OFFER INFORMATION STATEMENT DATED 3 AUGUST 2010
(Lodged with the Monetary Authority of Singapore on 3 August 2010)

THIS OFFER INFORMATION STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISER.

A copy of this offer information statement (the "**Offer Information Statement**"), together with a copy of each of the Application Form for Rights Shares and excess Rights Shares (the "**ARE**"), the Application Form for Rights Shares (the "**ARS**") and the Provisional Allotment Letter (the "**PAL**"), issued by Superior Multi-Packaging Limited (the "**Company**") have been lodged with the Monetary Authority of Singapore (the "**Authority**"). The Authority assumes no responsibility for the contents of the lodged documents. Lodgment of this Offer Information Statement with the Authority does not imply that the Securities and Futures Act, Chapter 289 of Singapore, or any other legal or regulatory requirements, have been complied with. The Authority has not, in any way, considered the merits of the Company, its subsidiaries, the Shares (as defined herein), the Rights Issue (as defined herein) or the Rights Shares (as defined herein) being offered, or in respect of which an invitation is made, for investment.

Approval in-principle has been obtained from the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the dealing in, listing of and quotation for the Rights Shares on the Official List of the Main Board of the SGX-ST, subject to certain conditions. The Rights Shares will be admitted to the Official List of the Main Board of the SGX-ST and the official listing and quotation of the Rights Shares is expected to commence after all conditions imposed by the SGX-ST have been satisfied, the certificates relating thereto have been issued and the notification letters from The Central Depository (Pte) Limited (the "**CDP**") have been despatched.

The SGX-ST assumes no responsibility for the correctness or accuracy of any of the statements made, reports contained and/or opinions expressed in this Offer Information Statement. The approval in-principle granted by the SGX-ST for admission to the Official List of the Main Board of the SGX-ST and the dealing in, listing of and quotation for the Rights Shares on the Official List of the Main Board of the SGX-ST is not to be taken as an indication of the merits of the Company, its subsidiaries, the Shares, the Rights Issue or the Rights Shares.

All the documentation relating to the Rights Issue has been seen and approved by the directors of the Company and they collectively and individually accept full responsibility for the accuracy of the information given herein and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in these documents misleading.

No Rights Shares shall be allotted or allocated on the basis of this Offer Information Statement later than six (6) months after the date of lodgment of this Offer Information Statement with the Authority.

SUPERIOR MULTI-PACKAGING LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 197902249R)

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 202,428,000 NEW ORDINARY SHARES (THE "RIGHTS SHARES") IN THE CAPITAL OF THE COMPANY AT AN ISSUE PRICE OF S$0.055 FOR EACH RIGHTS SHARE, ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING ORDINARY SHARE IN THE CAPITAL OF THE COMPANY (THE "SHARES") HELD BY ENTITLED SHAREHOLDERS (AS DEFINED HEREIN) AS AT THE BOOKS CLOSURE DATE (AS DEFINED HEREIN) TO BE DETERMINED, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE "RIGHTS ISSUE")

Manager of the Rights Issue

KIM ENG

KIM ENG CORPORATE FINANCE PTE. LTD.

(Incorporated in the Republic of Singapore)
(Company Registration Number: 200207700C)

IMPORTANT DATES AND TIMES:

Last date and time for splitting	:	13 August 2010 at 5.00 p.m.
Last date and time for acceptance and payment	:	19 August 2010 at 5.00 p.m. (9.30 p.m. for Electronic Applications (as defined herein))
Last date and time for renunciation and payment	:	19 August 2010 at 5.00 p.m.
Last date and time for excess application and payment	:	19 August 2010 at 5.00 p.m. (9.30 p.m. for Electronic Applications (as defined herein))

IMPORTANT NOTICE

*Capitalised terms used below which are not otherwise defined herein shall have the same meanings as ascribed to them under the section entitled "**Definitions**" of this Offer Information Statement.*

For Entitled Depositors, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares may be made through CDP or by way of Electronic Application at any ATM of a Participating Bank.

For Entitled Scripholders, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares may be made through the Share Registrar of the Company, M & C Services Private Limited.

For investors who hold Shares through a finance company or Depository Agent, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares must be done through the respective finance company or Depository Agent, and in the case of CPF members ("CPFIS Members") who had bought Shares under the CPF Investment Scheme - Ordinary Account ("CPFIS-OA"), the CPF agent bank. Any application made directly to CDP or through ATMs will be rejected.

For CPFIS Members, acceptances of the Rights Shares and (if applicable) applications for excess Rights Shares can only be made using CPF Funds. In the case of insufficient CPF Funds or stock limit, the CPFIS Member could top-up cash into his CPF Investment Account before instructing their respective approved CPF agent banks to accept the Rights Shares and (if applicable) apply for excess Rights Shares.

The existing Shares are quoted on the Main Board of the SGX-ST.

Persons wishing to subscribe for the Rights Shares offered by this Offer Information Statement should, before deciding whether to so subscribe, carefully read this Offer Information Statement in its entirety in order to make an informed assessment, *inter alia*, of the assets and liabilities, profits and losses, financial position and performance, risk factors and prospects of the Company and the Group, and the rights and liabilities attaching to the Rights Shares. They should also make their own independent enquiries and investigations of any bases and assumptions, upon which financial projections, if any, are made or based, and carefully consider this Offer Information Statement in the light of their personal circumstances (including financial and taxation affairs). It is recommended that such persons seek professional advice from their accountant, stockbroker, bank manager, solicitor and/or other professional adviser before deciding whether to subscribe for any Rights Shares or invest in the Company.

No person has been authorised to give any information or to make any representations, other than those contained in this Offer Information Statement, in connection with the Rights Issue or the issue of the Rights Shares and, if given or made, such information or representations must not be relied upon as having been authorised by the Company or the Manager. Save as expressly stated in this Offer Information Statement, nothing contained herein is, or may be relied upon as, a promise or representation as to the future performance or policies of the Company and/or the Group. Neither the delivery of this Offer Information Statement nor the issue of the Rights Shares shall, under any circumstances, constitute a continuing representation, or give rise to any implication, that there has been no material change in the affairs of the Company or the Group, or any of the information contained herein since the date hereof. Where such changes occur after the date hereof and are material, or are required to be disclosed by law and/or the SGX-ST, the Company may make an announcement of the same to the SGX-ST and, if required, lodge a supplementary or replacement document with the Authority. All Entitled Shareholders and their renouncees should take note of any such announcement and, upon the release of such announcement or lodgment of such supplementary or replacement document, as the case may be, shall be deemed to have notice of such changes.

Neither the Company nor the Manager is making any representation or warranty to any person regarding the legality of an investment in the Rights Shares and/or the Shares by such person under any investment or any other laws or regulations. No information in this Offer Information Statement should be considered to be business, financial, legal or tax advice. Each prospective investor should consult his own professional or other adviser for business, financial, legal or tax advice regarding an investment in the Rights Shares and/or the Shares.

The Manager makes no representation, warranty or recommendation whatsoever as to the merits of the Rights Issue, the Rights Shares, the Shares, the Company, the Group or any other matter related thereto or in connection therewith. Nothing in this Offer Information Statement or its accompanying documents shall be construed as a recommendation to accept or purchase the Rights Shares and/or the Shares. Prospective subscribers of the Rights Shares and/or the Shares should rely on their own investigation of the financial condition and affairs, appraisal and determination of the merits of investing in the Company and the Group and shall be deemed to have done so.

This Offer Information Statement and/or its accompanying documents have been prepared solely for the purpose of the acceptance and subscription of the Rights Shares under the Rights Issue, and may not be relied upon by any persons (other than Entitled Shareholders to whom it is despatched by the Company, their renouncees and Purchasers) or for any other purpose.

This Offer Information Statement, including the PAL, the ARE and the ARS, may not be used for the purpose of, and do not constitute, an offer, invitation to or solicitation by anyone in any jurisdiction or under any circumstances in which such an offer, invitation or solicitation is unlawful or not authorised or to any person to whom it is unlawful to make such an offer, invitation or solicitation.

The distribution of this Offer Information Statement and/or its accompanying documents may be prohibited or restricted by law (either absolutely or subject to various securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of these jurisdictions. Notwithstanding the above, Entitled Shareholders or any other persons having possession of this Offer Information Statement and/or its accompanying documents are advised by the Company to keep themselves informed of and observe such prohibitions and restrictions.

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DEFINITIONS

For the purpose of this Offer Information Statement, the PAL, the ARE and the ARS, the following definitions apply throughout unless the context otherwise requires or unless otherwise stated:

"Announcement"	:	The announcement made by the Company on 19 May 2010 in relation to the proposed Rights Issue
"Announcement Date"	:	19 May 2010, being the date of the Announcement
"ARE"	:	Application and acceptance form for Rights Shares and excess Rights Shares to be issued to Entitled Depositors in respect of their provisional allotment of Rights Shares under the Rights Issue
"ARS"	:	Application and acceptance form for Rights Shares to be issued to purchasers of the provisional allotment of Rights Shares under the Rights Issue traded on the SGX-ST through the book-entry (scripless) settlement system
"ATM"	:	Automated teller machine of a Participating Bank
"Authority"	:	Monetary Authority of Singapore
"Books Closure Date"	:	5.00 p.m. on 30 July 2010, being the time and date at and on which the Register of Members and the Share Transfer Books of the Company were closed to determine the provisional allotments of Rights Shares of Entitled Shareholders under the Rights Issue and in the case of Entitled Depositors, at and on which the provisional allotments under the Rights Issue were determined
"CDP"	:	The Central Depository (Pte) Limited
"Closing Date"	:	(i) **5.00 p.m. on 19 August 2010**, or such other time(s) and date(s) as may be announced from time to time by or on behalf of the Company, being the last time and date for acceptance of and/or excess application and payment and/or renunciation and payment for the Rights Shares under the Rights Issue through CDP or the Share Registrar; or (ii) **9.30 p.m. on 19 August 2010**, or such other time(s) and date(s) as may be announced from time to time by or on behalf of the Company, being the last time and date for acceptance of and/or excess application and payment and/or renunciation and payment for the Rights Shares under the Rights Issue through an ATM of a Participating Bank
"Code"	:	The Singapore Code on Take-overs and Mergers, as amended, modified or supplemented from time to time
"Companies Act"	:	Companies Act (Chapter 50) of Singapore, as amended, modified or supplemented from time to time
"Company"	:	Superior Multi-Packaging Limited, a company incorporated in Singapore

"CPF"	:	Central Provident Fund
"CPF Funds"	:	Monies standing to the credit of the CPF account savings of CPF members under the CPF Investment Scheme – Ordinary Account
"Directors"	:	The directors of the Company, including alternate directors of the Company, as at the date of this Offer Information Statement
"EGM"	:	The extraordinary general meeting of the Company held at 7 Benoi Sector, Singapore 629842 on 21 July 2010 at 10.00 a.m. to approve the proposed Rights Issue and the Whitewash Resolution
"Electronic Application"	:	Acceptance of the Rights Shares and (if applicable) application for excess Rights Shares made through an ATM of a Participating Bank in accordance with the terms and conditions of this Offer Information Statement
"Entitled Depositors"	:	Shareholders with Shares entered against their own names in the Depository Register maintained with CDP as at the Books Closure Date and whose registered addresses with CDP are in Singapore as at the Books Closure Date or who have, at least three (3) Market Days prior to the Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents
"Entitled Scripholders"	:	Shareholders with Shares registered in their own names and whose registered addresses with the Company are in Singapore as at the Books Closure Date or who have, at least three (3) Market Days prior to the Books Closure Date, provided the Company with addresses in Singapore for the service of notices and documents
"Entitled Shareholders"	:	Entitled Depositors and Entitled Scripholders, collectively
"Exercisable Share Options"	:	The 20,550,000 share options granted under the Superior Multi-Packaging (2001) Executives' Share Option Scheme which have vested and are outstanding as at the Latest Practicable Date
"Existing Share Capital"	:	The existing issued and paid-up share capital of the Company as at the Latest Practicable Date of 181,878,000 Shares
"Foreign Purchasers"	:	Persons purchasing the provisional allotments of Rights Shares through the book-entry (scripless) settlement system and whose registered addresses with CDP are outside Singapore
"Foreign Shareholders"	:	Shareholders whose registered addresses with CDP or the Company, as the case may be, are outside Singapore as at the Books Closure Date, and who have not, at least three (3) Market Days prior to the Books Closure Date, provided to CDP or the Company, as the case may be, addresses in Singapore for the service of notices and documents
"FY"	:	Financial year ended 31 December
"Group"	:	The Company and its subsidiaries, collectively
"Independent Shareholders"	:	Shareholders other than the Relevant Shareholders

"Irrevocable Undertaking"	:	The irrevocable undertaking given by SMPI in writing dated 14 May 2010 to, *inter alia,* subscribe in full for its *pro rata* entitlement to the Rights Shares under the Rights Issue, amounting in aggregate to 73,246,133 Rights Shares and make excess applications to subscribe for the balance of the Rights Shares which are not subscribed by the other Shareholders under the Rights Issue up to a maximum of 45,454,545 Rights Shares
"Issue Price"	:	The issue price of S$0.055 for each Rights Share
"Latest Practicable Date"	:	29 July 2010, being the latest practicable date prior to the lodgment of this Offer Information Statement
"Listing Manual"	:	The Listing Manual of the SGX-ST, as amended, modified or supplemented from time to time
"Manager"	:	Kim Eng Corporate Finance Pte. Ltd.
"Market Day"	:	A day on which the SGX-ST is open for trading in securities
"**Maximum Subscription Scenario**"	:	Based on the Existing Share Capital and including the Unissued Shares, the issuance of 202,428,000 Rights Shares (assuming that all Shareholders subscribe for all their pro-rata Rights Shares entitlements under the Rights Issue)
"**Minimum Subscription Scenario**"	:	Based on the Existing Share Capital and excluding the Unissued Shares, the issuance of 118,700,678 Rights Shares (assuming that only SMPI subscribes in full for its allocation of 73,246,133 Rights Issue and 45,454,545 excess Rights Shares under the Irrevocable Undertaking, and that none of the other Shareholders subscribe for their pro-rata Rights Shares entitlements under the Rights Issue and/or apply for excess Rights Shares)
"Offer Information Statement"	:	This offer information statement referred to in Section 277 of the SFA, together with (where the context requires) the PAL, the ARE, the ARS and all other accompanying documents including, where the context so admits, any supplementary or replacement document to be issued by the Company in connection with the Rights Issue
"PAL"	:	The provisional allotment letter to be issued to Entitled Scripholders in respect of their provisional allotments of Rights Shares under the Rights Issue
"Participating Banks"	:	The banks listed in Appendix 4 to this Offer Information Statement
"PRC" or **"China"**	:	The People's Republic of China
"Purchasers"	:	Persons purchasing the provisional allotments of Rights Shares under the Rights Issue traded on the SGX-ST through the book-entry (scripless) settlement system
"Record Date"	:	In relation to any dividends, rights, allotments or other distributions, the date as at the close of business (or such other time as may have been notified by the Company) on which Shareholders must be registered with the Company or CDP, as the case may be, in order to participate in such dividends, rights, allotments or other distributions

"Register of Members"	:	Register of members of the Company
"Relevant Shareholders"	:	Collectively, SMPI and all the entities listed below SMPI in the table set out in paragraph 9(e) under Part IV, entitled "**KEY INFORMATION**" on pages 35 and 36 of this Offer Information Statement
"Rights Issue"	:	The renounceable non-underwritten rights issue of Shares by the Company of up to 202,428,000 Rights Shares at the Issue Price on the basis of one (1) Rights Share for every one (1) existing Share held by the Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded
"Rights Shares"	:	Up to 202,428,000 new Shares to be allotted and issued by the Company pursuant to the Rights Issue
"Securities Account"	:	A securities account maintained by a Depositor with CDP but does not include a securities sub-account maintained with a Depository Agent
"Securities and Futures Act" or **"SFA"**	:	Securities and Futures Act (Chapter 289) of Singapore, as amended, modified or supplemented from time to time
"SGXNET"	:	A system network used by listed companies to send information and announcements to SGX-ST or any other system networks prescribed by SGX-ST
"SGX-ST"	:	Singapore Exchange Securities Trading Limited
"Share Registrar"	:	M & C Services Private Limited
"Shareholders"	:	Registered holders of Shares except that where CDP is the registered holder, the term "**Shareholders**" shall, in relation to such Shares and where the context admits, mean Depositors who have such Shares entered against their names in the Depository Register
"Shares"	:	Ordinary shares in the capital of the Company
"SIC"	:	Securities Industry Council of Singapore
"SMPI"	:	SMP Investments (S) Pte Ltd
"Substantial Shareholder"	:	Has the meaning ascribed to it in section 81 of the Companies Act
"Superior Multi-Packaging (2001) Executives' Share Option Scheme"	:	The Superior Multi-Packaging (2001) Executives' Share Option Scheme, approved and adopted by the Company at an extraordinary general meeting held on 25 May 2001 and modified pursuant to extraordinary general meetings held on 17 December 2003 and 30 July 2007
"Unissued Shares"	:	The 20,550,000 Shares to be issued upon the exercise of the Exercisable Share Options
"Whitewash Resolution"	:	The resolution approved by way of a poll by a majority of the Independent Shareholders present and voting at the EGM to waive their rights to receive a general offer from the Relevant Shareholders and their concert parties, for the Shares not already owned or controlled by them pursuant to Rule 14 of the Code

"RMB"	:	PRC Renminbi
"S$" and "cents"	:	Singapore dollars and cents, respectively
"US$"	:	United States dollars
"%" or "per cent."	:	Per centum or percentage

The terms "**Depositor**", "**Depository Register**" and "**Depository Agent**" shall have the meanings ascribed to them respectively in Section 130A of the Companies Act.

The term "**subsidiary**" shall have the meaning ascribed to it by Section 5 of the Companies Act.
Words importing the singular shall, where applicable, include the plural and *vice versa*, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall, where applicable, include corporations.

Any reference in this Offer Information Statement, the PAL, the ARE and the ARS to any enactment is a reference to that enactment as for the time being amended, modified or re-enacted. Any word defined under the Companies Act, the Securities and Futures Act, the Securities and Futures (Offers of Investments)(Shares and Debentures Regulations) 2005, the Code or the Listing Manual or any amendment or modification thereof and not otherwise defined in this Offer Information Statement shall, where applicable, have the meaning assigned to it respectively under the Companies Act, the Securities and Futures Act, the Securities and Futures (Offers of Investments)(Shares and Debentures Regulations) 2005, the Code or the Listing Manual or such amendment or modification thereof, as the case may be.

Any reference to a time of day and dates in this Offer Information Statement, the PAL, the ARE and the ARS shall be a reference to Singapore time and dates unless otherwise stated.

Any discrepancies in figures and/or tables included herein between the amounts listed and the totals thereof are due to rounding. Accordingly, figures shown as totals in this Offer Information Statement may not be an arithmetic aggregation of the figures that precede them.

References in this Offer Information Statement to "**we**", "**our**" and "**us**" refer to the Company and its subsidiaries.

SUMMARY OF THE RIGHTS ISSUE

The following is a summary of the principal terms and conditions of the Rights Issue and is derived from, and should be read in conjunction with, the full text of this Offer Information Statement, and is qualified in its entirety by reference to information appearing elsewhere in this Offer Information Statement.

