

General Announcement::Update Announcement Relating to the Pre-Conditional Offer Announcement.**Issuer & Securities**

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

Announcement Details

Announcement Title	General Announcement
Date & Time of Broadcast	11-Sep-2017 18:20:07
Status	New
Announcement Sub Title	Update Announcement Relating to the Pre-Conditional Offer Announcement.
Announcement Reference	SG170911OTHRUT09
Submitted By (Co./ Ind. Name)	Dawn Chua
Designation	Vice President
Description (Please provide a detailed description of the event in the box below)	Update announcement relating to the Pre-Conditional Offer Announcement. Please refer to the attachment.

**PRE-CONDITIONAL VOLUNTARY CONDITIONAL
CASH OFFER**

by

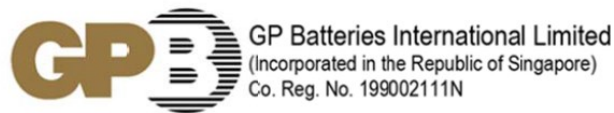


Oversea-Chinese Banking Corporation Limited
(Incorporated in Singapore)
(Company Registration No. 193200032W)

for and on behalf of



for



UPDATE ANNOUNCEMENT

1. INTRODUCTION

Oversea-Chinese Banking Corporation Limited (“**OCBC Bank**”) refers to the pre-conditional offer announcement dated 10 August 2017 (the “**Pre-Conditional Offer Announcement**”) released by OCBC Bank for and on behalf of GP Industries Limited (“**GP Industries**”) stating, *inter alia*, that subject to and contingent upon the fulfilment of the Pre-Condition (as defined below), GP Industries intends to make a voluntary conditional offer (the “**Offer**”) for all the issued ordinary shares (“**GP Batteries Shares**”) in the capital of GP Batteries International Limited (“**GP Batteries**”), other than GP Batteries Shares already owned or agreed to be acquired by GP Industries, as at the date of the Offer (“**GP Batteries Offer Shares**”).

A copy of the Pre-Conditional Offer Announcement is available on the website of the Singapore Exchange Securities Trading Limited at www.sgx.com.

Capitalised terms not defined in this Announcement shall have the respective meanings given to them in the Pre-Conditional Offer Announcement.

2. UPDATE ON PRE-CONDITION TO THE MAKING OF THE OFFER

- 2.1** As stated in the Pre-Conditional Offer Announcement, the proposed Offer constitutes a “major and connected transaction” for Gold Peak Industries (Holdings) Limited (“**GPH**”) under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the

“HKEX”), and needs to be approved by the shareholders of GPH at a general meeting (or any adjournment thereof) (the “**GPH Shareholder Approval**”). GP Industries is a subsidiary of GPH, a company listed on the HKEX.

- 2.2** As such, the making of the Offer is subject to and contingent upon the GPH Shareholder Approval being obtained (the “**Pre-Condition**”) on or before the date falling six months from the date of the Pre-Conditional Offer Announcement, or such other later date as the Securities Industry Council of Singapore may agree (the “**Long-Stop Date**”).
- 2.3** OCBC Bank, for and on behalf of GP Industries, wishes to update the shareholders of GP Batteries (the “**GP Batteries Shareholders**”) that, a circular (the “**GPH Circular**”) containing, *inter alia*, details of the possible acquisition of GP Batteries Offer Share(s) by GP Industries under the Offer (the “**Acquisition**”) and a notice (the “**GPH EGM Notice**”) to convene a general meeting of GPH (“**GPH Shareholder Meeting**”) for the shareholders of GPH to consider, and if thought fit, approve, amongst others, the Acquisition, was despatched to the shareholders of GPH on 5 September 2017. The GPH Shareholder Meeting will be held at 5.00 p.m. on Friday, 22 September 2017.
- 2.4** Copies of the GPH Circular and GPH EGM Notice are available on the website of the HKEX.

3. OFFER ANNOUNCEMENT

- 3.1** The making of the Offer remains subject to the fulfilment of the Pre-Condition, which remains outstanding. **GP Batteries Shareholders should note that there is no certainty that the Pre-Condition will be fulfilled and that the Offer will be made.**
- 3.2** If and when the Pre-Condition has been fulfilled, OCBC Bank, for and on behalf of GP Industries, will announce the firm intention on the part of GP Industries to make the Offer. However, in the event that the Pre-Condition is not fulfilled, on or before the Long-Stop Date, the Offer will not be made and OCBC Bank will issue an announcement, for and on behalf of GP Industries, confirming that fact as soon as reasonably practicable.
- 3.3** **In the meantime, GP Batteries Shareholders are advised to exercise caution when dealing in GP Batteries Shares, or other securities of GP Batteries.**

4. RESPONSIBILITY STATEMENT

The directors of GP Industries (including any director who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement. The directors of GP Industries jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to GP Batteries and its subsidiaries), the sole responsibility of the directors of GP Industries has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

Issued by
Oversea-Chinese Banking Corporation Limited

For and on behalf of
GP Industries Limited

11 September 2017

Any enquiries relating to this Announcement or the Offer should be directed during office hours to Oversea-Chinese Banking Corporation Limited at telephone number + (65) 6530 1275.