Disclosure of Interest/ Changes in Interest of Substantial Shareholder(s)/ Unitholder(s)::Notification in respect of Ceasing to be a Substantial Shareholder

Issuer & Securities

Issuer/ Manager	GP BATTERIES INTERNATIONAL LIMITED
Securities	GP BATTERIES INT LTD - SG0964000491 - G08
Stapled Security	No

Announcement Details

Announcement Title	Disclosure of Interest/ Changes in Interest of Substantial Shareholder(s)/ Unitholder(s)
Date & Time of Broadcast	03-Dec-2015 17:39:21
Status	New
Announcement Sub Title	Notification in respect of Ceasing to be a Substantial Shareholder
Announcement Reference	SG151203OTHRCN32
Submitted By (Co./ Ind. Name)	Kelly Kiar Lee Noi
Designation	Company Secretary
Description (Please provide a detailed description of the event in the box below - Refer to the Online help for the format)	Please see attached.

Additional Details

Person(s) giving notice	Substantial Shareholder(s)/Unitholder(s) (Form 3)
Date of receipt of notice by Listed Issuer	03/12/2015

SECURITIES AND FUTURES ACT (CAP. 289) SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS) REGULATIONS 2012

NOTIFICATION FORM FOR SUBSTANTIAL SHAREHOLDER(S)/UNITHOLDER(S) IN RESPECT OF INTERESTS IN SECURITIES

FORM

3
(Electronic Format)

Explanatory Notes

- 1. Please read the explanatory notes carefully before completing the notification form.
- 2. This form is for a Substantial Shareholder(s)/Unitholder(s) to give notice under section 135, 136, 137, 137J (as applicable to sections 135, 136 and 137) or 137U (as applicable to sections 135, 136 and 137) of the Securities and Futures Act (the "SFA").
- 3. This electronic Form 3 and a separate Form C, containing the particulars and contact details of the Substantial Shareholder(s)/Unitholder(s), must be completed by the Substantial Shareholder(s)/Unitholder(s) or a person duly authorised by the Substantial Shareholder(s)/Unitholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Substantial Shareholder(s)/Unitholder(s).
- 4. This form and Form C, are to be completed electronically and sent to the Listed Issuer via an electronic medium such as an e-mail attachment. The Listed Issuer will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 137G(1), 137R(1) or 137ZC(1) of the SFA, as the case may be. While Form C will be attached to the announcement template, it will not be disseminated to the public and is made available only to the Monetary Authority of Singapore (the "Authority").
- 5. Where a transaction results in similar notifiable obligations on the part of more than one Substantial Shareholder/Unitholder, all of these Substantial Shareholders/Unitholders may give notice using the same notification form.
- 6. A single form may be used by a Substantial Shareholder/Unitholder for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of becoming aware of the earliest transaction). There must be no netting-off of two or more notifiable transactions even if they occur within the same day.
- 7. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking the paper clip icon on the bottom left-hand corner or in item 11 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
- 8. Except for item 5 of Part II and item 1 of Part IV, please select only one option from the relevant check boxes.
- 9. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
- 10. In this form, the term "Listed Issuer" refers to -
 - a company incorporated in Singapore any or all of the shares in which are listed for quotation on the official list of a securities exchange;
 - (b) a corporation (not being a company incorporated in Singapore, or a collective investment scheme constituted as a corporation) any or all of the shares in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing;

- (c) a registered business trust (as defined in the Business Trusts Act (Cap. 31A)) any or all of the units in which are listed for quotation on the official list of a securities exchange;
- (d) a recognised business trust any or all of the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing; or
- (e) a collective investment scheme that is a trust, that invests primarily in real estate and real estaterelated assets specified by the Authority in the Code on Collective Investment Schemes, and any or all the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing ("Real Estate Investment Trust").
- 11. For further instructions and guidance on how to complete this notification form, please refer to section 7 of the User Guide on Electronic Notification Forms which can be accessed at the Authority's Internet website at http://www.mas.gov.sg (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

Part I - General 1. Name of Listed Issuer: GP Batteries International Limited 2. Type of Listed Issuer: ✓ Company/Corporation Registered/Recognised Business Trust □ Real Estate Investment Trust 3. Is more than one Substantial Shareholder/Unitholder giving notice in this form? ✓ No (Please proceed to complete Part II) Yes (Please proceed to complete Parts III & IV) 4. Date of notification to Listed Issuer: 03-Dec-2015

Part II - Substantial Shareholder/Unitholder and Transaction(s) Details

[To be used for single Substantial Shareholder/Unitholder to give notice]