Number of Rights Shares to be issued	:	Between a minimum of 118,700,678 Rights Shares (assuming the Minimum Subscription Scenario) and up to 202,428,000 Rights Shares (assuming the Maximum Subscription Scenario).
Basis of Provisional Allotment	:	One (1) Rights Share for every one (1) existing Share held by, or, as the case may be, standing to the credit of the Securities Accounts of the Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded. Fractional entitlements to the Rights Shares will be disregarded in arriving at the Shareholders' entitlements and will, together with the provisional allotments which are not taken up or allotted for any reason, be aggregated and used to satisfy excess applications for Rights Shares (if any), or disposed of or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. In the allotment of excess Rights Shares, preference will be given to the rounding of odd lots, and Substantial Shareholders and Directors will rank last in priority.
Issue Price	:	S$0.055 for each Rights Share, payable in full on acceptance and/or application. The Issue Price represents a discount of approximately: (i) 56.00% to the closing price of S$0.125 per Share on the SGX-ST on 17 May 2010, being the last trading day of the Shares on the SGX-ST prior to the Announcement Date; and (ii) 38.89% to the theoretical ex-rights price[(1)] of S$0.09 per Share. **Note:** (1) The theoretical ex-rights price is the theoretical market price of each Share computed based on the closing price of S$0.125 per Share on the SGX-ST on 17 May 2010, being the last trading day of the Shares on the SGX-ST prior to the Announcement Date, and the total number of Shares following the completion of the Rights Issue.
Listing of the Rights Shares	:	Approval in-principle of SGX-ST for the dealing in, listing and quotation of the Rights Shares on the Main Board of SGX-ST (the **"Approval in-Principle"**) was granted on 23 June 2010, subject to certain conditions. The Approval in-Principle is not to be taken as an indication of the merits of the Company, its subsidiaries, the Shares, the Rights Issue or the Rights Shares.

Trading of the Rights Shares	:	Upon the listing of and quotation for the Rights Shares on the Main Board of SGX-ST, the Rights Shares will be traded on the Main Board of SGX-ST under the book-entry (scripless) settlement system. For the purpose of trading on SGX-ST, each board lot of Rights Shares will consist of 1,000 Rights Shares.
Status of the Rights Shares	:	The Rights Shares, upon allotment and issue, will rank *pari passu* in all respects with the then existing issued Shares, save for any dividends, rights, allotments or other distributions that may be declared or paid, the Record Date for which falls before the date of issue of the Rights Shares.
Eligibility to participate in the Rights Issue	:	As there may be prohibitions or restrictions against the offering of Rights Shares in certain jurisdictions, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the section entitled "**ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE**" on pages 10 to 12 of this Offer Information Statement for details on the eligibility of Shareholders to participate in the Rights Issue.
Acceptance, excess application and payment	:	Entitled Shareholders will be at liberty to accept, decline or otherwise renounce (in part or in whole) or trade their provisional allotments of Rights Shares during the provisional allotment trading period prescribed by SGX-ST and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue. The procedures for, and the terms and conditions applicable to, acceptances, renunciation and/or sales of the provisional allotments of Rights Shares and for the applications for excess Rights Shares including the different modes of acceptance or application and payment, are contained in Appendices 1, 2 and 3 to this Offer Information Statement and in the PAL, the ARE and the ARS.
Use of CPF Funds	:	CPF members under the CPF Investment Scheme - Ordinary Account ("**CPFIS Members**") who wish to accept the provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares can only do so using their CPF Funds, subject to applicable CPF rules and regulations. Such CPFIS Members will need to instruct their respective approved CPF agent banks where they hold their CPF Investment Accounts, to accept the Rights Shares and (if applicable) apply for the excess Rights Shares on their behalf in accordance with the terms and conditions of this Offer Information Statement. In the case of insufficient CPF Funds or stock limit, CPFIS Members can top-up cash into their CPF Investment Accounts before instructing their respective approved CPF agent banks to accept the Rights Shares and (if applicable) apply for excess Rights Shares. CPFIS Members are advised to provide their respective approved CPF agent banks with the appropriate instructions early in order for their CPF agent banks to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date.

CPFIS Members should also note that CPF Funds cannot be used for the payment of Rights Shares and/or excess Rights Shares if they submit their acceptances and/or applications directly to CDP and/or through the ATMs of Participating Banks. Any such acceptances and/or applications purporting to use CPF Funds for the payment of Rights Shares and/or excess Rights Shares will be rejected.

For the avoidance of doubt, CPF Funds may not be used for the purchase of the provisional allotments of the Rights Shares directly from the market.

Non-Underwritten : The Rights Issue is not underwritten.

Irrevocable Undertaking : The Company and Manager obtained a written irrevocable undertaking from SMPI to, *inter alia,* subscribe, or procure its registered holder to subscribe, in full and pay for its entitlement to the Rights Shares under the Rights Issue, representing an aggregate of 73,246,133 Rights Shares and make excess applications to subscribe for the balance of the Rights Shares which are not subscribed by the other Shareholders under the Rights Issue up to a maximum of 45,454,545 Rights Shares.

Governing Law : Laws of the Republic of Singapore.

EXPECTED TIMETABLE OF KEY EVENTS

Shares trade ex-Rights	:	**28 July 2010 from 9.00 a.m.**
Books Closure Date	:	**30 July 2010 at 5.00 p.m.**
Despatch of Offer Information Statement (together with the ARE or the PAL, as the case may be) to Entitled Shareholders	:	**4 August 2010**
Commencement of trading of "nil-paid" Rights	:	**4 August 2010 from 9.00 a.m.**
Last date and time for splitting Rights	:	**13 August 2010 at 5.00 p.m.**
Last date and time for trading of "nil-paid" Rights	:	**13 August 2010 at 5.00 p.m.**
Last date and time for acceptance of and payment for Rights Shares	:	**19 August 2010 at 5.00 p.m. (9.30 p.m. for Electronic Applications)**
Last date and time for renunciation of and payment for Rights Shares	:	**19 August 2010 at 5.00 p.m.**
Last date and time for application and payment for excess Rights Shares	:	**19 August 2010 at 5.00 p.m. (9.30 p.m. for Electronic Applications)**
Expected date of issuance of Rights Shares	:	**27 August 2010**
Expected date of commencement of trading of Rights Shares	:	**30 August 2010**

As at the Latest Practicable Date, the Company does not expect the above timetable to be modified. However, the Company may, upon consultation with the Manager and with the approval of the SGX-ST, modify the timetable subject to any limitations under any applicable laws. In that event, the Company will publicly announce the changes to the above timetable through a SGXNET announcement to be posted on SGX-ST's website at http://www.sgx.com

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

1. ENTITLED SHAREHOLDERS

Entitled Shareholders are entitled to participate in the Rights Issue and to receive the Offer Information Statement together with the AREs or PALs, as the case may be, and its accompanying documents at their respective Singapore addresses. Entitled Depositors who do not receive the Offer Information Statement and AREs may obtain them from CDP or the Share Registrar during the period from the date the Rights Issue commences up to the Closing Date. Entitled Scripholders who do not receive the Offer Information Statement and the PALs may obtain them from the Company and/or the Share Registrar during the period from the date the Rights Issue commences up to the Closing Date.

Entitled Shareholders will be provisionally allotted the Rights Shares under the Rights Issue on the basis of their shareholdings as at the Books Closure Date, fractional entitlements being disregarded. Entitled Shareholders are at liberty to accept, decline, renounce or in the case of Entitled Depositors only, trade on SGX-ST in part or in full (during the provisional allotment trading period prescribed by SGX-ST) their provisional allotments of Rights Shares, and are eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue.

For Entitled Shareholders who hold Shares through finance companies or Depository Agents, acceptances of the Rights Shares provisionally allotted to them and (if applicable) applications for excess Rights Shares must be done through these intermediaries. Any acceptance and/or application of the Rights Shares by such Entitled Shareholders directly to CDP or through the ATMs of the Participating Banks will be rejected.

All dealings in and transactions of the provisional allotments of Rights Shares through SGX-ST will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs which are issued to Entitled Scripholders will not be valid for delivery pursuant to trades done on SGX-ST.

(a) Entitled Depositors

Entitled Depositors should note that all correspondences and notices will be sent to their last registered mailing addresses with CDP. Entitled Depositors are reminded that any request to effect any change in address must reach CDP not later than three (3) Market Days before the Books Closure Date.

(b) Entitled Scripholders

Entitled Scripholders are encouraged to open Securities Accounts if they have not already done so and to deposit their share certificates with CDP prior to the Books Closure Date so that their Securities Accounts may be credited by CDP with their Shares and the provisional allotments of Rights Shares. Entitled Scripholders should note that their Securities Accounts will only be credited with the Rights Shares on the twelfth (12th) Market Day from the date of lodgment of the share certificates with CDP or such other date as CDP may determine.

2. FOREIGN SHAREHOLDERS

This Offer Information Statement and its accompanying documents relating to the Rights Issue have been lodged with the Authority in Singapore. This Offer Information Statement and its accompanying documents have not been and will not be lodged, registered or filed in any other jurisdiction other than Singapore. The distribution of this Offer Information Statement and its accompanying documents may be prohibited or restricted (either absolutely or subject to various relevant securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions. For practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Singapore, this Offer Information Statement and its accompanying documents will not be despatched to Foreign Shareholders.

Foreign Shareholders will not be entitled to participate in the Rights Issue. Accordingly, no provisional allotment of the Rights Shares will be made to Foreign Shareholders and no purported acceptance thereof or application therefor by Foreign Shareholders will be valid.

This Offer Information Statement and its accompanying documents will also not be despatched to Foreign Purchasers. Foreign Purchasers who wish to accept the provisional allotments of the Rights Shares should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

The Company further reserves the right to reject any acceptances of the Rights Shares and/or applications for excess Rights Shares where it believes, or has reason to believe, that such acceptances and/or applications may violate the applicable legislation of any jurisdiction. The Company reserves the right, but shall not be obliged, to treat as invalid any PAL, ARE or ARS which (a) appears to the Company or its agents to have been executed in any jurisdiction outside Singapore which may violate the applicable legislation of such jurisdiction, (b) provides an address outside Singapore for the receipt of the physical certificate(s) of the Rights Shares or which requires the Company to despatch the Rights Shares certificates to an address in any jurisdiction outside Singapore, or (c) purports to exclude any deemed representation or warranty.

Foreign Shareholders who wish to be eligible to participate in the Rights Issue may provide a Singapore address by notifying in writing, as the case may be, (a) CDP at **4 Shenton Way, #02-01 SGX Centre 2, Singapore 068807** or (b) the Share Registrar at **138 Robinson Road, #17-00 The Corporate Office, Singapore 068906**, not later than **three (3) Market Days before the Books Closure Date**.

If it is practicable to do so, arrangements may, at the discretion of the Company, be made for the provisional allotments of Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders to be sold "nil-paid" on SGX-ST as soon as practicable after dealings in the provisional allotments of Rights Shares commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account expenses to be incurred in relation thereto.

The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed to Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares entered against their names in the Depository Register as at the Books Closure Date and sent to them at their own risk by ordinary post. If the amount of net proceeds to be distributed to any single Foreign Shareholder is less than S$10.00, the Company shall be entitled to retain or deal with such net proceeds as the Directors may, in their absolute discretion, deem fit in the interests of the Company and Foreign Shareholders shall not have any claim whatsoever against the Company, the Manager, the Share Registrar or CDP in connection therewith.

Where such provisional allotments of Rights Shares are sold "nil-paid" on SGX-ST, they will be sold at such price or prices as the Company may, in its absolute discretion, decide and Foreign Shareholders shall not have any claim whatsoever against the Company, the Manager, the Share Registrar or CDP in respect of such sales or the proceeds thereof, the provisional allotments of Rights Shares or the Rights Shares represented by such provisional allotments.

If such provisional allotments of Rights Shares cannot be or are not sold on SGX-ST as aforesaid for any reason by such time as SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares, the Rights Shares represented by such provisional allotments will be issued and allotted to satisfy excess applications or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company and Foreign Shareholders shall not have any claim whatsoever against the Company, the Manager, the Share Registar or CDP in connection therewith.

Shareholders should note that the special arrangements described above will apply only to Foreign Shareholders.

Notwithstanding the above, Entitled Shareholders and any other person having possession of the Offer Information Statement and/or its accompanying documents are advised to inform themselves of and to observe any legal requirements applicable thereto. No person in any jurisdiction outside Singapore receiving this Offer Information Statement and/or its accompanying documents may treat the same as an offer, invitation or solicitation to subscribe for any Rights Shares unless such offer, invitation or solicitation can lawfully be made without violating any regulatory or legal requirements in such jurisdictions.

The Rights Shares which are not otherwise taken up or allotted for any reason shall be used to satisfy excess Rights Shares applications as the Directors may, in their absolute discretion, deem fit in the interest of the Company. All fractional entitlements to the Rights Shares will be disregarded in arriving at Entitled Shareholders' entitlements and will, together with the provisional allotments which are not taken up or allotted for any reason, be aggregated and used to satisfy excess applications for Rights Shares (if any), or otherwise disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. In the allotment of excess Rights Shares, preference will be given to rounding of odd lots, and Substantial Shareholders and Directors will rank last in priority. The Company will not make any allotment and issue of Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by Shareholders in a general meeting.

The procedures for, and the terms and conditions applicable to, the acceptance, renunciation and/or sale of the provisional allotments of the Rights Shares and for excess application for the Rights Shares pursuant to the Rights Issue, including the different modes of acceptance or application and payment, are contained in Appendices 1, 2 and 3 to this Offer Information Statement and in the PAL, the ARE and the ARS.

TRADING

1. LISTING AND QUOTATION OF RIGHTS SHARES

Approval in-principle has been obtained from the SGX-ST for the dealing in, listing of and quotation for the Rights Shares on the Official List of the Main Board of the SGX-ST. The approval in-principle of the SGX-ST is not to be taken as an indication of the merits of the Company, its subsidiaries, the Shares, the Rights Issue or the Rights Shares.

Upon listing and quotation on the Main Board of the SGX-ST, the Rights Shares will be traded under the book-entry (scripless) settlement system. All dealings in and transactions (including transfers) of the Rights Shares effected through the SGX-ST and/or CDP shall be made in accordance with CDP's "Terms and Conditions for Operation of Securities Account with The Central Depository (Pte) Limited", as the same may be amended from time to time. Copies of the above are available from CDP.

2. ARRANGEMENTS FOR SCRIPLESS TRADING

To facilitate scripless trading, Entitled Scripholders and their renouncees who wish to accept the Rights Shares provisionally allotted to them and (if applicable) apply for excess Rights Shares, and who wish to trade the Rights Shares issued to them on the SGX-ST under the book-entry (scripless) settlement system, should open and maintain Securities Accounts with CDP in their own names (if they do not already maintain such Securities Accounts) in order that the number of Rights Shares and, if applicable, the excess Rights Shares that may be allotted to them may be credited by CDP into their Securities Accounts. Entitled Scripholders and their renouncees who wish to accept and/or apply for the excess Rights Shares and have their Rights Shares credited into their Securities Accounts must fill in their Securities Account numbers and/or National Registration Identity Card ("NRIC")/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL. Entitled Scripholders and their renouncees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or who provide incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with CDP, will be issued physical share certificates in their own names for the Rights Shares allotted to them and if applicable, the excess Rights Shares allotted to them. Such physical share certificates, if issued, will be forwarded to them by ordinary post at their own risk, but will not be valid for delivery pursuant to trades done on the SGX-ST under the book-entry (scripless) settlement system, although they will continue to be *prima facie* evidence of legal title.

If an Entitled Scripholder's address stated in the PAL is different from his address registered with the Share Registrar, he must inform the Share Registrar of his updated address promptly, failing which the notification letter on successful allotment and other correspondence will be sent to his address last registered with the Share Registrar.

A holder of physical share certificate(s) or an Entitled Scripholder who has not deposited his share certificate(s) with CDP but wishes to trade on the SGX-ST must deposit his share certificate(s) with CDP, together with the duly executed instrument(s) of transfer in favour of CDP, and have his Securities Account credited with the number of Rights Shares or existing Shares, as the case may be, before he can effect the desired trade.

3. TRADING OF ODD LOTS

Shareholders should note that most counters on the SGX-ST trade in lot sizes of 1,000 shares.

Following the Rights Issue, Shareholders who hold odd lots of Shares and who wish to trade in odd lots of Shares should note that they are able to do so on the Unit Share Market of the SGX-ST.

RISK FACTORS

An investment in the Shares and the Rights Shares involves a high degree of risk. Shareholders should carefully evaluate each of the material risk factors relating to the Group described below, together with all of the other information set forth in this Offer Information Statement.

To the best of the Directors' knowledge and belief, all the risk factors that are material to prospective investors in making an informed judgment on the Rights Issue (save for those which have already been disclosed to the general public) are set out below. The risks described below are not intended to be exhaustive. There may be additional risks not presently known to the Directors, which could affect the Group's operations. If any of the following considerations and uncertainties develops into actual events, the business, operating results, financial condition and prospects of the Group could be materially and adversely affected. In that event, the trading price of the Shares and/or Rights Shares could decline, and Shareholders may lose all or part of their investment in the Shares and/or the Rights Shares.

RISKS RELATING TO THE GROUP'S BUSINESS AND INDUSTRY

The Group is subject to significant competition

The Group operates in a highly competitive environment and is subject to significant competition from existing competitors and new market entrants which include both local and foreign companies. Increased competition may force the Group to lower sale prices, lead to a drop in orders, result in loss of customers and ultimately may have a material adverse impact on its business, financial condition and operating results

The Group's business is reliant on a single customer for a substantial portion of its revenue

The Group has been largely dependent on a single customer for a substantial portion of the revenue generated from its business. For FY2007, FY2008 and FY2009, the Group's major customer, namely, Nippon Paint Group, accounted for approximately 35.0%, 34.9% and 34.0% of the Group's total revenue. Corporations within the Nippon Paint Group are deemed to be interested in SMPI's 40.27% shareholding in the Company and are therefore interested persons under Chapter 9 of the Listing Manual. Any material delay, cancellation or reduction of orders from such customer can cause the Group's revenue to decline significantly. As the Group does not have any long term contract with such customer, there is no guarantee that the Group will be able to retain the customer or that the customer will continue to place orders for such amount of products and at such price budgeted by the Group.

The Group is subject to the credit risk of its customers

The Group's profitability is dependent on the credit risk of its customers. From time to time, in the ordinary course of business, certain customers may default on payment. Although the Group regularly reviews its credit exposure to its customers, default risk may nevertheless arise from events or circumstances that may be difficult to anticipate or detect. The occurrence of any default on payment may have a material and adverse impact on the Group's business and financial performance.

The Group's liquidity may be adversely affected by slower turnover of inventory and trade and other receivables

The Group is required to hold a reasonable amount of inventory for its manufacturing operations. There is no assurance that its average inventory turnover days and average trade and other receivables turnover days will decrease, nor is there any assurance that its average trade and other payables turnover days will increase. If the Group's turnover of inventory and trade and other receivables remains significantly slower than its turnover of trade and other payables, its liquidity and financial position may be materially and adversely affected.

The Group's indebtedness may affect its business and financial condition and/or limit cash flow available for the Group's operations

The Group maintains interest-bearing borrowings primarily from banks in Singapore and in the PRC. Most of the Group's bank borrowings are short-term in nature. The Group's ability to repay principal and interest on its borrowings (including its short-term and long-term borrowings) depends substantially on the cash flow and results of operations of its operating subsidiaries, which in turn depend on social, political, economic, legal and other factors, particularly those related to the PRC, some of which are beyond its control. There is no assurance that the Group will have sufficient cash flow from operations to service its borrowings or that it will be able to roll over its short-term borrowings on commercially acceptable terms, or at all.

The Group's secured and unsecured debt facilities carry interest at floating rates. The Group's exposure to changes in interest rates relates primarily to its interest-earning financial assets and interest-bearing financial liabilities. These comprise mainly deposits in banks and interest-bearing borrowings. Exposure to floating interest rates also subjects the Group to risk of adverse interest rate movements. Unless the Group hedges its interest rate exposure (which it currently does not), it will continue to be exposed to interest rate risk resulting from fluctuations in the relevant reference rates for its floating interest rate loans. An increase in interest rates and/or a failure to manage the Group's interest rate risks would increase its interest expense and may adversely affect its cash flow, business, financial condition and results of operations, and/or its ability to service its indebtedness.

Subject to compliance with various financial and other covenants (including restrictions on the Group's total indebtedness) that were imposed on some of its indebtedness, the Group may incur additional short-term and/or long-term indebtedness from time to time, including to finance its business and/or expansion plans. Such indebtedness, if incurred, could restrict its operations. Among other things, such additional indebtedness may:

- limit the Group's ability to obtain additional financing for working capital, capital expenditures, acquisitions and general corporate purposes;
- require the Group to dedicate all or a substantial portion of the Group's cash flow to service its debt, which will reduce funds available for other business purposes, such as capital expenditures, investments or acquisitions;
- limit the Group's flexibility in planning for or reacting to changes in the markets in which the Group competes, such as engaging in mergers and consolidations or disposing of assets;
- place the Group at a competitive disadvantage relative to its competitors with less indebtedness;
- render the Group more vulnerable to general adverse economic and industry conditions; and
- make it more difficult for the Group to satisfy its financial obligations or be able to refinance maturing indebtedness.

