

**GOODLAND GROUP LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200405522N)

**PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE (RIGHTS ISSUE) OF UP TO 115,048,800 WARRANTS (WARRANTS) AT AN ISSUE PRICE OF S\$0.01 FOR EACH WARRANT, EACH WARRANT CARRYING THE RIGHT TO SUBSCRIBE FOR ONE (1) NEW SHARE IN THE CAPITAL OF THE COMPANY (NEW SHARE), AT AN EXERCISE PRICE OF S\$0.16 FOR EACH NEW SHARE, ON THE BASIS OF THREE (3) WARRANTS FOR EVERY FIVE (5) EXISTING ORDINARY SHARES IN THE CAPITAL OF THE COMPANY HELD BY THE SHAREHOLDERS OF THE COMPANY (SHAREHOLDERS) AS AT THE BOOKS CLOSURE DATE (AS DEFINED HEREIN), FRACTIONAL ENTITLEMENTS TO BE DISREGARDED**

*Unless otherwise defined herein, all terms and references used in this announcement shall bear the meanings ascribed to them in the Offer Information Statement (as defined below).*

**LODGMET AND DESPATCH OF OFFER INFORMATION STATEMENT AND ITS ACCOMPANYING DOCUMENTS**

The Board of Directors of the Company wishes to announce that the offer information statement dated 18 January 2011 (**Offer Information Statement**) in relation to the Rights Issue was lodged with the Singapore Exchange Securities Trading Limited (**SGX-ST**) acting as agent on behalf of the Monetary Authority of Singapore on 18 January 2011. A copy of the Offer Information Statement is attached hereto and is also available on the website of the SGX-ST at <http://www.sgxcatalist.com/catalodge>.

Copies of the Offer Information Statement, together with copies of the provisional allotment letter (**PAL**), and the Warrants and Excess Warrants Application Form (**WEWAF**), as the case may be, have been despatched on 21 January 2011 to shareholders of the Company with registered addresses in Singapore as at 5.00 p.m. on 18 January 2011 (**Books Closure Date**) or those who has, at least five (5) market days prior to the Books Closure Date, provided to The Central Depository (Pte) Limited (**CDP**) or the Company, as the case may be, addresses in Singapore for the service of notices and documents (**Entitled Shareholders**).

**ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF WARRANTS AND (IF APPLICABLE) APPLICATIONS FOR EXCESS WARRANTS**

Acceptances of provisional allotments of Warrants and (if applicable) applications for excess Warrants under the Rights Issue may only be made:

- (i) in the case of Entitled Scripholders, on the PAL; and/or
- (ii) in the case of Entitled Depositors, on the WEWAF and/or by way of an Electronic Application through an ATM of a Participating Bank, being Oversea-Chinese Banking Corporation Limited, United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited.

More information on the procedures for acceptance, payment and excess application by Entitled Shareholders may be found in the Offer Information Statement.

Trading of the provisional allotments of Warrants (**nil-paid Warrants**) on the Catalist will commence from 9.00 a.m. on 21 January 2011 and end at 12.30 p.m. on 2 February 2011. Entitled Depositors who sell their nil-paid Warrants during this period need not forward the WEWAF to the purchasers of the provisional allotments of Warrants (**Purchasers**) as arrangements will be made by CDP for separate application forms for Warrants (**WAF**) to be issued to the Purchasers. Purchasers should note that CDP will, on behalf of the Company, send

the WAF accompanied by the Offer Information Statement, by ORDINARY POST and at the Purchaser's OWN RISK, to their respective Singapore addresses as recorded with CDP.

Foreign Shareholders will not be entitled to participate in the Rights Issue. No provisional allotment of the Warrants has been made to Foreign Shareholders and no purported acceptance thereof or application therefor by any Foreign Shareholder will be valid. Accordingly, the Offer Information Statement and its accompanying documents will not be despatched to persons purchasing the provisional allotments of the Warrants through the book-entry (scripless) settlement system if their registered addresses with CDP are outside Singapore (**Foreign Purchasers**). Foreign Purchasers who wish to accept any provisional allotments of Warrants credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

#### **WHERE TO COLLECT THE OFFER INFORMATION STATEMENT**

Entitled Shareholders who do not receive the Offer Information Statement and the relevant forms within a week from 21 January 2011 should notify CDP or the Company's share registrar, B.A.C.S Private Limited (**Share Registrar**), as the case may be, immediately in writing at their respective addresses as follows:

The Central Depository (Pte) Limited  
4 Shenton Way #02-01  
SGX Centre 2  
Singapore 068807

B.A.C.S. Private Limited  
63 Cantonment Road  
Singapore 089758

Purchasers who do not receive the Offer Information Statement and its accompanying documents may also obtain copies of the same from CDP or the Share Registrar (the addresses of which are stated above) for the period up to 5.00 p.m. on 10 February 2011.

#### **EXPECTED TIMETABLE OF KEY EVENTS**

Entitled Shareholders are requested to take note of the following important dates and times relating to the Rights Issue as disclosed in the Offer Information Statement.

Commencement of trading of "nil-paid" Warrants	:	21 January 2011 from 9.00 a.m.
Last date and time for trading of "nil-paid" Warrants	:	2 February 2011 at 12.30 p.m.
Last date and time for splitting	:	2 February 2011 at 12.30 p.m.
Last date and time for acceptance of and payment for the Warrants	:	10 February 2011 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Last date and time for renunciation of and payment for the Warrants	:	10 February 2011 at 5.00 p.m.
Last date and time for application and payment for Excess Warrants	:	10 February 2011 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Expected date of issuance of Warrants	:	18 February 2011
Expected date for commencement of trading of the	:	22 February 2011

Warrants on the Catalist (subject to certain conditions, including an adequate spread of holdings of the Warrants to provide for an orderly market in the trading of the Warrants)

Purchasers should also note the last date and time for acceptance and payment as stated above.

The full details of the Rights Issue are set out in the Offer Information Statement. As at 11 January 2011, being the latest practicable date prior to the printing of the Offer Information Statement, the Company does not expect the above timetable to be modified. However, the Company may, with the approval of the Manager and Sponsor and/or the SGX-ST, modify the timetable subject to any limitation under any applicable laws. In that event, the Company will publicly announce the same through a SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

#### **DIRECTORS' RESPONSIBILITY STATEMENT**

The Board of Directors of the Company have taken all reasonable care to ensure that the facts stated in this announcement are fair and accurate and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly.

BY ORDER OF THE BOARD

Tan Chee Tiong  
Chief Executive Officer  
21 January 2011

*The Company was listed on the Catalist of the SGX-ST on 8 October 2009. The initial public offering of the Company was sponsored by PrimePartners Corporate Finance Pte. Ltd. (**Sponsor**).*

*This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor for compliance with the relevant rules of the SGX-ST. The Sponsor has not independently verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Mr Mark Liew, Managing Director, Corporate Finance, at 20 Cecil Street, #21-02 Equity Plaza, Singapore 049705, telephone (65) 6229 8088.*