Nar	me of Substantial Shareholder/Unitholder:
And	rew Ng Sung On (Deceased)
	Substantial Shareholder/Unitholder a fund manager or a person whose interest in the urities of the Listed Issuer are held solely through fund manager(s)?
	Yes
√	No
Tra	nsaction A ①
1.	Notification in respect of:
	Becoming a Substantial Shareholder/Unitholder
	Change in the percentage level of interest while still remaining a Substantial Shareholder/Unithold
	✓ Ceasing to be a Substantial Shareholder/Unitholder
2.	Date of acquisition of or change in interest:
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	01-Dec-2015
3.	Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest (if different from item 2 above, please specify the date):
	01-Dec-2015
4.	Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):
5.	Type of securities which are the subject of the transaction (more than one option may be
	chosen): ✓ Voting shares/units
	Rights/Options/Warrants over voting shares/units
	Convertible debentures over voting shares/units (conversion price known)
	Others (please specify):
	Number of shares, units, rights, options, warrants and/or principal amount of convertible
6.	debentures acquired or disposed of by Substantial Shareholder/Unitholder:

Not applicable		brokerage and stamp duties):
Acquisition of: Securities via market transaction Securities via off-market transaction (e.g. married deals) Securities via physical settlement of derivatives or other securities Securities pursuant to rights issue Securities rollowing conversion/exercise of rights, options, warrants or other convertibles Disposal of: Securities via market transaction Securities via market transaction (e.g. married deals) Other circumstances: Acceptance of take-over offer for the Listed Issuer Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (please specify): Others (please specify): Mr. Andrew Ng Sung On ceased to be a substantial shareholder of Gold Peak Industries (Holdings) Limit		Not applicable
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Securities via off-market transaction (<i>e.g. married deals</i>) Securities via physical settlement of derivatives or other securities Securities pursuant to rights issue Securities via a placement Securities following conversion/exercise of rights, options, warrants or other convertibles Disposal of: Securities via market transaction Securities via off-market transaction (<i>e.g. married deals</i>) Other circumstances: Acceptance of take-over offer for the Listed Issuer Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (<i>please specify</i>): Others (<i>please specify</i>):		Acquisition of:
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Disposal of: Securities via market transaction Securities via off-market transaction (e.g. married deals) Other circumstances: Acceptance of take-over offer for the Listed Issuer Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (please specify): Others (please specify): Mr. Andrew Ng Sung On ceased to be a substantial shareholder of Gold Peak Industries (Holdings) Limit		Securities via a placement
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 □ Acceptance of take-over offer for the Listed Issuer □ Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (please specify): ☑ Others (please specify): Mr. Andrew Ng Sung On ceased to be a substantial shareholder of Gold Peak Industries (Holdings) Limit 		Securities via off-market transaction (e.g. married deals)
Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (<i>please specify</i>): Others (<i>please specify</i>): Mr. Andrew Ng Sung On ceased to be a substantial shareholder of Gold Peak Industries (Holdings) Limit		
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✓ Others (<i>please specify</i>): Mr. Andrew Ng Sung On ceased to be a substantial shareholder of Gold Peak Industries (Holdings) Limit		
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9. Quantum of total voting shares/units (including voting shares/units underlying rights/options/warrants/convertible debentures {conversion price known}) held by Substantial Shareholder/Unitholder before and after the transaction:

Immediately before the transaction	Direct Interest	Deemed Interest	Total
No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures:	1,249,998	102,274,444	103,524,442
As a percentage of total no. of voting shares/units:	0.785	64.203	64.988
Immediately after the transaction	Direct Interest	Deemed Interest	Total
Immediately after the transaction No. of voting shares/units held and/or underlying the rights/options/warrants/ convertible debentures:	Direct Interest 1,249,998	Deemed Interest 0	Total 1,249,998

10. Circumstances giving rise to deemed interests (*if the interest is such*):
[You may attach a chart in item 11 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

Mr. Andrew Ng Sung On's deemed interest in 102,274,444 GP Batteries shares immediately before the transaction arises pursuant to his 22.46% interests in issued shares of Gold Peak, Gold Peak's 85.40% interests of issued shares of GP Industries, and GP Industries' direct interest in 102,274,444 GP Batteries shares Mr. Andrew Ng Sung On ceased to be a substantial shareholder of Gold Peak and was not deemed to be interested in GP Batteries shares immediately after the transaction.

11.	Attachments	(if any):	9
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13.

(The total file size for all attachment(s) should not exceed 1MB.)

12. If this is a **replacement** of an earlier notification, please provide:

	is a replacement of all called notification, please provide.
(a)	SGXNet announcement reference of the <u>first</u> notification which was announced on SGXNet (the "Initial Announcement"):
(b)	Date of the Initial Announcement:
(c)	15-digit transaction reference number of the relevant transaction in the Form 3 which was attached in the Initial Announcement:
Rem	arks (<i>if any</i>):
	ercentages as set out in paragraph 9 above are computed based on 159,297,952 issued shares ding treasury shares) as at 1 December 2015.

harahal	to be completed by an individual submitting this notification form on behalf of the Substantial der/Unitholder.
	rticulars of Individual submitting this notification form to the Listed Issuer:
(a)	
	Brian Wong Tze Hang
(b)	Designation (if applicable):
	Executive Director
(c)	Name of entity (if applicable):
()	GP Batteries International Limited