These additional financing agreements may contain restrictive covenants and broad default provisions, which may materially restrict the Group's operations, including its ability to incur debt, pay dividends, make certain investments and payments, and encumber or dispose of assets. A default under one financing agreement may also trigger cross-defaults under the Group's other financing agreements. In the event of default, the Group may not be able to rectify the default or obtain a waiver on a timely basis. An event of default under any financing agreement, if not rectified or waived, could have a material adverse effect on the Group's liquidity as well as its financial condition and results of operations.

In any event, there is no assurance that the Group will be successful in obtaining financing in amounts or on terms acceptable to it. The Group's ability to arrange adequate bank and other borrowings on terms that will allow it a commercially acceptable return depends on a number of factors that are beyond its control, including general economic, political, money and capital markets conditions, the terms on which financial institutions are willing to extend credit to it, such as the amount of loan and the time within which such loan is made available to it, and the availability of other sources of debt or equity financing. Investors should also note that the willingness of financial institutions to make capital commitments by way of

investing in debt or equity instruments may for an indeterminate period be adversely affected by global economic conditions. In the event the Group is not able to secure adequate internal resources and/or sufficient bank and other borrowings to fund its future requirements (if any), its business, financial condition and prospects may be adversely affected. Furthermore, the incurrence of debt from bank borrowings will increase its interest payments required to service its debt obligations and its financing costs. In addition, any operating and financial covenants in such loan agreements could restrict the Group's operations and its ability to pay dividends to Shareholders.

The Group is affected by any shortage and/or increase in prices of raw materials

The major raw materials used in the production of the Group's metal and flexible packaging products include tinplates, aluminium foil, BOPP film, PET film, LLDPE film, PE resin and PP resin. Prices of these raw materials may fluctuate due to changes in supply and demand conditions. No long term supply contracts of more than one year have been entered into with our suppliers. Any sudden shortage of such raw materials may affect our operations and/or result in the Group having to pay higher cost for these raw materials. In the event that there are significant increases in the costs of major raw materials and the Group is unable to pass such price increases to its customers or the Group is unable to find alternative sources for such raw materials at competitive prices and on a timely basis for production, our financial performance will be materially and adversely affected.

The Group relies on key suppliers and any disruption in its supply of raw materials may adversely affect its business

If the Group's relationship with its suppliers deteriorates, it may be unable to obtain adequate supplies of raw materials in the appropriate quantities and quality, in a timely manner and at a reasonable cost. If the supply of raw materials is substantially interrupted or reduced or if there are significant increases in the prices the Group pays for raw materials, the Group may incur additional costs to acquire sufficient quantities of these raw materials to maintain its production schedules and commitments to customers. The Group may not be able to successfully pass such additional costs to its customers and could consequently experience a material adverse effect on its business, financial condition and operating results.

The Group is reliant on its key personnel

The Group's success over the years is attributable to the business acumen, management and operational experience as well as the extensive network and contacts of the Group's key personnel. The loss of the services of any key personnel, without suitable replacement, would have a material and adverse effect on the Group. The Group's future performance will, to a large extent, depend on whether it is able to continue to retain and attract key personnel. The inability of the Group to retain and recruit key personnel in future will have a material and adverse impact on the Group's business and financial performance.

The Group requires continuous capital expenditure to upgrade and improve its production facilities

Continuous capital expenditure is required to keep up with technological developments so as to provide cost-effective packaging solutions to the Group's customers. In the event that the Group's profit growth is not sufficient to offset any increase in depreciation charges arising from its capital expenditure, the Group's financial performance will be affected.

The Group may not be able to sustain its sales performance

The Group's operating results in future will depend largely on the management's ability to manage and grow the business which includes recruiting, training and retaining capable employees, controlling operating costs, introducing new products, effective utilisation of production capacity, quality control, expanding existing markets and entering new markets. Any decline in the Group's revenue may adversely affect its business, financial condition and operating results.

The Group is subject to foreign exchange rate fluctuations and government control of currency conversion

The Group's foreign exchange risk arises mainly from the mismatch between the currency of its sales, purchases, operating expenses and bank borrowings. Its reporting currency is S$. Its sales, purchases, bank loans and borrowings are denominated mainly in RMB, US$ and S$. The Group does not have a formal hedging policy and does not currently hedge any of its foreign currency exposure. Any significant fluctuation in exchange rates may result in increases or decreases in its reported costs and earnings, and may also adversely affect its book value of assets, the amount of its equity, business, financial condition and results of operations.

In addition, the Company also receives profit distribution from its overseas subsidiaries. Specifically, the Group receives substantially all of its PRC-related revenues in RMB, which is not a freely convertible currency. The Company's subsidiaries in the PRC which are Foreign Invested Enterprises apply to The State Administration of Foreign Exchange ("**SAFE**") for approval for the remittance of foreign currency for the payment of dividends to the Company. So far, such PRC subsidiaries have obtained the necessary approval from SAFE when the PRC subsidiaries remitted foreign currency for the payment of dividend to the Company. Any failure in the future to obtain such approval from SAFE or any changes by the PRC government to its laws and regulations on the convertibility of RMB could materially and adversely affect the Company's financial position and/or its ability to pay dividends to Shareholders.

The Group may suffer energy supply disruptions and its energy costs may increase

Increases in costs of electricity supply, interruptions in electricity supply or mandatory electricity rationing in the areas where the Group operates may materially and adversely affect the Group's operations and financial condition. Specifically, interruptions in electricity supply and mandatory electricity rationing had occurred in the PRC where some of Group's factories are located, albeit such interruptions and rationing did not continue for an extended period of time.

The Group may not be able to keep pace with changes in industry standards or customer demands

There is no assurance that the industry standards for the Group's products will not change in the future, nor is there any assurance that the customer specifications for its products will not change over time. Any such change may require the Group to revise its current quality control policy and procedures. The Group must continually keep pace with new technological advances (including new methods of manufacturing or innovative use of alternative packaging materials) in order to meet changing industry standards for its products and the demands of its customers. There is no assurance that the Group will be able to successfully implement such quality control policy and procedural changes in order to respond to any future change in industry standards or customer specifications for its products, including keeping pace with new technological advances or successfully maintaining and hiring adequate personnel and management team to execute such changes in quality control. Any such failure may cause a decrease in its customer base, thereby materially and adversely affecting the Group's profitability, financial condition and results of operations.

The Group may face product liability claims if its products contain defects or are unfit for their intended uses

If the Group's products are unfit for their intended use or contain design or manufacturing defects, it may face product liability claims from its customers. Its financial condition and results of operations would be adversely affected if it is required to obtain insurance in the future or if it faces product liability claims. The Group may also have to spend significant resources and time to defend itself if legal proceedings are instituted against it. If any such claims are made, its reputation and business may also be materially and adversely affected, which may lead to the loss of future businesses and materially and adversely affect the Group's financial condition and results of operations.

The Group's business and operations may be affected by disruptions of its production facilities, natural disasters, wars, terrorist attacks, riots, civil commotions, widespread communicable diseases and other events beyond the control of the Group

Disruptions and delays in the Group's operations may occur in the event of machine breakdowns, natural disasters (such as earthquakes, floods, typhoons and blizzards), fire, wars, terrorist attacks, riots, civil commotions, widespread communicable diseases (such as human avian flu and Severe Acute Respiratory Syndrome ("**SARS**"), epidemics, disease outbreaks and other events beyond the control of the Group, resulting in significant damage to the Group's suppliers, inventory and/or production facilities.

The Group's inventory and operating supplies include tinplates, aluminium foil, BOPP film, PET film, LLDPE film, PE resin and PP resin, all of which are particularly vulnerable to fire and water risk. The Group's operations in the PRC are also exposed to regional typhoons that can bring with them destructive winds and torrential rains, which can in turn cause plant closures and transportation interruptions. A fire or other natural disaster resulting in significant damage at these facilities could require it to curtail its operations. Some of the processes utilized in the Group's operations place these operations at risk of fire and other damage.

In addition, outbreaks of contagious diseases and other adverse public health developments in the countries where the Group operates would have a material adverse effect on the Group's business operations. These could include disruptions to the transportation of its products, as well as temporary closure of its production facilities, for example, due to any employees being infected or suspected of being infected with any infectious diseases. This would result in a longer lead-time for the Group's production and delay delivery to its customers. The Group has not adopted any written preventive measures or contingency plans to combat any future outbreak of human avian flu, SARS or any other epidemic. Failure to meet the Group's customers' expectations could damage the Group's reputation and may, as a result, lead to a loss in business and affect its ability to attract new businesses. In addition, the spread of infectious diseases could affect the operations of the Group's customers and suppliers.

Further, there can be no assurance that natural disasters and other calamities will not significantly impact the economies of the countries where the Group operates. For instance, a significant earthquake or other geological disturbance in any of such countries could severely disrupt the economy of the country and undermine investor confidence, thereby materially and adversely affecting the Group's businesses, financial conditions, results of operations and prospects.

There can be no assurance against the occurrence of the events described above or other calamities. If any of these were to occur, the Group's business and financial performance may be materially and adversely affected, whether due to the impact of such events or natural disasters on the Group's operations and business directly or indirectly, or on the country's economy generally. While the Group has insurance coverage for damage or destruction to its production facilities due to certain causes, there is no assurance that the Group's insurance coverage would be sufficient to cover all its potential losses.

COUNTRY RISKS

The PRC's economic, political and social conditions and government policies could adversely affect the Group's business

A major portion of the Group's revenues is derived from its business operations located in the PRC. Any significant slowdown in the PRC economy or decline in demand for the Group's products in the PRC will have a material adverse effect on its business, financial conditions and results of its operations. Further, any unfavourable changes in the social, political or economic conditions or policies, foreign exchange regulations, taxation and import and export restrictions may materially and adversely affect the Group's financial performance.

The Group may be unable to maintain or obtain approvals or permits necessary to conduct its business

The Group may be required to obtain or renew applicable permits or approvals by regulatory authorities in order to conduct or continue its business. For instance, the Company's subsidiaries in the PRC require regulatory permits for their printing activities. If the Group fails to obtain or renew any of the required permits or approvals, it may be subject to various penalties including fines and the discontinuation or restriction of its operations. Any such disruption to its operations could materially and adversely affect its business, financial condition and results of operations.

Introduction of new laws or policies or changes to existing laws or policies or the interpretation, application and/or enforcement thereof (including environmental, labour and safety laws and regulations) by governmental authorities may adversely affect the Group's business

The Group's operations in various countries are subject to the laws and regulations of these countries including those relating to environmental, labour and safety matters. In the event of a breach of any of such laws or regulations due to an act or omission by a subsidiary in the Group, it will be subject to the relevant penalties prescribed thereunder. Any changes to such laws or regulations or changes in the manner of interpretation, application, enforcement and/or implementation of such laws or regulations including those relating to environmental protection, labour benefits or quota (for instance, foreign-local worker ratio) or safety measures, could materially and adversely impact the Group's operations and/or financial position if they were to result in an increase in production or compliance costs or increase the potential liability to which the Group may be subject for any failure to comply with such laws or regulations.

The Group has benefited from tax incentives and tax exemptions, which may expire or be revoked or changed in the future

Some of the Group's subsidiaries have benefited from tax incentives or tax exemptions extended by governmental authorities such as the authorities in the PRC. However, any of these tax incentives or tax exemptions could be reduced or eliminated by the authorities at any time. Further, the Group's operations may be subject to new or higher taxes or levies. Any such reduction, elimination or expiration of the Group's tax incentives or tax exemptions, increase in taxes and/or introduction of new taxes could have an adverse effect on the Group's net income after taxes.

Global or regional economic, political and social conditions could adversely affect the Group's business and operating results

External factors such as economic deterioration, financial crisis, terrorist attacks, acts of war or geopolitical or social turmoil in countries that serve as markets for the Group's products could materially and adversely affect its business and operating results. Such factors could make it difficult for the Group's customers, its suppliers and the Group to accurately plan future business activities, which could in turn adversely impact the Group's sales.

RISKS RELATED TO AN INVESTMENT IN OUR SHARES AND TO THE RIGHTS ISSUE

The price of our Shares may be volatile, which could result in substantial losses for investors subscribing for our Shares

The trading price of our Shares could be subject to fluctuations in response to our results of operations, changes in general economic conditions, changes in accounting principles or other developments affecting us, our customers or our competitors, our involvement in litigation, additions or departures in key personnel, any announcements by us of corporate developments, changes in financial estimates by securities analysts, the operating and stock price performance of other companies and other events or factors. Volatility in the price of our Shares may be caused by factors outside our control and may be unrelated or disproportionate to our operating results.

Shareholders who do not or are not able to accept, or otherwise trade the provisional allotment of their entitlements under the Rights Issue may experience a dilution in their ownership of the Company

If Shareholders do not or are not able to accept, or otherwise trade the provisional allotment of their entitlements under the Rights Issue, their proportionate ownership of the Company may be reduced. This may also result in a dilution in the value of their Shares.

The Rights Issue may affect our Share price

Due to the increase in the number of issued Shares pursuant to the Rights Issue, there can be no assurance that the price of our Shares will be maintained at the present level following the Rights Issue.

Investors may experience future dilution in the value of their Shares

The Superior Multi-Packaging (2001) Executives' Share Option Scheme provides that if a variation in the issued share capital of the Company by way of, *inter alia*, a rights issue shall take place, then the subscription price and/or the class and/or number of Shares comprised in unexercised options and/or the class and/or number of Shares over which options may be granted under the scheme shall be adjusted in such manner as the committee administering the scheme may determine to be appropriate and which is confirmed by the auditors of the Company to be in their opinion fair and reasonable. When such adjustment takes place (after the Rights Issue), the percentage ownership of existing Shareholders may be reduced and existing Shareholders may experience dilution in the value of their Shares.

In addition, the Company may need to raise additional funds in the future to finance the repayment of borrowings, expansion of new developments relating to the Group's existing operations and/or future investments. If additional funds are raised through the issuance by the Company of new Shares or convertible securities (which are subsequently converted into new Shares) other than on a *pro rata* basis to existing Shareholders, the percentage ownership of existing Shareholders may be reduced and existing Shareholders may experience dilution in the value of their Shares.

An active trading market in the "nil-paid" rights may not develop

There is no certainty that an active trading market for the "nil-paid" rights on the SGX-ST will develop during the trading period for such nil-paid rights entitlements. Even if an active market develops, the trading price of the "nil-paid" rights, which depends on the trading price of the Shares, may be volatile.

CAUTIONARY NOTE ON FORWARD-LOOKING STATEMENTS

All statements contained in this Offer Information Statement, statements made in public announcements, press releases and oral statements that may be made by the Company or its Directors, officers or employees acting on its behalf, that are not statements of historical fact, constitute "forward-looking statements". Some of these statements can be identified by words such as, without limitation, "anticipate", "believe", "could", "estimate", "expect", "forecast", "if", "intend", "may", "plan", "possible", "probable", "project", "should", "will" and "would" or other similar words. However, these words are not the exclusive means of identifying forward-looking statements. All statements regarding the Group's expected financial position, operating results, business strategies, plans and prospects are forward-looking statements. These forward-looking statements, including but not limited to statements as to the Group's revenue and profitability, prospects, future plans and other matters discussed in this Offer Information Statement regarding matters that are not historical facts, are only predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Group's actual results, performance or achievements to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements.

Given the risks, uncertainties and other factors that may cause the Group's actual future results, performance or achievements to be materially different from that expected, expressed or implied by the forward-looking statements in this Offer Information Statement, undue reliance must not be placed on these statements. The Group's actual results, performance or achievements may differ materially from those anticipated in these forward-looking statements. Neither the Company nor any other person represents or warrants that the Group's actual future results, performance or achievements will be as discussed in those statements.

Further, the Company and the Manager disclaims any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances for any reason, even if new information becomes available or other events occur in the future. Where such developments, events or circumstances occur and are material, or are required to be disclosed by law and/or the SGX-ST, the Company may make an announcement via SGXNET and, if required, lodge a supplementary or replacement document with the Authority.

The Company is also subject to the provisions of the Listing Manual regarding corporate disclosure.

SHAREHOLDING LIMITS

The Code regulates the acquisition of ordinary shares of public companies, including the Company. Except with the consent of the Securities Industry Council, where:

(i) any person acquires whether by a series of transactions over a period of time or not, shares which (taken together with shares held or acquired by parties acting in concert with him) carry 30% or more of the voting rights of the Company; or

(ii) any person who, together with parties acting in concert with him, holds not less than 30% but not more than 50% of the voting rights in the Company and such person, or any party acting in concert with him, acquires in any period of six (6) months additional shares carrying more than 1% of the voting rights,

such person must extend a mandatory take-over offer immediately to the Shareholders for the remaining Shares in the Company in accordance with the provisions of the Code. In addition to such person, each of the principal members of the group of parties acting in concert with him may, according to the circumstances of the case, have the obligation to extend an offer.

The Relevant Shareholders have interest in 40.27% of the Existing Share Capital as at the Latest Practicable Date. Pursuant to the Irrevocable Undertaking, SMPI will subscribe or procure its registered holder to subscribe, in full and pay for its entitlement to the Rights Shares under the Rights Issue, representing an aggregate of 73,246,133 Rights Shares and make excess applications to subscribe for the balance of the Rights Shares which are not subscribed by the other Shareholders under the Rights Issue up to a maximum of 45,454,545 Rights Shares. Accordingly, depending on the level of subscriptions for the Rights Issue by other Shareholders, the Relevant Shareholders and parties acting in concert with them (if any) may be obliged to make a mandatory offer under the Code arising from SMPI's subscription of the Rights Shares and/or excess Rights Shares.

However, on 7 May 2010, the SIC waived the obligation of the Relevant Shareholders and/or their concert parties to make such mandatory offer under the Code arising from SMPI's subscription of Rights Shares pursuant to the Irrevocable Undertaking, subject to certain conditions, including, *inter alia*, the adoption of the Whitewash Resolution by Independent Shareholders at the EGM. The Independent Shareholders have since approved the Whitewash Resolution at the EGM.

Shareholders who are in doubt as to their obligations, if any, to make a mandatory take-over offer under the Code as a result of any acquisition of Rights Shares pursuant to the Rights Issue should consult the Securities Industry Council and/or their professional advisers.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SHARES AND DEBENTURES) REGULATIONS 2005

PART II - IDENTITY OF DIRECTORS, ADVISERS AND AGENTS

Directors

1. Provide the names and addresses of each of the directors or equivalent persons of the relevant entity

Names of Directors	Address
Tan Chin Tiong (Non-Executive Chairman)	52 Kingsmead Road Singapore 267996
Ng Chok Say (Deputy Chairman)	1 Kim Seng Walk #24-06 Singapore 239403
Wang Gee Hock (Executive Director/Chief Executive Officer)	254 Compassvale Road #05-702 Singapore 540254
Goh Chuen Jin (Non-Executive Director)	75 Watten Estate Road Watten Hill Singapore 287556
Tay Puan Siong (Independent Director)	3 Holland Grove Avenue Holland Grove Park Singapore 278921
Loh Han Tong (Independent Director)	2 Watten Drive Watten Estate Singapore 287638
Ng Lay Leng (Alternate Director to Ng Chok Say)	1 Kim Seng Walk #24-06 Singapore 239403
Lim Chee Ho (Alternate Director to Goh Chuen Jin)	Blk 111 Hougang Avenue 1 #03-1072 Singapore 530111

Advisers

2. Provide the names and addresses of -

(a) the issue manager to the offer, if any;

Kim Eng Corporate Finance Pte. Ltd.
9 Temasek Boulevard
#39-00 Suntec Tower Two
Singapore 038989

(b) the underwriter to the offer, if any; and

Not applicable - the Rights Issue is not underwritten.

(c) the legal adviser for or in relation to the offer, if any.

Aptus Law Corporation
3 Shenton Way
#07-01 Shenton House
Singapore 068805

Registrars and Agents

3. Provide the names and addresses of the relevant entity's registrars, transfer agents and receiving bankers for the securities being offered, where applicable.

