# THE COMPANIES ACT (CHAPTER 50)

## THE COMPANIES REGULATIONS SECTION 215(3) / REGULATION 11(2)

FORM

58

NOTICE TO NON-ASSENTING SHAREHOLDER

Folio No

# Name of Company: JUKEN TECHNOLOGY LIMITED

Company No: **199200539Z** 

To:

The Non-Assenting Shareholders of Juken Technology Limited

In this notice:-

### Juken Technology Limited is referred to as "the transferor company", and

#### Frencken Group Limited is referred to as "the transferee company".

On 7 September 2012, DBS Bank Ltd., for and on behalf of the transferee company, made a voluntary conditional offer for all the issued and paid up ordinary shares in the capital of the transferor company (excluding issued and paid up ordinary shares held by the transferor company as treasury shares, and those owned, controlled or agreed to be acquired by the transferee company). The consideration for each ordinary share in the transferor company was either S\$0.18 in cash ("**Cash Consideration**"), or 1 new ordinary share in the capital of the transferee company for every 1.8 ordinary shares in the transferor company.

Up to 4 October 2012 (being a date within four (4) months after the making of the voluntary conditional offer in that behalf by the transferee company), the voluntary conditional offer was approved by the holders of not less than 90% of the total number of ordinary shares in the transferor company (other than shares held by the transferor company as treasury shares and those already held at the date of the voluntary conditional offer by the transferee company, its related corporations or their respective nominees).

In pursuance of the voluntary conditional offer, an aggregate of 227,434,364 ordinary shares, representing approximately 90.90% of the issued share capital of the transferor company has been transferred to the transferee company or its nominee as at 4 October 2012.

The transferee company hereby gives you notice, in pursuance of section 215 of the Companies Act, that those shares together with such other shares in the transferor company as were held by the transferee company, its related corporations or their respective nominees at the last mentioned date comprise or include 90% of the total number of ordinary shares in the transferor company (excluding shares held by the transferor company as treasury shares).

In pursuance of the abovementioned provisions you may, within three (3) months from the giving of this notice, give notice that you require the transferee company to acquire your holding of ordinary shares in the transferor company, and if you give that notice the transferee company will be entitled and bound to acquire those shares for Cash Consideration only and on such other terms, which under the abovementioned voluntary conditional offer, the shares of the approving ordinary shareholders were transferred to the transferee company, or on such other terms as are agreed or as the High Court on application made to it by you or by the transferee company thinks fit to enter.

Dated this 23<sup>rd</sup> day of October 2012.

Gooi Soon Hock Executive Director Frencken Group Limited