsibility of the directors of ElectroTech for such information has been to ensure, through reasonable enquiries, that such information has been correctly and accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The directors of ElectroTech do not accept any responsibility for any information relating to or opinions expressed by ETLA.

4.2 **ETLA**

The directors of ETLA (including any director who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and the opinions expressed in this Announcement (other than those relating to ElectroTech) are fair and accurate and, that where appropriate, no material facts have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading, and they jointly and severally accept responsibility accordingly. Where any information has been extracted from published or otherwise publicly available sources, the sole responsibility of the directors of ETLA for such information has been to ensure, through reasonable enquiries, that such information has been correctly and accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The

directors of ETLA do not accept any responsibility for any information relating to or opinions expressed by ElectroTech.

5 December 2008

BY ORDER OF THE BOARD OF
ELECTROTECH INVESTMENTS LIMITED

BY ORDER OF THE BOARD OF
ETLA LIMITED

Any enquiries relating to this Announcement, the Proposed Merger or the Scheme should be directed to one of the following:

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