Share Registrar	:	M & C Services Private Limited 138 Robinson Road #17-00 The Corporate Office Singapore 068906
Receiving Banker	:	United Overseas Bank Limited 80 Raffles Place UOB Plaza 1 Singapore 048624

PART III - OFFER STATISTICS AND TIMETABLE

Offer Statistics

1. For each method of offer, state the number of the securities being offered.

Method of Offer	:	Renounceable non-underwritten rights issue of Rights Shares
Basis of Allotment	:	One (1) Rights Share for every one (1) existing Share held by the Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded
Number of Rights Shares	:	Between a minimum of 118,700,678 Rights Shares (assuming the Minimum Subscription Scenario) and up to a maximum of 202,428,000 Rights Shares (assuming the Maximum Subscription Scenario)

Method and Timetable

2. Provide the information referred to in paragraphs 3 to 7 of this Part to the extent applicable to —

(a) the offer procedure; and

(b) where there is more than one group of targeted potential investors and the offer procedure is different for each group, the offer procedure for each group of targeted potential investors.

Please see paragraphs 3 to 7 below.

3. State the time at, date on, and period during which the offer will be kept open, and the name and address of the person to whom the purchase or subscription applications are to be submitted. If the exact time, date or period is not known on the date of lodgment of the offer information statement, describe the arrangements for announcing the definitive time, date or period. State the circumstances under which the offer period may be extended or shortened, and the duration by which the period may be extended or shortened. Describe the manner in which any extension or early closure of the offer period shall be made public.

Please refer to the section entitled "**Expected Timetable of Key Events**" of this Offer Information Statement.

The procedures for, and the terms and conditions applicable to, acceptances, renunciation and/or sales of the provisional allotments of Rights Shares and for the applications for excess Rights Shares, including the different modes of acceptance or application and payment, are contained in Appendices 1, 2 and 3 to this Offer Information Statement and in the PAL, the ARE and the ARS.

As at the Latest Practicable Date, the Company does not expect the timetable under the section entitled "**Expected Timetable of Key Events**" of this Offer Information Statement to be modified. However, the Company may, in consultation with the Manager and (if necessary) with the approval of the SGX-ST and CDP, 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.

4. State the method and time limit for paying up for the securities and, where payment is to be partial, the manner in which, and dates on which, amounts due are to be paid.

The Rights Shares are payable in full upon acceptance and/or application. The last date and time for acceptances, excess applications and payments for the Rights Shares is on 19 August 2010 at 5.00 p.m. or, in the case of acceptances, excess applications and payments through an ATM of a Participating Bank, on 19 August 2010 at 9.30 p.m. Details of the methods of payment for the Rights Shares are contained in Appendices 1, 2 and 3 to this Offer Information Statement.

Please refer to the section entitled "**Expected Timetable of Key Events**" of this Offer Information Statement for further details.

5. State, where applicable, the methods of and time limits for —

(a) the delivery of the documents evidencing title to the securities being offered (including temporary documents of title, if applicable) to subscribers or purchasers; and

(b) the book-entry transfers of the securities being offered in favour of subscribers or purchasers.

The Rights Shares will be provisionally allotted to Entitled Shareholders on or about 4 August 2010 by crediting the provisional allotments of Rights Shares into the Securities Account of the respective Entitled Depositors based on their respective shareholdings in the Company as at the Books Closure Date or through the despatch of the PALs to Entitled Scripholders.

In the case of Entitled Scripholders and their renouncees with valid acceptances and successful applications of excess Rights Shares and who have, *inter alia*, failed to furnish or furnished incorrect or invalid Securities Account numbers in the relevant form in the PAL, physical share certificates representing such number of Rights Shares will be despatched to such Entitled Scripholder by ordinary post, at their own risk, to their mailing addresses in Singapore as maintained with the Share Registrar within ten (10) Market Days after the Closing Date.

In the case of Entitled Depositors, Purchasers and Entitled Scripholders and their renouncees (who have furnished valid Securities Account numbers in the relevant form comprised in the PAL) following the receipt of their valid acceptances and/or successful applications of excess Rights Shares and payments for the Rights Shares and excess Rights Shares, as the case may be, by the Closing Date, physical share certificate(s) representing such number of Rights Shares will be registered in the name of CDP or its nominee and despatched to CDP within ten (10) Market Days after the Closing Date. CDP will then credit such number of Rights Shares to their relevant Securities Accounts. Thereafter, CDP will send a notification letter to the relevant subscribers, at his own risk, stating the number of Rights Shares that have been credited to their Securities Account within fourteen (14) days after the Closing Date.

Please refer to Appendices 1, 2 and 3 to this Offer Information Statement and the PAL, the ARE and the ARS for further details.

6. **In the case of any pre-emptive rights to subscribe for or purchase the securities being offered, state the procedure for the exercise of any right of pre-emption, the negotiability of such rights and the treatment of such rights which are not exercised.**

Not applicable. No pre-emptive rights have been offered.

7. **Provide a full description of the manner in which results of the allotment or allocation of the securities are to be made public and, where appropriate, the manner for refunding excess amounts paid by applicants (including whether interest will be paid).**

Results of the Rights Issue

As soon as practicable after the Closing Date, the Company will publicly announce the results of the allotment or the allocation of the Rights Issue through a SGXNET announcement to be posted on the SGX-ST's website at http://www.sgx.com.

Manner of Refund

When any acceptance for Rights Shares and/or excess application is invalid or unsuccessful, in full or in part, the amount paid on acceptance and/or application will be returned or refunded to such applicants without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days after the Closing Date by any one or a combination of the following:

(i) by means of a crossed cheque drawn in Singapore currency on a bank in Singapore (where the acceptance and/or application is through CDP or the Share Registrar) to their mailing addresses in Singapore as maintained with CDP or the Share Registrar by ordinary post at their own risk; or

(ii) crediting their bank accounts with the relevant Participating Banks (where acceptance and/or application is through Electronic Application) at their own risk, the receipt by such bank being a good discharge of the Company's, the Manager's and CDP's obligations; or

in such other manner as they may have agreed with CDP for the payment of any cash distributions.

Please refer to Appendices 1, 2 and 3 to this Offer Information Statement for details of refunding excess amounts paid by applicants.

PART IV - KEY INFORMATION

Use of Proceeds from Offer and Expenses Incurred

1. **In the same section, provide the information set out in paragraphs 2 to 7 of this Part.**

Please see information set out in paragraphs 2 to 7 below.

2. **Disclose the estimated amount of the proceeds from the offer (net of the estimated amount of expenses incurred in connection with the offer) (referred to in this paragraph and paragraph 3 of this Part as the net proceeds). Where only a part of the net proceeds will go to the relevant entity, indicate the amount of the net proceeds that will be raised by the relevant entity. If none of the proceeds will go to the relevant entity, provide a statement of that fact.**

In the Minimum Subscription Scenario, the estimated net proceeds from the subscription of the Rights Issue, after deducting professional fees as well as related expenses of approximately S$0.24 million incurred in connection with the Rights Issue, is expected to be approximately S$6.29 million.

In the Maximum Subscription Scenario, the estimated net proceeds from the subscription of the Rights Issue, after deducting professional fees as well as related expenses of approximately S$0.24 million incurred in connection with the Rights Issue, is expected to be approximately S$10.89 million.

All net proceeds will go to the Company.

3. **Disclose how the net proceeds raised by the relevant entity from the offer will be allocated to each principal intended use. If the anticipated proceeds will not be sufficient to fund all of the intended uses, disclose the order of priority of such uses, as well as the amount and sources of other funds needed. Disclose also how the proceeds will be used pending their eventual utilisation for the proposed uses. Where specific uses are not known for any portion of the proceeds, disclose the general uses for which the proceeds are proposed to be applied. Where the offer is not fully underwritten on a firm commitment basis, state the minimum amount which, in the reasonable opinion of the directors or equivalent persons of the relevant entity, must be raised by the offer of securities.**

The Rights Issue will provide the Shareholders with the opportunity to obtain further equity participation in the Company by subscribing for the Rights Shares and enhance the ability of the Group to tap the growth potential in Asia.

The Company intends to use up to S$2.0 million of the net proceeds of the Rights Issue for overseas expansion plan to be determined and any balance of the net proceeds for the general working capital of the Group.

The Company will announce any material disbursements of the net proceeds via SGXNET as and when such disbursements occur and provide status report on the specific utilisation of the proceeds arising from the issue of the Rights Shares in its annual report.

Pending the deployment of the net proceeds from the Rights Issue, the net proceeds may be deposited with banks and/or financial institutions, invested in short-term money market instruments and/or marketable securities, or used for any other purpose on a short-term basis, as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

The Directors are of the opinion that, after taking into consideration the present bank facilities available, the working capital available to the Group is sufficient to meet its present funding requirements. There is thus no minimum amount which must be raised from the Rights Issue.

4. **For each dollar of the proceeds from the offer that will be raised by the relevant entity, state the estimated amount that will be allocated to each principal intended use and the estimated amount that will be used to pay for expenses incurred in connection with the offer.**

In the Maximum Subscription Scenario, gross proceeds amounting to approximately S$11.13 million will be raised. For each dollar of such proceeds from the Rights Issue:

(i) approximately 2.2 cents will be used for professional fees as well as related expenses incurred in connection with the Rights Issue;

(ii) approximately 18.0 cents will be used for overseas expansion plan to be determined; and

(iii) approximately 79.8 cents will be used for the general working capital of the Group.

In the Minimum Subscription Scenario, gross proceeds amounting to approximately S$6.53 million will be raised. For each dollar of such proceeds from the Rights Issue:

(i) approximately 3.7 cents will be used for professional fees as well as related expenses incurred in connection with the Rights Issue;

(ii) approximately 30.6 cents will be used for overseas expansion plan to be determined; and

(iii) approximately 65.7 cents will be used for the general working capital of the Group.

5. **If any of the proceeds to be raised by the relevant entity will be used, directly or indirectly, to acquire or refinance the acquisition of an asset other than in the ordinary course of business, briefly describe the asset and state its purchase price. If the asset has been or will be acquired from an interested person of the relevant entity, identify the interested person and state how the cost to the relevant entity is or will be determined.**

   Not applicable. The proceeds from the Rights Issue will not be used, directly or indirectly, to acquire or refinance the acquisition of an asset that is not in the ordinary course of business.

6. **If any of the proceeds to be raised by the relevant entity will be used to finance or refinance the acquisition of another business, briefly describe the business and give information on the status of the acquisition.**

   Not applicable. The proceeds from the Rights Issue will not be used to finance or refinance the acquisition of another business.

7. **If any material part of the proceeds to be raised by the relevant entity will be used to discharge, reduce or retire the indebtedness of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, of the group, describe the maturity of such indebtedness and, for indebtedness incurred within the past year, the uses to which the proceeds giving rise to such indebtedness were put.**

   Not applicable. No material part of the proceeds from the Rights Issue will be used to discharge, reduce or retire the indebtedness of the Group.

8. **In the section containing the information referred to in paragraphs 2 to 7 of this Part or in an adjoining section, disclose the amount of discount or commission agreed upon between the underwriters or other placement or selling agents in relation to the offer and the person making the offer. If it is not possible to state the amount of discount or commission, the method by which it is to be determined must be explained.**

   Not applicable. The Rights Issue is not underwritten and no placement or selling agents have been appointed in relation to the Rights Issue.

Information on the Relevant Entity

9. **Provide the following information:**

   (a) **the address and telephone and facsimile numbers of the relevant entity's registered office and principal place of business (if different from those of its registered office);**

Registered Office	**Principal place of business**
3 Shenton Way #07-01 Shenton House Singapore 068805	7 Benoi Sector Singapore 629842
Telephone number: (65) 6323 0900 Facsimile number: (65) 6323 0922	Telephone number: (65) 6268 3933 Facsimile number: (65) 6265 7151

(b) the nature of the operations and principal activities of the relevant entity or, if it is the holding company or holding entity of a group, of the group;

The Company was incorporated in Singapore on 28 July 1979 as a private company limited by shares under the name of Superior Metal Printing Pte. Ltd. On 19 July 1990, it was converted to a public company under the name of Superior Metal Printing Limited. The Company was subsequently listed on the SGX-SESDAQ (now known as Catalist) on 4 September 1990 and was transferred to the Main Board of the SGX-ST on 11 August 1993. On 30 May 2000, the Company's name was changed from Superior Metal Printing Limited to Superior Multi-Packaging Limited.

The Group has two (2) principal business lines, namely, metal packaging and flexible packaging. A brief description of the principal business activities of the Group is as follows:

(i) Metal Packaging

Producing metal packaging in the form of high-quality pails and cans for the paint, chemical, petrochemical, marine and edible oil industries as well as customised metal printing services.

(ii) Flexible Packaging

Manufacturing a wide range of customised flexible packaging materials that cater to the food and beverage, healthcare and pharmaceutical and other industries.

As at the Latest Practicable Date, the significant subsidiaries of the Company and their principal activities are as follows:

Name of subsidiary	Principal activities	Country of incorporation	Effective interest held by the Group (%)
Superior Investments Holdings Pte. Ltd.	Act as intermediate holding company for the Company's business investments	Singapore	100.0
Hoover Stainless Pte Ltd	Manufacture, fabrication and sale of stainless steel products	Singapore	96.3
Kunshan Huade Metal Packaging Container Co., Ltd	Production of metal containers	PRC	100.0
Langfang Huade Metal Packaging Container Co., Ltd	Customised metal printing	PRC	100.0
Superior (Langfang) Multi-Packaging Co., Ltd	Production of metal containers	PRC	100.0
Superior (Tianjin) Multi-Packaging Co., Ltd	Production of metal containers	PRC	100.0
Superior Precision Moulds & Packaging Container (Shanghai) Co., Ltd	Production of metal containers	PRC	100.0

Name of subsidiary	Principal activities	Country of incorporation	Effective interest held by the Group (%)
Neo Tech Packaging (Shanghai) Co., Ltd	Production of laminated metal plate	PRC	95.0
Superior Metal Printing (Huiyang) Company Ltd	Production of metal containers	PRC	100.0
Guangzhou Superior Multi-Packaging Co., Ltd	Production of metal containers	PRC	100.0
Superior (Chengdu) Multi-Packaging Co., Ltd	Production of metal containers	PRC	100.0
Shanghai Hoover Stainless Steel Co., Ltd	Manufacture, fabrication and sale of stainless steel products	PRC	96.3
Zhejiang Gaote Metal Decorating Co., Ltd	Metal color printing, decoration and sale of metal tinplates	PRC	100.0
Superior Metal Printing Phils., Inc	Sale of packaging and metal containers	The Philippines	100.0
Superior Multi-Packaging (Vietnam) Co., Ltd	Production of metal containers and plastic pails	Vietnam	100.0

(c) the general development of the business from the beginning of the period comprising the 3 most recent completed financial years to the latest practicable date, indicating any material change in the affairs of the relevant entity or the group, as the case may be, since —

(i) the end of the most recent completed financial year for which financial statements of the relevant entity have been published; or

(ii) the end of any subsequent period covered by interim financial statements, if interim financial statements have been published;

General Developments in FY2007

a. On 28 March 2007, the Company announced that the relevant Chengdu authorities approved the increase in the registered capital of its wholly-owned PRC subsidiary, Superior (Chengdu) Multi-Packaging Co., Ltd from US$700,000 to US$1.4 million. Similarly, the total investment amount was increased from US$1 million to US$2 million.

b. On 2 May 2007, the Company announced the appointment of Ms Ng Lay Leng as the Alternate Director to Mr Ng Chok Say. Ms Ng Lay Leng is the daughter of Mr Ng Chok Say.

c. On 30 July 2007, the Company announced the increase of its shareholding in its subsidiary, Hoover Stainless Pte Ltd ("**HSPL**") from 80% to 96.3% arising from the subscription of 20,000,000 rights shares pursuant to a non-renounceable rights issue by HSPL on the basis of 50 rights shares for every existing 9 shares held by the Company at S$0.10 per share. An amount of S$2,000,000 being the shareholder's loan due from HSPL to the Company was capitalised as subscription monies for the rights shares.

d. On 25 October 2007, the Company announced that Mr Goh Hup Jin, the Chairman of the Board, took leave of absence for a period of 6 months commencing 25 October 2007. Prof Tan Chin Tiong was appointed the Acting Chairman of the Board and the Executive Committee during the period of Mr Goh Hup Jin's absence from the Company.

General Developments in FY2008

a. On 1 January 2008, the Company announced that after the acquisition of the remaining stakes in Langfang Huade Metal Packaging Container Co., Ltd ("**Langfang Huade**") and Langfang Huade Xinya Co., Ltd ("**Langfang Xinya**") in 2006, the Company undertook a critical examination of the respective business and operations of both wholly-owned subsidiaries of the Group engaged in customised metal printing and manufacturing of pails and cans. The evaluation was done with a view to rationalising, streamlining and enhancing operational efficiency and production processes while at the same time lowering and controlling overall manufacturing costs. Following the evaluation and to further align its resources efficiently, the Company resolved that the entire business and operations of Langfang Xinya would be undertaken by Langfang Huade. The business, assets and liabilities of Langfang Xinya shall be transferred to and/or assumed by Langfang Huade at their net tangible asset value of approximately S$1.2 million. Upon completion of the restructuring exercise, Langfang Xinya will cease operations and be eventually deregistered. The Company also announced that it had undertaken a capital injection of a further US$860,000 by way of profit reinvestment to fund the business expansion of Superior (Langfang) Multi-Packaging Co., Ltd ("**SMP Langfang**"), a wholly-owned subsidiary of the Group. Following such capital injection, SMP Langfang has a resultant registered capital contribution of US$2,360,000.

b. On 4 March 2008, the Company announced the appointment of Mr Wang Gee Hock as the Executive Director and Chief Executive Officer. Mr Wang Gee Hock was previously the Company's Group General Manager. Mr Wang Gee Hock joined the Company in 1999.

c. On 9 May 2008, the Company announced that its subsidiary, Neo Tech Packaging (Shanghai) Co., Ltd ("**NTP**"), increased its registered and paid-up share capital from US$1,200,000 to US$1,800,000. In connection therewith, the Company injected a cash sum of US$570,000 into the capital of NTP, bringing its total investment in NTP to US$1,710,000. The Company's shareholding in NTP remained at 95% with the balance 5% held by Jin Yi Xin Pte Ltd.

d. On 26 June 2008, the Company announced that it incorporated a wholly-owned subsidiary, Guangzhou Superior Multi-Packaging Co., Ltd ("**GZSMP**") in Guangzhou, PRC with a registered share capital of US$1,400,000. The principal activities of GZSMP are the manufacture and sale of metal pails and cans.

e. On 31 July 2008, the Company announced that the Board of Directors of the Company (the "**Board**") was advised by Mr Ong Chow Hong ("**Mr Ong**"), a non-executive and independent director of the Company, that he had, on 31 July 2008, been charged under Section 157(1) of the Companies Act for failing to use reasonable diligence in the discharge of his duties as a director of Airocean Group Limited ("**Airocean**") by approving the release of an announcement by Airocean to the SGX-ST on 25 November 2005 without having sight or knowledge of the contents of the announcement. Mr Ong informed the Board that he would be seeking legal representation on the charge.

f. On 29 August 2008, the Company announced that Mr Goh Hup Jin stepped down as Non-Executive Chairman of the Company due to his personal and heavy business commitments and that the Board appointed Professor Tan Chin Tiong as the Non-Executive Chairman of the Company. The composition of the Board committees was reshuffled and changed accordingly as follows:

Executive Committee

Prof Tan Chin Tiong appointed as Chairman in place of Mr Goh Hup Jin.
Existing Members: Mr Ng Chok Say (Member) and Mr Wang Gee Hock (Member)

Executive Resource & Compensation Committee

Mr Goh Hup Jin appointed as member in place of Prof Tan Chin Tiong.
Existing Members: Mr Tay Puan Siong (Chairman) and Prof Loh Han Tong (Member)

g. On 28 October 2008, the Company announced that Mr Goh Hup Jin, a non-executive director of the Board, took leave of absence for a period of 6 months commencing 20 October 2008 to attend to certain urgent personal matters.

General Developments in FY2009

a. On 29 August 2009, the Company announced that further to the announcement made on 31 July 2008 in relation to a notification by Mr Ong that he had been charged under Section 157(1) of the Companies Act. Mr Ong informed the Company that he pleaded guilty to the charge and was sentenced on 27 August 2009. The Court imposed a fine of S$4,000.00 with a disqualification order against him in acting as a company director for a period of one year. Mr Ong filed a notice of appeal and pending appeal, he was granted a stay of execution of the disqualification order. Mr Ong continued to act as director of the Company until further order by the Court.

b. On 10 December 2009, the Company announced that it incorporated a wholly-owned subsidiary, Superior (Tianjin) Multi-Packaging Co., Ltd ("**SMP Tianjin**") in Tianjin, PRC with a registered capital contribution of US$6,000,000. The capital contribution will be remitted over a two-year period with an initial capital injection of 15% equivalent to US$900,000. SMP Tianjin's main activities are the manufacturing and sale of metal drums, pails and cans. SMP Tianjin's factory is strategically located near the Company's major customers.

General Developments from 1 January 2010 to the Latest Practicable Date

a. On 17 March 2010, the Company announced that it incorporated a wholly-owned subsidiary, Superior Investments Holdings Pte. Ltd. ("**SIHPL**") in Singapore with an issued and paid-up share capital of S$500,000 comprising 500,000 ordinary shares. SIHPL will act as an intermediate holding company for the Company's future business investments in Asia and beyond.

b. On 25 March 2010, the Company announced that its wholly-owned subsidiary, Superior Precision Moulds & Packaging Container (Shanghai) Co., Ltd ("**SMP Shanghai**"), entered into a sale and purchase agreement to acquire 100% of the share capital of Zhejiang Gaote Metal Decorating Co., Ltd ("**ZGMD**") for a consideration of RMB8.8 million or approximately S$1.8 million ("**Acquisition**"), subject *inter alia*, to satisfactory completion of the Acquisition by the due approval of and registration with the relevant PRC authorities.

c. On 31 March 2010, the Company further announced that the sale and purchase agreement for the Acquisition was signed on 25 March 2010.

d. On 26 April 2010, the Company announced that Mr Ong retired as a director of the Company pursuant to Section 153(6) of the Companies Act and did not submit himself for re-election.

e. On 3 May 2010, the Company announced that following the retirement of Mr Ong, the Board committees were reconstituted as follows:

Executive Committee

Prof Tan Chin Tiong (Chairman)
Mr Ng Chok Say (Member)
Assoc Prof Loh Han Tong (Member)
Mr Wang Gee Hock (Member)

Audit Committee

Mr Tay Puan Siong (Chairman)
Assoc Prof Loh Han Tong (Member)
Prof Tan Chin Tiong (Member)

Nominating Committee

Prof Tan Chin Tiong (Chairman)
Mr Goh Hup Jin (Member)
Mr Tay Puan Siong (Member)

Executive Resource and Compensation Committee

Mr Tay Puan Siong (Chairman)
Assoc Prof Loh Han Tong (Member)
Mr Goh Hup Jin (Member)

f. On 14 May 2010, the Company announced that the registered and paid-up capital of its wholly owned subsidiary, SMP Shanghai, was increased from US$3.5 million to US$5 million by way of the Company's injection of US$1.5 million in cash towards the capital of SMP Shanghai. The Company also disclosed that the relevant PRC authorities approved the Acquisition announced on 25 March 2010 and that ZGMD received approval to increase its registered and paid-up capital from RMB5.8 million to RMB10.8 million by way of an injection of additional RMB5 million in cash by SMP Shanghai towards the capital of ZGMD.

g. On 19 May 2010, the Company announced that it was proposing to undertake the Rights Issue, the principal terms of which are described in the section entitled "**Summary of the Rights Issue**".

h. On 23 June 2010, the Company announced that approval in-principle was obtained from SGX-ST for the dealing in, listing and quotation of the Rights Shares on the Main Board of SGX-ST, subject to certain conditions. The approval in-principle is not to be taken as an indication of the merits of the Company, its subsidiaries, the Shares, the Rights Issue or the Rights Shares.

i. On 28 June 2010, the Company announced the appointment of Mr Goh Chuen Jin as a non-executive director of the Company in place of Mr Goh Hup Jin, the appointment of Mr Lim Chee Ho as alternate director to Mr Goh Chuen Jin and the reconstitution of the Board Committees as follows:

Executive Committee

Prof Tan Chin Tiong (Chairman)
Mr Ng Chok Say (Member)
Assoc Prof Loh Han Tong (Member)
Mr Wang Gee Hock (Member)

Audit Committee

Mr Tay Puan Siong (Chairman)
Assoc Prof Loh Han Tong (Member)
Prof Tan Chin Tiong (Member)

Nominating Committee

Prof Tan Chin Tiong (Chairman)
Mr Tay Puan Siong (Member)
Mr Goh Chuen Jin (Member)

Executive Resource and Compensation Committee

Mr Tay Puan Siong (Chairman)
Assoc Prof Loh Han Tong (Member)
Mr Goh Chuen Jin (Member)

j. On 21 July 2010, the Rights Issue and the Whitewash Resolution were approved without modifications at the EGM.

Save as disclosed above, there have been no material changes in the affairs of the Group since the end of FY2009.

(d) the equity capital and the loan capital of the relevant entity as at the latest practicable date, showing —

(i) in the case of the equity capital, the issued capital; or

(ii) in the case of the loan capital, the total amount of the debentures issued and outstanding, together with the rate of interest payable thereon;

As at the Latest Practicable Date, the equity capital and loan capital of the Company is as follows:

Issued and paid up share capital	:	S$45,289,431 divided into 181,878,000 Shares
Loan capital	:	Nil

(e) where —

(i) the relevant entity is a corporation, the number of shares of the relevant entity owned by each substantial shareholder as at the latest practicable date; or

(ii) the relevant entity is not a corporation, the amount of equity interests in the relevant entity owned by each substantial interest-holder as at the latest practicable date;

The interests of the Substantial Shareholders, as extracted from the Register of Substantial Shareholders, as at the Latest Practicable Date are set out below:

Substantial Shareholders	Direct Interest No. of Shares	%[1]	Deemed Interest No. of Shares	%[1]	Total Interest No. of Shares	%[1]
Ng Chok Say	24,188,017	13.30	–	–	24,188,017	13.30
SMPI[2]	73,246,133	40.27	–	–	73,246,133	40.27
Rainbow Light Limited	–	–	73,246,133	40.27	73,246,133	40.27
Thurloe Limited	–	–	73,246,133	40.27	73,246,133	40.27
Wuthelam Holdings Limited	–	–	73,246,133	40.27	73,246,133	40.27
Nipsea Holdings International Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nipsea Chemical Co Ltd (S.K.)	–	–	73,246,133	40.27	73,246,133	40.27
Nipsea Chemical (Shanghai) Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Exim 66 Enterprise Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint Philippines Inc	–	–	73,246,133	40.27	73,246,133	40.27
Nipsea Holdings (M'sia) Sdn Bhd (in liquidation)	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint (Thailand) Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint (Singapore) Co Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint (Vietnam) Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Hua Joo Seng Enterprise Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint (M'sia) Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Nipsea Hardware (M) Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Regional Business Publication Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Quality Polymer Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Desa Baiduri Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Paint Marketing Co (M) Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Nipsea Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint (China) Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint (HK) Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Langfang Nippon Paint Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Suzhou Nippon Paint Yashili Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Guangzhou Nippon Paint Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint Guangdong Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Wuthelam International Investment Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Wuthelam Industries (S) Pte Ltd (in members' voluntary liquidation)	–	–	73,246,133	40.27	73,246,133	40.27
Delteq (M) Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27

Substantial Shareholders	Direct Interest No. of Shares	%[1]	Deemed Interest No. of Shares	%[1]	Total Interest No. of Shares	%[1]
Wuthelam Holdings Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Nipsea Technologies Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Jonesworld Industries Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Ritsuji Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Castle Development Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Yenom Holdings Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Yenom Industries Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Yenom Labelstocks Pty Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Yenom (Thailand) Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Yenom Industries Malaysia Sdn Bhd	–	–	73,246,133	40.27	73,246,133	40.27
Sea Farer Venture Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Yenomland Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Eastside Development Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Northland Industries Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Red Star Development Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Skyland Venture Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Paint Marketing Co Philippines Inc	–	–	73,246,133	40.27	73,246,133	40.27
PMC (TU) Inc	–	–	73,246,133	40.27	73,246,133	40.27
PCTS Specialty Chemicals Pte Ltd	–	–	73,246,133	40.27	73,246,133	40.27
First Industries Corp	–	–	73,246,133	40.27	73,246,133	40.27
Wigetworks Pte Limited	–	–	73,246,133	40.27	73,246,133	40.27
Nippon Paint (Chongqing) Chemical Co Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Suzhou Nippon Paint Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Yenom Labelstocks Pty (Sydney) Ltd	–	–	73,246,133	40.27	73,246,133	40.27
Epimetheus Limited	–	–	73,246,133	40.27	73,246,133	40.27

Notes:

(1) Based on 181,878,000 issued Shares as at the Latest Practicable Date.

(2) All the corporations listed below SMPI in the table are deemed interested in all the Shares held by SMPI by virtue of Section 7 of the Companies Act.

(f) any legal or arbitration proceedings, including those which are pending or known to be contemplated, which may have, or which have had in the 12 months immediately preceding the date of lodgment of the offer information statement, a material effect on the financial position or profitability of the relevant entity or, where the relevant entity is a holding company or holding entity of a group, of the group;

As at the date of lodgment of this Offer Information Statement, the Directors are not aware of any legal or arbitration proceedings to which any member of the Group is a party or which is pending or known to be contemplated, which may have, or which have had in the 12 months immediately preceding the date of lodgment of this Offer Information Statement, a material effect on the financial position or profitability of the Group.

(g) where any securities or equity interests of the relevant entity have been issued within the 12 months immediately preceding the latest practicable date —

(i) if the securities or equity interests have been issued for cash, state the prices at which the securities have been issued and the number of securities or equity interests issued at each price; or

(ii) if the securities or equity interests have been issued for services, state the nature and value of the services and give the name and address of the person who received the securities or equity interests; and

No securities or equity interests have been issued by the Company within the 12 months immediately preceding the Latest Practicable Date.

(h) a summary of each material contract, other than a contract entered into in the ordinary course of business, to which the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any member of the group is a party, for the period of 2 years immediately preceding the date of lodgment of the offer information statement, including the parties to the contract, the date and general nature of the contract, and the amount of any consideration passing to or from the relevant entity or any other member of the group, as the case may be.

On 25 March 2010, the Company announced that its wholly-owned subsidiary, Superior Precision Moulds & Packaging Container (Shanghai) Co., Ltd, entered into a sale and purchase agreement dated 25 March 2010 with Tongxiang Dayang Silk Co., Ltd. (桐乡市大洋丝业有限公司) and Messrs Wu Guo Gang (吴国刚) and Sun Yong Ren (孙永仁) to acquire 100% of the share capital of Zhejiang Gaote Metal Decorating Co., Ltd for a consideration of RMB8.8 million or approximately S$1.8 million.

Save as disclosed above, none of the members of the Group have entered into any material contract (not being contracts entered into in the ordinary course of business) for the period of 2 years immediately preceding the date of lodgment of this Offer Information Statement.

PART V - OPERATING AND FINANCIAL REVIEW AND PROSPECTS

Operating Results

1. Provide selected data from —

(a) the audited income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, the audited consolidated income statement of the relevant entity or the audited combined income statement of the group, for each financial year (being one of the 3 most recent completed financial years) for which that statement has been published; and

(b) any interim income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any interim consolidated income statement of the relevant entity or interim combined income statement of the group, for any subsequent period for which that statement has been published.

The audited consolidated statements of income of the Group for FY2007, FY2008 and FY2009 are as follows:

(S$'000)	**FY2007**	**FY2008**	**FY2009**
Revenue	122,409	150,676	147,242
Cost of sales	(108,723)	(135,854)	(131,632)
Gross profit	**13,686**	**14,822**	**15,610**
Other items of income			
Interest income	33	32	47
Other credits	2,297	3,452	3,875
Other items of expense			
Distribution cost	(2,573)	(3,065)	(3,901)
Administrative expenses	(8,147)	(10,172)	(9,508)
Finance cost	(889)	(991)	(1,222)
Other charges	(1,316)	(1,041)	(1,820)
Profit before tax	**3,091**	**3,037**	**3,081**
Income tax expense	(1,089)	(982)	(758)
Profit net of tax	**2,002**	**2,055**	**2,323**
Profit/(Loss) attributable to:			
Owners of parent, net of tax	2,046	2,073	2,328
Non-controlling interests, net of tax	(44)	(18)	(5)
Profit net of tax	**2,002**	**2,055**	**2,323**
Dividends declared per Share (cents)[1]	0.4	0.3	0.3
Earnings per Share ("EPS") (cents)			
Before the Rights Issue			
- basic	1.12	1.14	1.28
- diluted	1.10	1.14	1.28
After the Rights Issue			
Minimum Subscription Scenario[2]			
Weighted average number of Shares	300,578,678	300,578,678	300,578,678
EPS (cents)	0.68	0.69	0.77
Maximum Subscription Scenario[3]			
Weighted average number of Shares	404,856,000	404,856,000	404,856,000
EPS (cents)	0.51	0.51	0.58

Note:

(1) For FY2007, FY2008 and FY2009, a tax exempt dividend of 0.4 cents, 0.3 cents and 0.3 cents was declared for each of the financial years, respectively.

(2) Assumes the allotment and issue of 118,700,678 Rights Shares pursuant to the Rights Issue (based on the Minimum Subscription Scenario) at the beginning of each of FY2007, FY2008 and FY2009, and that no other adjustment has been made for any change in the weighted average number of Shares in issue during the respective financial years.

(3) Assumes the allotment and issue of 202,428,000 Rights Shares pursuant to the Rights Issue (based on the Maximum Subscription Scenario) and the full exercise of the Exercisable Share Options at the beginning of each of FY2007, FY2008 and FY2009, and that no other adjustment has been made for any change in the weighted average number of Shares in issue during the respective financial years.

2. **The data referred to in paragraph 1 of this Part shall include the line items in the audited income statement, audited consolidated income statement, audited combined income statement, interim income statement, interim consolidated income statement or interim combined income statement, as the case may be, and shall in addition include the following items:**

   (a) **dividends declared per share in both the currency of the financial statements and the Singapore currency, including the formula used for any adjustment to dividends declared;**

   (b) **earnings or loss per share; and**

   (c) **earnings or loss per share, after any adjustment to reflect the sale of new securities.**

   Please refer to paragraph 1 of this Part.

3. **In respect of —**

   (a) **each financial year (being one of the 3 most recent completed financial years) for which financial statements have been published; and**

   (b) **any subsequent period for which interim financial statements have been published,**

   provide information regarding any significant factor, including any unusual or infrequent event or new development, which materially affected profit or loss before tax of the relevant entity or, if it is the holding company or holding entity of a group, of the group, and indicate the extent to which such profit or loss before tax of the relevant entity or the group, as the case may be, was so affected. Describe any other significant component of revenue or expenditure necessary to understand the profit or loss before tax for each of these financial periods.

   A review of the operations, business and financial performance of the Group for the relevant financial years is set out below:

   FY2008 vs FY2007

   Revenue

   The Group's revenue for FY2008 rose 23.1% to S$150.7 million from S$122.4 million for FY2007, bolstered by strong growth from its metal and flexible packaging businesses.

   Sales from the metal packaging segment rose 34.5% to S$84.9 million reflecting the Group's success in broadening its customer base in Singapore and China. The flexible packaging segment also registered revenue growth of 11.3% to S$54.7 million in FY2008 on increased demand from existing customers. The higher sales figure from both business segments reflected a revision in the price of finished products, which is in line with the higher cost of raw materials such as film substrates, aluminium foil, resins and tinplates for FY2008.

   In terms of geographical revenue contribution in FY2008, Singapore and China remained the Group's key market. Singapore represented 53.6% of the Group's total revenue, sales of metal packaging products in China accounted for 42.4%, while sales in other markets, mainly in Vietnam and Philippines accounted for 4.0% of total revenue.

   Profitability

   Gross profit increased 8.3% to S$14.8 million in FY2008 from S$13.7 million in FY2007. However, gross profit margin decreased from 11.2% to 9.8%, the result of a surge in raw material prices as well as higher minimum wage requirements in China during FY2008.

Other credits increased 50.3% to S$3.4 million with increased sales of scrap materials recorded in line with increased production activities and higher scrap prices secured.

Distribution expenses rose 19.1% mainly due to higher delivery charges which were in line with increased sales. Administrative expenses rose 24.9% mainly a result of the Group increasing its overall headcount to support an enlarged customer base. Also included in these expenses were pre-operating expenses of S$0.3 million for the new Guangzhou satellite factory and higher share option expenses of S$0.42 million compared to S$0.14 million in FY2007.

Net profit attributable to owners of parent was S$2.1 million, a 1.3% increase over the S$2.0 million recorded in FY2007.

FY2009 vs FY2008

Revenue

Group revenue dipped 2.3% from S$150.7 million in FY2008 to S$147.2 million in FY2009 with lower sales from the flexible packaging segment, mitigated by higher sales from the metal packaging business.

Sales from the metal packaging segment for FY2009 rose 3.6% to S$88.3 million on the back of higher volume sales with increased demands from existing multi-national customers in China. The stronger volume had mitigated the impact of lower average selling price for metal containers in line with the lower raw material prices. Revenue from flexible packaging segment fell 13.8% to S$47.2 million due to lower customer orders and selling prices.

In terms of geographical revenue contribution in FY2009, Singapore and China operations accounted for 48.8% and 47.0% of the Group's total revenue. Other markets, including Vietnam and Philippines accounted for the remaining 4.2%.

Profitability

The Group's gross profit rose 5.3% to S$15.6 million in FY2009 from S$14.8 million in FY2008 on the back of gross margin improvement from 9.8% to 10.6% over the same period. The Group was able to improve its gross margin despite lower sales due to its efforts to manage its inventories and push for greater operational efficiency since the start of FY2009. Together with the normalisation of raw material prices in the second half of FY2009, the Group's efforts saw gross margin improving from 8.8% in the first half of FY2009 to 12.2% in the second half of FY2009.

Other credits for the Group, which mainly consisted of S$2.6 million sale of scrap materials, remained relatively stable year-over-year at S$3.9 million.

The Group's distribution expenses increased by 27.3% to S$3.9 million due to higher cost incurred in handling increased business volume arising from a larger customer base.

Administrative expenses came down from S$10.2 million to S$9.5 million due primarily to a lower share option expense of S$0.2 million and the absence of pre-operating expenses of S$0.3 million for FY2009.

Finance costs grew from S$1.0 million to S$1.2 million with increased bank borrowings in early 2009 to finance inventory build-up in late 2008. Increase in other charges of S$0.8 million was primarily due to foreign exchange loss caused by weakening of the U.S. dollars against Singapore dollars.

Net profit attributable to owners of parent in FY2009 rose 12.3% year-on-year to S$2.3 million.

Financial Position

4. Provide selected data from the balance sheet of the relevant entity or, if it is the holding company or holding entity of a group, the group as at the end of —

(a) the most recent completed financial year for which audited financial statements have been published; or

(b) if interim financial statements have been published for any subsequent period, that period.

The audited consolidated statement of financial position of the Group as at 31 December 2009 is set out below:

(S$'000)	As at 31 December 2009
ASSETS	
Non-current assets	
Property, plant and equipment	43,747
Intangible assets	1,176
Total non-current assets	44,923
Current assets	
Inventories	33,975
Trade and other receivables	36,738
Other financial assets	10
Other assets	6,147
Cash and cash equivalents	10,726
Total current assets	87,596
Total assets	132,519

(S$'000)	As at 31 December 2009
EQUITY AND LIABILITIES	
Equity	
Share capital	45,289
Retained earnings	19,847
Other reserves	3,988
Equity, attributable to owners of the parent, total	69,124
Non-controlling interests	51
Total equity	69,175
Non-current liabilities	
Deferred tax liabilities	1,476
Other financial liabilities	3,563
Total non-current liabilities	5,039
Current liabilities	
Income tax payable	387
Trade and other payables	25,818
Other financial liabilities	32,100
Total current liabilities	58,305
Total liabilities	63,344
Total equity and liabilities	132,519
Before the Rights Issue and the exercise of the Exercisable Share Options	
Net asset value (S$'000)	69,124
Total number of issued Shares[1]	181,878,000
Net asset value per Share (cents)	38.01
Before the Rights Issue but after the exercise of the Exercisable Share Options	
Net asset value (S$'000)[2]	71,796
Total number of issued Shares[3]	202,428,000
Net asset value per Share (cents)	35.47
After the Rights Issue	
Net asset value (S$'000)[4]	82,688
Total number of issued Shares[5]	404,856,000
Net asset value per Share (cents)	20.42

Note:

(1) Based on Existing Share Capital.

(2) Adjusted for the proceeds of S$2,671,500 from the exercise of the Exercisable Share Options.

(3) Based on the aggregate of the Existing Share Capital and the Unissued Shares of 202,428,000.

(4) Adjusted for the net proceeds of S$10,892,000 from the subscription of the Rights Shares under the Maximum Subscription Scenario.

(5) Based on the aggregate of the Existing Share Capital, the Unissued Shares and the 202,428,000 Rights Shares under the Maximum Subscription Scenario.

5. **The data referred to in paragraph 4 of this Part shall include the line items in the audited or interim balance sheet of the relevant entity or the group, as the case may be, and shall in addition include the following items:**

   (a) **number of shares after any adjustment to reflect the sale of new securities;**

   (b) **net assets or liabilities per share; and**

   (c) **net assets or liabilities per share after any adjustment to reflect the sale of new securities.**

   Please refer to paragraph 4 of this Part.

Liquidity and Capital Resources

6. **Provide an evaluation of the material sources and amounts of cash flows from operating, investing and financing activities in respect of —**

   (a) **the most recent completed financial year for which financial statements have been published; and**

   (b) **if interim financial statements have been published for any subsequent period, that period.**

   A summary of the audited consolidated statements of cash flow of the Group for FY2009 is as follows:

(S$'000)	**FY2009**
Net cash generated from operating activities	12,002
Net cash used in investing activities	(3,828)
Net cash used in financing activities	(1,190)
Net increase in cash and cash equivalents	**6,984**
Cash and cash equivalents at the beginning of the year	3,742
Cash and cash equivalents as per the statement of financial position	**10,726**

The Group generated S$3.1 million of profit before taxation in FY2009. After adjusting non-cash items and changes in working capital, the Group generated net cash flow from operating activities of S$12.0 million.

The Group invested S$4.8 million in property, plant and equipment and received S$0.9 million from the disposal of property, plant and equipment. As a result, the Group recorded net cash flow used in investing activities of S$3.8 million.

In FY2009, the Company paid out dividends of S$0.6 million and utilised S$1.2 million for interest expenses arising from bank borrowings. The Group also obtained S$0.5 million additional bank borrowings for the year under review.

Overall, the Group's cash and cash equivalents increased by S$7.0 million in FY2009, and after accounting for the cash and cash equivalents at the beginning of the year of S$3.7 million, the Group recorded a cash and cash equivalents balance of S$10.7 million at the end of the year.

7. **Provide a statement by the directors or equivalent persons of the relevant entity as to whether, in their reasonable opinion, the working capital available to the relevant entity or, if it is the holding company or holding entity of a group, to the group, as at the date of lodgment of the offer information statement, is sufficient for present requirements and, if insufficient, how the additional working capital considered by the directors or equivalent persons to be necessary is proposed to be provided.**

   As at the date of the lodgment of this Offer Information Statement, the Directors are of the opinion that, barring unforeseen circumstances, after taking into consideration the Group's internal resources, operating cash flows and access to banking facilities, the working capital available to the Group as at the date of lodgment of this Offer Information Statement is sufficient to meet its present requirements.

8. **If the relevant entity or any other entity in the group is in breach of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect the relevant entity's financial position and results or business operations, or the investments by holders of securities in the relevant entity, provide —**

   (a) a statement of that fact;

   (b) details of the credit arrangement or bank loan; and

   (c) any action taken or to be taken by the relevant entity or other entity in the group, as the case may be, to rectify the situation (including the status of any restructuring negotiations or agreement, if applicable).

   To the best of the Directors' knowledge as at the Latest Practicable Date, the Directors are not aware of any breach by any entity in the Group of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect the Group's financial position and results or business operations, or the investments by holders of securities in the Company.

Trend Information and Profit Forecast or Profit Estimate

9. **Discuss, for at least the current financial year, the business and financial prospects of the relevant entity or, if it is the holding company or holding entity of a group, the group, as well as any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources, or that would cause financial information disclosed in the offer information statement to be not necessarily indicative of the future operating results or financial condition. If there are no such trends, uncertainties, demands, commitments or events, provide an appropriate statement to that effect.**

   The discussion on the business and financial prospects of the Group as set out herein may contain forward-looking statements, and are subject to certain risks. Please refer to the section entitled "**Cautionary Note on Forward-Looking Statements**" of this Offer Information Statement for further details.

   Prospects

   The Group posted a recovery in the second half of 2009 ("**2H2009**") on the back of improved customer orders and stabilisation of raw material prices for both its metal and flexible packaging businesses.

   We aim to build on the 2H2009 growth momentum into FY2010, driven mainly by the Group's metal packaging business which operations are located in China and a few other countries in Asia where economic growth is expected to remain steady.

The flexible packaging segment will continue to see challenge with rising competition. As such, the Group intends to be selective and focus only on sales of higher margin products, instead of competitive pricing which would affect its profit margin.

The fluctuation of raw material prices will continue to be a challenge for the Group. Barring unforeseen circumstances, demand for the Group's products is expected to remain firm in FY2010.

Risk Factors

Please refer to the section entitled "**Risk Factors**" of this Offer Information Statement for more details.

Please also refer to the financial results of the Company for the half year ended 30 June 2010 and other information therein which are expected to be released through a SGXNET announcement to be posted on the SGX-ST's website at http://www.sgx.com before the Closing Date.

Save as disclosed in this Offer Information Statement or announced by the Company via SGXNET, the Directors are not aware of any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources, or that would cause financial information disclosed in this Offer Information Statement to be not necessarily indicative of the future operating results or financial condition of the Group.

10. Where a profit forecast is disclosed, state the extent to which projected sales or revenues are based on secured contracts or orders, and the reasons for expecting to achieve the projected sales or revenues and profit, and discuss the impact of any likely change in business and operating conditions on the forecast.

Not applicable. No profit forecast is disclosed in this Offer Information Statement.

11. Where a profit forecast or profit estimate is disclosed, state all principal assumptions, if any, upon which the directors or equivalent persons of the relevant entity have based their profit forecast or profit estimate, as the case may be.

Not applicable. No profit forecast or profit estimate is disclosed in this Offer Information Statement.

12. Where a profit forecast is disclosed, include a statement by an auditor of the relevant entity as to whether the profit forecast is properly prepared on the basis of the assumptions referred to in paragraph 11 of this Part, is consistent with the accounting policies adopted by the relevant entity, and is presented in accordance with the accounting standards adopted by the relevant entity in the preparation of its financial statements.

Not applicable. No profit forecast is disclosed in this Offer Information Statement.

13. Where the profit forecast disclosed is in respect of a period ending on a date not later than the end of the current financial year of the relevant entity, provide in addition to the statement referred to in paragraph 12 of this Part —

(a) a statement by the issue manager to the offer, or any other person whose profession or reputation gives authority to the statement made by him, that the profit forecast has been stated by the directors or equivalent persons of the relevant entity after due and careful enquiry and consideration; or

(b) a statement by an auditor of the relevant entity, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.

Not applicable. No profit forecast is disclosed in this Offer Information Statement.

14. Where the profit forecast disclosed is in respect of a period ending on a date after the end of the current financial year of the relevant entity, provide in addition to the statement referred to in paragraph 12 of this Part —

(a) a statement by the issue manager to the offer, or any other person whose profession or reputation gives authority to the statement made by him, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast; or

(b) a statement by an auditor of the relevant entity, prepared on the basis of his examination of the evidence supporting the assumptions referred to in paragraph 11 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to his attention which gives him reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.

Not applicable. No profit forecast is disclosed in this Offer Information Statement.

Significant Changes

15. Disclose any event that has occurred from the end of —

(a) the most recent completed financial year for which financial statements have been published; or

(b) if interim financial statements have been published for any subsequent period, that period,

to the latest practicable date which may have a material effect on the financial position and results of the relevant entity or, if it is the holding company or holding entity of a group, the group, or, if there is no such event, provide an appropriate negative statement.

Save as disclosed in this Offer Information Statement or as may have been publicly announced by the Company via SGXNET, the Directors are not aware of any event that has occurred from 1 January 2010 to the Latest Practicable Date which may have a material effect on the financial position and results of the Group.

Meaning of "published"

16. In this Part, "published" includes publications in a prospectus, in an annual report or on the SGXNET.

Noted.

PART VI - THE OFFER AND LISTING

Offer and Listing Details

1. Indicate the price at which the securities are being offered and the amount of any expense specifically charged to the subscriber or purchaser. If it is not possible to state the offer price at the date of lodgment of the offer information statement, the method by which the offer price is to be determined must be explained.

Issue Price : S$0.055 for each Rights Share, payable in full on acceptance and/or application.

The expenses incurred in the Rights Issue will not be specifically charged to Entitled Shareholders, their renouncees or Purchasers for subscribing for their Rights Shares.

An administrative fee will be incurred for each successful application made through the ATMs.

2. If there is no established market for the securities being offered, provide information regarding the manner of determining the offer price, the exercise price or conversion price, if any, including the person who establishes the price or is responsible for the determination of the price, the various factors considered in such determination and the parameters or elements used as a basis for determining the price.

The Shares are traded on the Main Board of the SGX-ST. Approval in-principle has been obtained on 23 June 2010 from the SGX-ST for the listing of and quotation for the Rights Shares on the Main Board of the SGX-ST subject to certain conditions. The approval in-principle granted by the SGX-ST for the listing of and quotation for the Rights Shares is not to be taken as an indication of the merits of the Company, its subsidiaries, the Shares, the Rights Issue or the Rights Shares.

The Issue Price of S$0.055 for each Rights Share was determined by the Company after taking into consideration, *inter alia*, the historical market price of the Shares.

The Issue Price represents a discount of approximately:

(i) 56.00% to the last transacted price of S$0.125 per Share on the SGX-ST on 17 May 2010, being the last trading day prior to the Announcement; and

(ii) 38.89% to the theoretical ex-rights price[(1)] of S$0.09 per Share.

Note:

(1) The theoretical ex-rights price is the theoretical market price of each Share computed based on the closing price of S$0.125 per Share on the SGX-ST on 17 May 2010, being the last trading day of the Shares on the SGX-ST prior to the Announcement Date, and the total number of Shares following the completion of the Rights Issue.

3. If —

(a) any of the relevant entity's shareholders or equity interest-holders have pre-emptive rights to subscribe for or purchase the securities being offered; and

(b) the exercise of the rights by the shareholder or equity interest-holder is restricted, withdrawn or waived,

indicate the reasons for such restriction, withdrawal or waiver, the beneficiary of such restriction, withdrawal or waiver, if any, and the basis for the offer price.

None of the Shareholders have pre-emptive rights to subscribe for the Rights Shares.

As there may be prohibitions or restrictions against the offering of Rights Shares in certain jurisdictions, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the section entitled "**Eligibility of Shareholders to Participate in the Rights Issue**" of this Offer Information Statement for further information.

4. If securities of the same class as those securities being offered are listed for quotation on any securities exchange —

(a) in a case where the first-mentioned securities have been listed for quotation on the securities exchange for at least 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities —

(i) for each of the 12 calendar months immediately preceding the calendar month in which the latest practicable date falls; and

(ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date; or

The lowest and highest traded prices and the volume of the Shares traded on the SGX-ST during each of the last 12 calendar months immediately preceding the Latest Practicable Date and for the period from 1 July 2010 to the Latest Practicable Date are as follows:

	Price Range[1]		
Month	**Low (S$)**	**High (S$)**	**Volume**
July 2009	0.080	0.080	21,000
August 2009	0.085	0.105	411,000
September 2009	0.100	0.135	1,009,000
October 2009	0.105	0.115	60,000
November 2009	0.090	0.105	493,000
December 2009	0.085	0.100	74,000
January 2010	0.095	0.115	439,000
February 2010	0.095	0.110	209,000
March 2010	0.090	0.115	620,000
April 2010	0.110	0.125	1,520,000
May 2010	0.110	0.145	10,719,000
June 2010	0.110	0.120	708,000
1 July 2010 to the Latest Practicable Date	0.085	0.115	4,889,000

Source: Bloomberg L.P.

Bloomberg L.P has not consented for the purposes of Section 249 and Section 277 of the Securities and Futures Act, Chapter 289 of Singapore to the inclusion of the information above which is publicly available, and is thereby not liable for these statements under Sections 253 and 254 of the Securities and Futures Act. The Company has included the above information in its proper form and context and has not verified the accuracy of the above information. The Company is not aware of any disclaimers made by Bloomberg L.P. in relation to these quotes.

Note:

(1) Based on the closing price for the Shares.

(b) in a case where the first-mentioned securities have been listed for quotation on the securities exchange for less than 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities —

(i) for each calendar month immediately preceding the calendar month in which the latest practicable date falls; and

(ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date;

Not applicable, as the Shares have been listed for quotation on the Main Board of the SGX-ST for more than 12 months immediately preceding the Latest Practicable Date.

(c) disclose any significant trading suspension that has occurred on the securities exchange during the 3 years immediately preceding the latest practicable date or, if the securities have been listed for quotation for less than 3 years, during the period from the date on which the securities were first listed to the latest practicable date; and

There has been no significant trading suspension of the Shares on the SGX-ST during the 3 years immediately preceding the Latest Practicable Date.

(d) disclose information on any lack of liquidity, if the securities are not regularly traded on the securities exchange.

Please refer to paragraph 4(a) of this Part for the volume of Shares traded during each of the last 12 calendar months immediately preceding the Latest Practicable Date and for the period from 1 July 2010 to the Latest Practicable Date.

5. Where the securities being offered are not identical to the securities already issued by the relevant entity, provide —

(a) a statement of the rights, preferences and restrictions attached to the securities being offered; and

(b) an indication of the resolutions, authorisations and approvals by virtue of which the entity may create or issue further securities, to rank in priority to or *pari passu* with the securities being offered.

The Rights Shares, upon allotment and issue, will rank *pari passu* in all respects with the then existing issued Shares, save for any dividends, rights, allotments or other distributions that may be declared or paid, the Record Date for which falls before the date of issue of the Rights Shares.

Please refer to the section entitled "**Summary of the Rights Issue**" of this Offer Information Statement for the particulars of the Rights Shares. The Rights Shares will be allotted and issued pursuant to the approval of Shareholders given at the EGM held on 21 July 2010.

Plan of Distribution

6. Indicate the amount, and outline briefly the plan of distribution, of the securities that are to be offered otherwise than through underwriters. If the securities are to be offered through the selling efforts of any broker or dealer, describe the plan of distribution and the terms of any agreement or understanding with such entities. If known, identify each broker or dealer that will participate in the offer and state the amount to be offered through each broker or dealer.

Basis of Provisional Allotment

The Rights Issue is made on a renounceable non-underwritten basis to Entitled Shareholders at the Issue Price on the basis of one (1) Rights Share for every one (1) existing Share held by Entitled Shareholders as at the Books Closure Date, fractional entitlements to be disregarded. The Rights Shares are payable in full upon acceptance and/or application and upon allotment and issue will rank *pari passu* in all respects with the then existing issued Shares, save for any dividends, rights, allotments or other distributions that may be declared or paid, the Record Date for which falls before the date of issue of the Rights Shares. Assuming that all of the Exercisable Share Options are exercised before the Books Closure Date and the Rights Issue is fully subscribed, up to 202,428,000 Rights Shares will be issued.

Entitled Shareholders will be at liberty to accept, decline or renounce their provisional allotments of Rights Shares and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue. Entitled Depositors will also be able to trade on the SGX-ST during the provisional allotment trading period prescribed by the SGX-ST their provisional allotments of Rights Shares.

Fractional entitlements to the Rights Shares will be disregarded in arriving at the Shareholders' entitlements and will, together with the provisional allotments which are not taken up or allotted for any reason, be aggregated and used to satisfy excess applications for Rights Shares (if any), or disposed of or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. In the allotment of excess Rights Shares, preference will be given to the rounding of odd lots, and Substantial Shareholders and Directors will rank last in priority.

The Rights Shares are not offered through the selling efforts of any broker or dealer.

Foreign Shareholders

As there may be prohibitions or restrictions against the offering of Rights Shares in certain jurisdictions, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the section entitled "**Eligibility of Shareholders to Participate in the Rights Issue**" of this Offer Information Statement for further details.

7. Provide a summary of the features of the underwriting relationship together with the amount of securities being underwritten by each underwriter.

Not applicable. The Rights Issue is not underwritten. However, SMPI has provided the Company and the Manager, the Irrevocable Undertaking to (i) fully subscribe for its *pro rata* entitlement to the Rights Shares under the Rights Issue, and (ii) make excess applications to subscribe for the balance of the Rights Shares which are not subscribed by other Shareholders under the Rights Issue up to a maximum of 45,454,545 Rights Shares.

PART VII - ADDITIONAL INFORMATION

Statements by Experts

1. Where a statement or report attributed to a person as an expert is included in the offer information statement, provide such person's name, address and qualifications.

Not applicable. No statement or report made by an expert is included in this Offer Information Statement.

2. Where the offer information statement contains any statement (including what purports to be a copy of, or extract from, a report, memorandum or valuation) made by an expert —

(a) state the date on which the statement was made;

(b) state whether or not it was prepared by the expert for the purpose of incorporation in the offer information statement; and

(c) include a statement that the expert has given, and has not withdrawn, his written consent to the issue of the offer information statement with the inclusion of the statement in the form and context in which it is included in the offer information statement.

Not applicable. No statement or report made by an expert is included in this Offer Information Statement.

3. The information referred to in paragraph 1 and 2 of this Part need not be provided in the offer information statement if the statement attributed to the expert is a statement to which the exemption under regulation 26(2) or (3) applies.

Not applicable.

Consents from Issue Managers and Underwriters

4. Where a person is named in the offer information statement as the issue manager or underwriter (but not a sub-underwriter) to the offer, include a statement that the person has given, and has not withdrawn, his written consent to being named in the offer information statement as the issue manager or underwriter, as the case may be, to the offer.

Kim Eng Corporate Finance Pte. Ltd., the Manager of the Rights Issue, has given, and has not withdrawn, its written consent to the issue of this Offer Information Statement with the inclusion of its name and all references thereto, in the form and context in which it appears in this Offer Information Statement.

There is no underwriter to the Rights Issue.

Other Matters

5. Include particulars of any other matters not disclosed under any other paragraph of this Schedule which could materially affect, directly or indirectly —

(a) the relevant entity's business operations or financial position or results; or

(b) investments by holders of securities in the relevant entity.

Save as disclosed in this Offer Information Statement, the Directors are not aware of any other matter which could materially affect, directly or indirectly, the Group's business operations, financial position or results, or investments by holders of securities in the Company.

PART X - ADDITIONAL INFORMATION REQUIRED FOR OFFER OF SECURITIES BY WAY OF RIGHTS ISSUE

1. Provide —

(a) the particulars of the rights issue;

Please refer to the section entitled "**Summary of the Rights Issue**" of this Offer Information Statement for the particulars of the Rights Issue.

(b) the last day and time for splitting of the provisional allotment of the securities to be issued pursuant to the rights issue;

13 August 2010 at 5.00 p.m.

(c) the last day and time for acceptance of and payment for the securities to be issued pursuant to the rights issue;

19 August 2010 at 5.00 p.m. (9.30 p.m. for Electronic Applications).

(d) the last day and time for renunciation of and payment by the renouncee for the securities to be issued pursuant to the rights issue;

19 August 2010 at 5.00 p.m.

(e) the terms and conditions of the offer of securities to be issued pursuant to the rights issue;

The allotment and issue of the Rights Shares pursuant to the Rights Issue are governed by the terms and conditions as set out in this Offer Information Statement, in particular, Appendices 1, 2 and 3 to this Offer Information Statement and in the PAL, the ARE and the ARS.

On 23 June 2010, the SGX-ST granted its approval in-principle for the dealing in, listing and quotation of the Rights Shares on the Main Board of the SGX-ST, subject to the following conditions:

(a) Compliance with the SGX-ST's listing requirements;

(b) A written undertaking from the Company that it will make periodic announcements on the use of the proceeds from the Rights Issue and that it will provide status reports on the use of the proceeds in the annual report;

(c) A written undertaking from the Company that in the allotment of any excess Rights Shares, preference will be given to the rounding of odd lots, and directors and substantial shareholders of the Company will rank last in priority; and

(d) A written confirmation from financial institution(s) that SMPI, who has given the Irrevocable Undertaking, has sufficient financial resources to fulfill its obligations under its undertaking.

Shareholders should note that the SGX-ST's approval in-principle is not to be taken as an indication of the merits of the Company, its subsidiaries, the Shares, the Rights Issue and the Rights Shares.

The SGX-ST assumes no responsibility for the correctness of any statements made or opinions expressed in this Offer Information Statement.

(f) the particulars of any undertaking from the substantial shareholders or substantial equity interest-holders, as the case may be, of the relevant entity to subscribe for their entitlements; and

As at the Latest Practicable Date, SMPI holds an aggregate of 73,246,133 Shares constituting an aggregate voting interest of 40.27% in the Company based on the Existing Share Capital.

On 14 May 2010, the Company and Manager obtained a written irrevocable undertaking from SMPI to, *inter alia,* subscribe, or procure its registered holder to subscribe, in full and pay for its entitlement to the Rights Shares under the Rights Issue, representing an aggregate of 73,246,133 Rights Shares and make excess applications to subscribe for the balance of the Rights Shares which are not subscribed by the other Shareholders under the Rights Issue up to a maximum of 45,454,545 Rights Shares.

On 21 July 2010, the Shareholders approved the Rights Issue and the Independent Shareholders passed the Whitewash Resolution during the EGM.

(g) if the rights issue is or will not be underwritten, the reason for not underwriting the issue.

In view of the prevailing market conditions and cost considerations, as well as the Irrevocable Undertaking, the Company has decided to proceed with the Rights Issue on a non-underwritten basis.

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8.2 OF THE LISTING MANUAL

REVIEW OF WORKING CAPITAL

1. Provide a review of the working capital for the last three financial years and the latest half year, if applicable.

The total current assets, total current liabilities and working capital of the Group as at 31 December 2007, 31 December 2008 and 31 December 2009 are as follows:

(S$'000)	As at 31 December 2007 (Audited)	As at 31 December 2008 (Audited)	As at 31 December 2009 (Audited)
Total current assets	64,656	90,669	87,596
Total current liabilities	(42,360)	(66,138)	(58,305)
Net current assets	22,296	24,531	29,291

FY2008 vs FY2007

Working capital for FY2008 increased by S$2.2 million as compared to the previous year. The increase in current assets of S$26.0 million was mainly due to higher trade receivables and inventories. Trade receivables rose in line with increased sales. Inventories increased due to higher raw material prices and the larger inventories carried by the Group to support increased orders and the roll-out of new products. The increase in current assets was partially offset by an increase of S$23.8 million in current liabilities. This was mainly due to increases in other financial liabilities of S$17.9 million and trade and other payables of S$6.0 million in line with the revenue growth and raw materials purchased.

FY2009 vs FY2008

The S$4.8 million increase in working capital was a result of a larger decrease in current liabilities of S$7.8 million as against a decrease in current assets of S$3.1 million. The reduction in current liabilities was mainly due to a S$2.9 million decrease in trade and other payables and a S$5.2 million decrease in other financial liabilities. The decrease in trade and other payables was in line with a lower turnover. The decrease in current assets was mainly due to a decline in inventories of S$10.9 million and a decline in trade and other receivables of S$1.4 million. The decrease was offset by S$4.4 million and S$4.8 million increase in other assets and cash and cash equivalents, respectively.

MANAGER'S RESPONSIBILITY STATEMENT

2. A statement by the issue manager that, to the best of its knowledge and belief, the document constitutes full and true disclosure of all material facts about the issue, the issuer and its subsidiaries, and that the issue manager is not aware of any facts the omission of which would make any statement in the document misleading; and where the document contains a profit forecast, that it is satisfied that the profit forecast has been stated by the directors after reasonable enquiry.

Kim Eng Corporate Finance Pte. Ltd. confirms that, to the best of its knowledge and belief, based on the information provided by the Company, and after making reasonable enquiries, this Offer Information Statement constitutes full and true disclosure of all material facts about the Rights Issue and the Group, and that the Manager is not aware of any facts the omission of which would make any statement in this Offer Information Statement misleading in any material respect as at the date of this Offer Information Statement.

PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

1. INTRODUCTION

1.1 Entitled Depositors are entitled to receive this Offer Information Statement and the ARE which forms part of this Offer Information Statement.

1.2 The provisional allotments of Rights Shares are governed by the terms and conditions of this Offer Information Statement and the enclosed ARE.

The number of Rights Shares provisionally allotted to each Entitled Depositor is indicated in the ARE (fractional entitlements, if any, have been disregarded). The Securities Accounts of Entitled Depositors have been credited by CDP with the provisional allotments of Rights Shares as indicated in the ARE. Entitled Depositors may accept their provisional allotments of Rights Shares in whole or in part. Full instructions for the acceptance of and payment for the provisional allotments of Rights Shares are set out in this Offer Information Statement as well as the ARE.

1.3 If an Entitled Depositor wishes to accept his provisional allotment of Rights Shares specified in the ARE, in full or in part, and (if applicable) apply for excess Rights Shares in addition to the Rights Shares which have been provisionally allotted to him, he may do so by completing the relevant portions of the ARE or by way of an Electronic Application. An Entitled Depositor should ensure that the ARE is accurately and correctly completed and signed, failing which his acceptance of the provisional allotment of Rights Shares and (if applicable) application for excess Rights Shares may be rejected.

An Entitled Depositor may accept his provisional allotment of Rights Shares specified in his ARE and (if applicable) apply for excess Rights Shares either through CDP or by way of an Electronic Application through an ATM of a Participating Bank as described below.

With regard to any acceptance and/or application which does not conform strictly to the instructions set out under this Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Rights Shares and/or excess Rights Shares in relation to the Rights Issue, or where the "Free Balance" of an Entitled Depositor's Securities Account is not credited with, or is credited with less than the relevant number of Rights Shares subscribed as at the last date and time for acceptance, excess application and payment for the Rights Shares or which does not comply with the instructions for Electronic Application or with the terms and conditions of this Offer Information Statement, the instructions contained in the ARE and (if applicable) the Memorandum and Articles of Association of the Company, or in the case of an acceptance and/or application by the ARE, the ARS, the PAL, and/or any other application form for the Rights Shares and/or excess Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, the Company and/or the CDP may, at its absolute discretion, reject or treat as invalid any such application or present for payment or other processes all remittances at any time after receipt in such manner as it may deem fit.

The Company and CDP shall be entitled to process each application submitted for the acceptance of Rights Shares, and where applicable, application of excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Shareholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Shareholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid. Evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application and (if applicable) acceptance for excess Rights Shares.

1.4 **CPF members under the CPF Investment Scheme — Ordinary Account ("CPFIS Members") may use, subject to applicable CPF rules and regulations, CPF Funds for the payment of the Issue Price to subscribe for their provisional allotments of Rights Shares and (if applicable) the excess Rights Shares, if they have previously bought their Shares using CPF Funds. CPFIS Members who wish to accept the provisional allotments of Rights Shares and (if applicable) apply for excess Rights Shares using CPF Funds will need to instruct their respective approved banks, where such CPFIS Members hold their CPF Investment Accounts, to accept the Rights Shares and (if applicable) apply for the excess Rights Shares on their behalf in accordance with this Offer Information Statement. In the case of insufficient CPF Funds or stock limit, CPFIS Members may top-up cash into their CPF Investment Accounts before instructing their respective approved CPF agent banks to subscribe for their provisional allotments of Rights Shares and (if applicable) the excess Rights Shares. CPF Funds may not, however, be used for the purchase of the provisional allotments of Rights Shares directly from the market.**

For investors who hold Shares through finance companies or Depository Agents, acceptances of the Rights Shares and/or (if applicable) applications for excess Rights Shares must be done through the respective finance companies or Depository Agents. Such investors are advised to provide their respective finance companies or Depository Agent, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. ANY ACCEPTANCE AND/OR APPLICATION MADE DIRECTLY THROUGH CDP, ELECTRONIC APPLICATIONS, THE SHARE REGISTRAR AND/OR THE COMPANY WILL BE REJECTED.

1.5 Unless expressly provided to the contrary in this Offer Information Statement, the ARE and/or the ARS, a person who is not a party to any contracts made pursuant to this Offer Information Statement, the ARE and/or the ARS has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. MODE OF ACCEPTANCE AND APPLICATION

2.1 Acceptance/Application through CDP

If the Entitled Depositor wishes to accept the provisional allotment of Rights Shares and (if applicable) apply for excess Rights Shares through CDP, he must:

(a) complete and sign the ARE. In particular, he must state in section (A) of the ARE the number of Rights Shares accepted and in section (B) of the ARE the number of excess Rights Shares applied for; and

(b) deliver the duly completed and signed ARE accompanied by A SINGLE REMITTANCE for payment in full for the relevant number of Rights Shares accepted and (if applicable) excess Rights Shares applied for:

(i) by hand to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 4 SHENTON WAY, #02-01, SGX CENTRE 2, SINGAPORE 068807**; or

(ii) by post in the self-addressed envelope provided, AT THE SENDER'S OWN RISK, to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147,**

in each case so as to arrive not later than **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The payment must be made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP — SMPL RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side. **NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED**.

2.2 Insufficient Payment

If no remittance is attached or the remittance attached is less than the full amount that is payable for the provisional allotment of Rights Shares accepted by the Entitled Depositor and (if applicable) the excess Rights Shares applied for by the Entitled Depositor, the attention of the Entitled Depositor is drawn to paragraphs 1.3 and 5.2 of this Appendix 1 which set out the circumstances and manner in which the Company and CDP shall be entitled to determine and appropriate all amounts received by CDP on the Company's behalf whether under the ARE, the ARS or any other application form for Rights Shares and/or application for excess Rights Shares.

2.3 Acceptance/Application by way of Electronic Application through an ATM of a Participating Bank

Instructions for Electronic Applications through ATMs to accept the Rights Shares provisionally allotted or (if applicable) to apply for excess Rights Shares will appear on the ATM screens of the respective Participating Banks. Please refer to Appendix 2 to this Offer Information Statement for the additional terms and conditions for Electronic Applications through an ATM of a Participating Bank.

If an Entitled Depositor makes an Electronic Application through an ATM, he would have irrevocably authorised the Participating Bank to deduct the full amount payable from his bank account with such Participating Bank in respect of such application.

In the case of an Entitled Depositor who has accepted the Rights Shares by way of the ARE and/or the ARS and/or has applied for excess Rights Shares by way of the ARE and also by way of an Electronic Application through an ATM, the Company and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or CDP may, in their absolute discretion, deem fit.

2.4 Acceptance of Part of Provisional Allotments of Rights Shares and Trading of Provisional Allotments of Rights Shares

An Entitled Depositor may choose to accept his provisional allotment of Rights Shares specified in the ARE in full or in part. If an Entitled Depositor wishes to accept part of his provisional allotment of Rights Shares and trade the balance of his provisional allotment of Rights Shares on the SGX-ST, he should:

(a) complete and sign the ARE for the number of Rights Shares provisionally allotted which he wishes to accept and submit the ARE together with payment in the prescribed manner as described in section 2.1 above to CDP; or

(b) accept and subscribe for that part of his provisional allotment of Rights Shares by way of Electronic Application in the prescribed manner.

The balance of his provisional allotment of Rights Shares may be sold as soon as dealings therein commence on the SGX-ST.

Entitled Depositors who wish to trade all or part of their provisional allotments of Rights Shares on the SGX-ST during the provisional allotment trading period should note that the provisional allotments of Rights Shares will be tradable in board lots, each board lot comprising provisional allotments of 1,000 Rights Shares, or any other board lot size which the SGX-ST may require. Such Entitled Depositors may start trading in their provisional allotments of Rights Shares as soon as dealings therein commence on the SGX-ST.

Upon the issuance and listing and quotation of the Rights Shares on the Main Board of the SGX-ST, Entitled Depositors having odd lots of Shares can trade odd lots of Shares on the SGX-ST's Unit Share Market. The Unit Share Market is a ready market for trading of odd lots of Shares with a minimum size of one Share.

2.5 Purchasers of Provisional Allotments of Rights Shares

The ARE need not be forwarded to the purchasers of the provisional allotments of Rights Shares ("**Purchasers**") as arrangements will be made by CDP for separate ARS to be issued to the Purchasers. Purchasers should note that CDP will, on behalf of the Company, send the ARS, accompanied by this Offer Information Statement, **by ordinary post and at the Purchasers' own risk**, to their respective Singapore mailing addresses as recorded with CDP. Purchasers should ensure that their ARS are accurately and correctly completed and signed, failing which the acceptances of the provisional allotments of Rights Shares may be rejected. Purchasers who do not receive the ARS, accompanied by this Offer Information Statement, may obtain the same from CDP, the Share Registrar or any stockbroking firm during the period up to **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

This Offer Information Statement and its accompanying documents will not be despatched to Foreign Purchasers. Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

Purchasers should inform their finance companies or Depository Agents if their purchases of such provisional allotments are settled through these intermediaries. In such instances, if the Purchasers wish to accept the Rights Shares represented by the provisional allotments purchased, they will need to go through these intermediaries, who will then accept the Rights Shares on their behalf.

3. COMBINATION APPLICATION

In the event that the Entitled Depositor accepts the Rights Shares by way of the ARE and/or the ARS and/or has applied for excess Rights Shares by way of the ARE and also by way of an Electronic Application, the Company and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or CDP may, in their absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor shall be regarded as having irrevocably authorised the Company and/or CDP to apply all amounts received whether under the ARE, the ARS and/or any other acceptance and/or application for Rights Shares (including an Electronic Application) in whichever mode or combination as the Company and/or CDP may, in their absolute discretion, deem fit.

4. ILLUSTRATIVE EXAMPLES

As an illustration, if an Entitled Depositor has 150,000 Shares standing to the credit of the "Free Balance" of his Securities Account as at the Books Closure Date, the Entitled Depositor will be provisionally allotted 150,000 Rights Shares as set out in his ARE. The Entitled Depositor's alternative courses of action, and the necessary procedures to be taken under each course of action, are summarised below:

Alternatives	Procedures to be taken
(a) Accept his entire provisional allotment of Rights Shares and (if applicable) apply for excess Rights Shares	(1) Accept his entire provisional allotment of 150,000 Rights Shares and (if applicable) apply for excess Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or (2) complete and sign the ARE in accordance with the instructions contained therein for the acceptance in full of his provisional allotment of 150,000 Rights Shares and (if applicable) the number of excess Rights Shares applied for and forward the ARE together with a single remittance for S$8,250 (or, if applicable, such higher amount in respect of the total number of Rights Shares accepted and excess Rights Shares applied for) by way of a Cashier's Order or Banker's Draft drawn in Singapore currency on a bank in Singapore, and made payable to "**CDP — SMPL RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" for the full amount due on acceptance and (if applicable) application, by hand to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 4 SHENTON WAY, #02-01, SGX CENTRE 2, SINGAPORE 068807** or by post, AT HIS OWN RISK, in the self-addressed envelope provided to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** so as to arrive not later than **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), and with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side.

Alternatives	Procedures to be taken
	NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER MODE OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.
(b) Accept a portion of his provisional allotment of Rights Shares, for example 100,000 of his entitlement to 150,000 provisionally allotted Rights Shares, not apply for excess Rights Shares and trade the balance on the SGX-ST	(1) Accept his provisional allotment of 100,000 Rights Shares by way of an Electronic Application through an ATM of a Participating Bank as described herein not later than **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or (2) complete and sign the ARE in accordance with the instructions contained therein for the acceptance of his provisional allotment of 100,000 Rights Shares, and forward the ARE, together with a single remittance for S$5,500, in the prescribed manner described in alternative (a)(2) above, to CDP, so as to arrive not later than **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). The balance of the provisional allotment of 50,000 Rights Shares may be traded on the SGX-ST during the provisional allotment trading period. **Entitled Depositors should note that the provisional allotments of Rights Shares will be tradable in the ready market, with each board lot comprising provisional allotments of 1,000 Rights Shares or any other board lot size which the SGX-ST may require, during the provisional allotment trading period.** Upon the issuance and listing and quotation of the Rights Shares on the Main Board of the SGX-ST, Entitled Depositors having odd lots of Shares can trade odd lots of Shares on the SGX-ST's Unit Share Market. The Unit Share Market is a ready market for trading of odd lots of Shares with a minimum size of one Share.

Alternatives	Procedures to be taken
(c) Accept a portion of his provisional allotment of Rights Shares, for example 100,000 of his entitlement to 150,000 provisionally allotted Rights Shares, and reject the balance.	(1) Accept his provisional allotment of 100,000 Rights Shares by way of an Electronic Application through an ATM of a Participating bank as described herein not later than **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or (2) complete and sign the ARE in accordance with the instructions contained therein for the acceptance of his provisional allotment of 100,000 Rights Shares and forward the ARE, together with a single remittance for S$5,500, in the prescribed manner described in alternative (a)(2) above to CDP so as to arrive not later than **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). The balance of the provisional allotment of 50,000 Rights Shares which is not accepted by the Entitled Depositor will automatically lapse and cease to be available for acceptance by that Entitled Depositor if an acceptance is not made through an ATM of a Participating Bank by **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), or if an acceptance is not made through CDP by **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

5. TIMING AND OTHER IMPORTANT INFORMATION

5.1 Timing

THE LAST TIME AND DATE FOR ACCEPTANCES AND (IF APPLICABLE) EXCESS APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES UNDER THE RIGHTS ISSUE IS:

(A) 5.00 P.M. ON 19 AUGUST 2010 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY), IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH CDP; AND

(B) 9.30 P.M. ON 19 AUGUST 2010 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY), IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH AN ATM OF A PARTICIPATING BANK.

If acceptance and payment for the Rights Shares in the prescribed manner as set out in the ARE or the ARS (as the case may be) and this Offer Information Statement is not received through an ATM of a Participating Bank by **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), or through CDP by **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), from any Entitled Depositor or Purchaser, the provisional allotments of Rights Shares shall be deemed to have been declined and shall forthwith lapse and become void, and such provisional allotments not so accepted will be used to satisfy excess applications, if any, or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit. All monies received in connection therewith will be returned or refunded by CDP on behalf of the Company to the Entitled Depositors or the Purchasers, as the case may be, without interest or any share of revenue or other benefit arising therefrom, by ordinary post (where acceptance is through CDP), and in the case of a refund, by means of a crossed cheque in Singapore currency drawn on a bank in Singapore to their mailing address in Singapore as maintained by CDP or by crediting their accounts with the relevant Participating Banks (where acceptance is through Electronic Application at the ATMs) and AT THE ENTITLED DEPOSITORS' OR THE PURCHASERS' OWN RISK.

If any Entitled Depositor or Purchaser is in any doubt as to the action he should take, he should consult his stockbroker, bank manager, solicitor, accountant or other professional adviser.

5.2 Appropriation

Without prejudice to paragraph 1.3 of this Appendix 1, an Entitled Depositor should note that:

(a) by accepting his provisional allotment of Rights Shares and/or applying for excess Rights Shares, he acknowledges that, in the case where:

(i) the amount of remittance (if any) payable to the Company as per the instructions received by CDP whether under the ARE, the ARS and/or in any other application form for Rights Shares, differs from the amount actually received by CDP, or

(ii) the amount as stated in sections (A) and (B) in the ARE, the ARS and/or in any other application form for Rights Shares differs from the amount received by CDP, or otherwise payable by him in respect of his acceptance of the Rights Shares and (if applicable) in respect of his application for the excess Rights Shares,

the Company and CDP shall be entitled to determine and appropriate all amounts received by CDP on the Company's behalf for each application on its own whether under the ARE, the ARS and/or any other application form for Rights Shares and/or excess Rights Shares as follows: firstly, towards payment of all amounts payable in respect of his acceptance of the Rights Shares; and secondly, (if applicable) towards payment of all amounts payable in respect of his application for excess Rights Shares. The determination and appropriation by the Company and CDP shall be conclusive and binding; and

(b) in the event that the Entitled Depositor accepts the Rights Shares and/or applies for excess Rights Shares by way of the ARE and/or the ARS and also by way of an Electronic Application, the Company and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or CDP may, in their absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor shall be regarded as having irrevocably authorised the Company and/or CDP to apply all amounts received whether under the ARE, the ARS and/or any other acceptance and/or application for Rights Shares and/or application for excess Rights Shares (including an Electronic Application) in whichever mode or combination as the Company and/or CDP may, in their absolute discretion, deem fit.

5.3 Application for Excess Rights Shares

The excess Rights Shares available for application are subject to the terms and conditions contained in the ARE, this Offer Information Statement and (if applicable) the Memorandum and Articles of Association of the Company. Applications for excess Rights Shares will, at the Directors' absolute discretion, be satisfied from such Rights Shares as are not validly taken up by the Entitled Shareholders, the original allottee(s) or their respective renouncee(s) or the Purchaser(s) of the provisional allotments of Rights Shares, the aggregate of fractional entitlements to the Rights Shares, any unsold "nil-paid" provisional allotment of Rights Shares (if any) of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the ARE and this Offer Information Statement and (if applicable) the Memorandum and Articles of Association of the Company. In the event that applications are received by the Company for more excess Rights Shares than are available, the excess Rights Shares available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. In the allotment of excess Rights Shares, preference will be given to the rounding of odd lots, and Directors and Substantial Shareholders will rank last in priority. The Company reserves the right to refuse any application for excess Rights Shares, in whole or in part, without assigning any reason whatsoever. CDP takes no responsibility for any decision that the Directors may make.

If no excess Rights Shares are allotted or if the number of excess Rights Shares allotted is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be returned or refunded to such Entitled Depositors, without interest or any share of revenue or other benefit arising therefrom, within fourteen (14) days after the Closing Date, by crediting their bank account with the relevant Participating Bank AT HIS OWN RISK (if he accepts by way of an Electronic Application), the receipt by such bank being a good discharge to the Company and CDP for their obligations, if any, thereunder, or by means of a crossed cheque in Singapore currency drawn on a bank in Singapore and sent to him BY ORDINARY POST AT HIS OWN RISK at his mailing address as recorded with CDP (if he applies through CDP) or in such other manner as you may have agreed with CDP for the payment of any cash distributions, if you accept and (if applicable) apply through CDP.

5.4 Deadlines

It should be particularly noted that unless:

(a) acceptance of the provisional allotment of Rights Shares is made by the Entitled Depositors or the Purchasers (as the case may be) by way of an Electronic Application through an ATM of a Participating Bank and payment of the full amount payable for such Rights Shares is effected by **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

(b) acceptance and payment in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP — SMPL RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" for the full amount due on acceptance and/or application and with the names and Securities Account numbers of the Entitled Depositors or the Purchasers (as the case may be) clearly written in block letters on the reverse side is submitted by hand to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, at 4 SHENTON WAY, #02-01, SGX CENTRE 2, SINGAPORE 068807** or by post in the self-addressed envelope provided, AT THE SENDER'S OWN RISK, to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** by **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company),

the provisional allotment of Rights Shares will be deemed to have been declined and shall forthwith lapse and become void.

All monies received in connection therewith will be returned to the Entitled Depositors or the Purchasers (as the case may be) without interest or any share of revenue or other benefit arising therefrom BY ORDINARY POST at his mailing address as recorded with CDP (where acceptance is through CDP), or by crediting their accounts with the relevant Participating Banks (where acceptance is through Electronic Application), and AT THE ENTITLED DEPOSITORS' OR THE PURCHASERS' (AS THE CASE MAY BE) OWN RISK within fourteen (14) days after the Closing Date or in such other manner as you may have agreed with CDP for the payment of any cash distributions, if you accept and (if applicable) apply through CDP.

ACCEPTANCES ACCOMPANIED BY ANY OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL NOT BE ACCEPTED.

ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATIONS THROUGH AN ATM OF A PARTICIPATING BANK

The procedures for Electronic Applications through ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks ("**Steps**"). Please read carefully the terms and conditions of this Offer Information Statement, the Steps and the terms and conditions for Electronic Applications set out below before making an Electronic Application. An ATM card issued by one Participating Bank cannot be used to accept provisional allotments of Rights Shares, and (if applicable) apply for excess Rights Shares at an ATM belonging to other Participating Banks. Any Electronic Application which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Application is made will be rejected.

Any reference to the "**Applicant**" in the terms and conditions for Electronic Applications and the Steps shall mean the Entitled Depositor or the purchaser of the provisional allotment who accepts or (as the case may be) who applies for the Rights Shares through an ATM of a Participating Bank. An Applicant must have an existing bank account with, and be an ATM cardholder of, one of the Participating Banks before he can make an Electronic Application through an ATM of that Participating Bank. The actions that the Applicant must take at ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks. Upon the completion of his Electronic Application transaction, the Applicant will receive an ATM transaction slip ("**Transaction Record**"), confirming the details of his Electronic Application. The Transaction Record is for retention by the Applicant and should not be submitted with any ARE or ARS.

For investors who hold Shares through finance companies or Depository Agents or CPFIS Members who had bought Shares under the CPFIS-OA, acceptances of the Rights Shares and/or (if applicable) applications for excess Rights Shares must be done through the respective finance companies, Depository Agents or approved CPF agent banks. Such investors and CPFIS Members are advised to provide their respective finance companies, Depository Agents or approved CPF agent banks, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. Any acceptance and/or application made directly through CDP, Electronic Applications, the Share Registrar and/or the Company will be rejected.

For renouncees of Entitled Shareholders or purchasers whose purchases are settled through finance companies or Depository Agents, acceptances of the Rights Shares represented by the provisional allotment of Rights Shares must be done through the respective finance companies or Depository Agents. Such renouncees or purchasers are advised to provide their respective finance companies or Depository Agents, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptances on their behalf by the Closing Date. Any acceptances of the Rights Shares made directly through the CDP, the Share Registrar, the Company and/or Electronic Applications, will be rejected.

An Applicant, including one who has a joint bank account with a Participating Bank, must ensure that he enters his own Securities Account number when using the ATM card issued to him in his own name. Using his own Securities Account number with an ATM card which is not issued to him in his own name will render his acceptance or (as the case may be) excess application liable to be rejected.

The Electronic Application shall be made on, and subject to, the terms and conditions of this Offer Information Statement including, but not limited to, the terms and conditions appearing below:

1. In connection with his Electronic Application for the Rights Shares, the Applicant is required to confirm statements to the following effect in the course of activating the ATM for his Electronic Application:

   (a) that he has received a copy of this Offer Information Statement and has read, understood and agreed to all the terms and conditions of acceptance and (as the case may be) application for the Rights Shares under the Rights Issue and this Offer Information Statement prior to effecting the Electronic Application and agrees to be bound by the same; and

   (b) that he consents to the disclosure of his name, NRIC/passport number, address, nationality, CDP Securities Account number, CPF Investment Account number and application details ("Relevant Particulars") from his account with that Participating Bank to the Share Registrar, Securities Clearing & Computer Services (Pte) Ltd, CDP, CPF Board, the SGX-ST, the Company and the Manager (the "Relevant Parties").

   His application will not be successfully completed and cannot be recorded as a completed transaction in the ATM unless he presses the "Enter" or "OK" or "Confirm" or "Yes" key. By doing so, the Applicant shall be treated as signifying his confirmation of each of the two statements above. In respect of statement 1(b) above, his confirmation, by pressing the "Enter" or "OK" or "Confirm" or "Yes" key, shall signify and shall be treated as his written permission, given in accordance with the relevant laws of Singapore including Section 47(2) and the Third Schedule of the Banking Act to the disclosure by that Participating Bank of the Relevant Particulars to the Relevant Parties.

2. An Applicant may make an Electronic Application through an ATM of any Participating Bank for the Rights Shares using cash only by authorising such Participating Bank to deduct the full amount payable from his bank account with such Participating Bank.

3. The Applicant irrevocably agrees and undertakes to subscribe for and to accept up to the aggregate of the number of Rights Shares provisionally allotted and excess Rights Shares applied for as stated on the Transaction Record or the number of Rights Shares standing to the credit of the "Free Balance" of his Securities Account as at the close of the Rights Issue. In the event that the Company decides to allot any lesser number of excess Rights Shares or not to allot any number of excess Rights Shares to the Applicant, the Applicant agrees to accept the decision as final.

4. If the Applicant's Electronic Application is successful, his confirmation (by his action of pressing the "Enter" or "OK" or "Confirm" or "Yes" key on the ATM) of the number of Rights Shares accepted and/or excess Rights Shares applied for shall signify and shall be treated as his acceptance of the number of Rights Shares accepted and/or excess Rights Shares applied for that may be allotted to him.

5. In the event that the Applicant accepts the Rights Shares both by way of the ARE and/or the ARS (as the case may be) and by Electronic Application through an ATM of a Participating Bank, the Company and CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as they may, in their absolute discretion, deem fit. In determining the number of Rights Shares which the Applicant has validly given instructions to accept, the Applicant shall be deemed to have irrevocably given instructions to accept the lesser of the number of provisionally allotted Rights Shares which are standing to the credit of the "Free Balance" of his Securities Account as at the close of the Rights Issue and the aggregate number of Rights Shares which have been accepted by the Applicant by way of the ARE and/or the ARS (as the case may be) and by Electronic Application through an ATM. The Company and CDP, in determining the number of Rights Shares which the Applicant has validly given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Shares, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore accompanying the ARE and/or the ARS, or by way of the acceptance through Electronic Application through an ATM of a Participating Bank.

6. If applicable, in the event that the Applicant applies for excess Rights Shares both by way of the ARE and by Electronic Application through an ATM of a Participating Bank, the Company and CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or a combination thereof as they may, in their absolute discretion, deem fit. In determining the number of excess Rights Shares which the Applicant has validly given instructions for the application of, the Applicant shall be deemed to have irrevocably given instructions to apply for and agreed to accept such number of excess Rights Shares not exceeding the aggregate number of excess Rights Shares for which he has applied by way of the ARE and by way of application through Electronic Application through an ATM of a Participating Bank. The Company and CDP, in determining the number of excess Rights Shares which the Applicant has given valid instructions for the application, shall be authorised and entitled to have regard to the aggregate amount of payment received for the application of the excess Rights Shares, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore accompanying the ARE, or by way of application through Electronic Application through an ATM of a Participating Bank.

7. The Applicant irrevocably requests and authorises the Company to:

   (a) register or to procure the registration of the Rights Shares allotted to the Applicant in the name of CDP for deposit into his Securities Account;

   (b) return (without interest or any share of revenue or other benefit arising therefrom) the acceptance/application monies, should his Electronic Application in respect of the Rights Shares be accepted and/or excess Rights Shares applied for not be accepted by the Company for any reason, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within 14 days after the Closing Date; and

   (c) return (without interest or any share of revenue or other benefit arising therefrom) the balance of the application monies, should his Electronic Application for excess Rights Shares be accepted in part only, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within 14 days after the Closing Date.

8. BY MAKING AN ELECTRONIC APPLICATION, THE APPLICANT CONFIRMS THAT HE IS NOT ACCEPTING/APPLYING FOR THE RIGHTS SHARES AS A NOMINEE OF ANY OTHER PERSON.

9. The Applicant irrevocably agrees and acknowledges that his Electronic Application is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, fires, acts of God, mistakes, losses and theft (in each case whether or not within the control of CDP, CPF Board, the Participating Banks, the Manager, the Company and/or the Share Registrar) and any other events whatsoever beyond the control of CDP, CPF Board, the Participating Banks, the Manager, the Company and/or the Share Registrar, and if, in any such event, CDP, CPF Board, the Participating Banks, the Company, the Manager and/or the Share Registrar do not record or receive the Applicant's Electronic Application by **9.30 p.m. on 19 August 2010**, or such data or the tape containing such data is lost, corrupted, destroyed or not otherwise accessible, whether wholly or partially for whatever reason, the Applicant shall be deemed not to have made an Electronic Application and the Applicant shall have no claim whatsoever against CDP, CPF Board, the Participating Banks, the Company, the Manager and/or the Share Registrar for any purported acceptance thereof and (if applicable) excess application therefor, or for any compensation, loss or damage in connection therewith or in relation thereto.

10. Electronic Applications may only be made through ATMs of the Participating Banks from Mondays to Saturdays between 7.00 a.m. to 9.30 p.m., excluding public holidays.

11. Electronic Applications shall close at **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

12. All particulars of the Applicant in the records of his Participating Bank at the time he makes his Electronic Application shall be deemed to be true and correct and the relevant Participating Bank and the Relevant Parties shall be entitled to rely on the accuracy thereof. If there has been any change in the particulars of the Applicant after the time of the making of his Electronic Application, the Applicant shall promptly notify his Participating Bank.

13. The Applicant must have sufficient funds in his bank account(s) with his Participating Bank at the time he makes his Electronic Application, failing which his Electronic Application will not be completed. Any Electronic Application made through ATMs of the Participating Banks which does not strictly conform to the instructions set out on the ATM screens of such Participating Banks will be rejected.

14. Where an Electronic Application is not accepted, it is expected that the full amount of the acceptance/application monies will be refunded in Singapore dollars (without interest or any share of revenue or other benefit arising therefrom) to the Applicant by being automatically credited to the Applicant's bank account with the relevant Participating Bank within fourteen (14) days after the Closing Date. An Electronic Application may also be accepted in part, in which case the balance amount of acceptance/application monies will be refunded on the same terms.

15. In consideration of the Company arranging for the Electronic Application facility through the ATMs of the Participating Banks and agreeing to close the Rights Issue at **9.30 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), and by making and completing an Electronic Application, the Applicant agrees that:

    (a) his Electronic Application is irrevocable (whether or not, to the extent permitted by law, any supplementary document or replacement document referred to in Section 241 of the Securities and Futures Act is lodged with the Authority);

    (b) his Electronic Application, the acceptance by the Company and the contract resulting therefrom shall be governed by and construed in accordance with the laws of Singapore and he irrevocably submits to the exclusive jurisdiction of the Singapore courts;

    (c) none of the Company, CDP, CPF Board, the Participating Banks, the Manager nor the Share Registrar shall be liable for any delays, failures or inaccuracies in the recording, storage or in the transmission or delivery of data relating to his Electronic Application to the Company or CDP due to a breakdown or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 9 above or to any cause beyond their respective control;

    (d) he will not be entitled to exercise any remedy of rescission or misrepresentation at any time after acceptance of the provisionally allotted Rights Shares and (if applicable) acceptance of his application for excess Rights Shares;

    (e) in respect of the Rights Shares for which his Electronic Application has been successfully completed and not rejected, acceptance of the Applicant's Electronic Application shall be constituted by written notification by or on behalf of the Company and not otherwise, notwithstanding any payment received by or on behalf of the Company; and

    (f) unless expressly provided to the contrary in this Offer Information Statement or the Electronic Application with respect to enforcement against the Applicant, a person who is not a party to any contracts made pursuant to this Offer Information Statement or the Electronic Application has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore, to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

16. The Applicant should ensure that his personal particulars as recorded by both CDP and the relevant Participating Banks are correct and identical, otherwise, his Electronic Application may be liable to be rejected. The Applicant should promptly inform CDP of any change in his address, failing which the notification letter on successful allotment and other correspondence will be sent to his mailing address last registered with CDP.

17. The existence of a trust will not be recognised. Any Electronic Application by an Applicant must be made in his own name and without qualification. The Company will reject any application by any person acting as nominee.

18. In the event that the Applicant accepts or subscribes for the provisionally allotted Rights Shares or (if applicable) applies for excess Rights Shares, as the case may be, by way of the ARE and/or the ARS and/or by way of Electronic Application through any ATM of the Participating Banks, the provisionally allotted Rights Shares and/or excess Rights Shares will be allotted in such manner as the Company or CDP may, in their absolute discretion, deem fit and the surplus acceptance and (if applicable) application monies, as the case may be, will be refunded, without interest or any share of revenue or other benefit arising therefrom, within fourteen (14) days after the Closing Date by any one or a combination of the following:

    (a) by means of a crossed cheque sent BY ORDINARY POST AT HIS OWN RISK if he accepts and (if applicable) applies through CDP; and

    (b) crediting the Applicant's bank account with the Participating Bank AT HIS OWN RISK if he accepts and (if applicable) applies through an ATM of that Participating Bank.

19. The Applicant hereby acknowledges that, in determining the total number of Rights Shares represented by the provisional allotment of Rights Shares which he can validly accept, the Company and CDP are entitled, and the Applicant hereby authorises the Company and CDP, to take into consideration:

    (a) the total number of Rights Shares represented by the provisional allotment of Rights Shares which the Applicant has validly accepted, whether under the ARE and/or the ARS or any other form of acceptance (including Electronic Application through an ATM) for the Rights Shares;

    (b) the total number of Rights Shares represented by the provisional allotment of Rights Shares standing to the credit of the "Free Balance" of the Applicant's Securities Account which is available for acceptance; and

    (c) the total number of Rights Shares represented by the provisional allotment of Rights Shares which has been disposed of by the Applicant.

    The Applicant hereby acknowledges that the Company's and CDP's determination shall be conclusive and binding on him.

20. The Applicant irrevocably requests and authorises CDP to accept instructions from the Participating Bank through whom the Electronic Application is made in respect of the provisional allotment of Rights Shares accepted by the Applicant and (if applicable) the excess Rights Shares which the Applicant has applied for.

21. With regard to any application which does not conform strictly to the instructions set out under the Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Right Shares in relation to the Rights Issue or which does not comply with the instructions for Electronic Application or with the terms and conditions of the Offer Information Statement, or in the case of an application by the ARE, the ARS, the PAL and/or any other application form for the Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, or where the "Free Balance" of the Entitled Depositor's Securities Account is not credited with or is credited with less

than the relevant number of Rights Shares accepted as at the last date and time for acceptance of and application and payment for Rights Shares and/or excess Rights Shares, the Company may, at its absolute discretion, reject or treat as invalid any such application or present for payment or other processes all remittances at any time after receipt in such manner as it may deem fit.

22. The Company and the CDP shall be entitled to process each application submitted for the acceptance of Rights Shares, and where applicable, application of excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Shareholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Shareholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid. Evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application and (if applicable) application for excess Rights Shares.

PROCEDURES FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

1. INTRODUCTION

1.1 Acceptances of the provisional allotments of and any excess application for the Rights Shares must be made on the appropriate form(s) accompanying and forming part of this Offer Information Statement. Entitled Scripholders are entitled to receive this Offer Information Statement with the following documents which are enclosed with, and are deemed to constitute a part of, this Offer Information Statement:

Renounceable PAL incorporating:

Form of Acceptance	Form A
Request for Splitting	Form B
Form of Renunciation	Form C
Form of Nomination	Form D
Excess Rights Shares Application Form	Form E

1.2 The provisional allotment of the Rights Shares and application for excess Rights Shares are governed by the terms and conditions of this Offer Information Statement, the PAL and (if applicable) the Memorandum and Articles of Association of the Company. The number of Rights Shares provisionally allotted to Entitled Scripholders is indicated in the PAL (fractional entitlements, if any, to be disregarded). Entitled Scripholders may accept their provisional allotments of Rights Shares, in full or in part, and are eligible to apply for Rights Shares in excess of their entitlements under the Rights Issue.

1.3 Full instructions for the acceptance of and payment for the Rights Shares provisionally allotted to Entitled Scripholders and the procedures to be adopted should they wish to renounce, transfer or split their provisional allotments are set out in the PAL.

1.4 With regard to any application which does not conform strictly to the instructions set out under the Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Right Shares in relation to the Rights Issue or with the terms and conditions of the Offer Information Statement, or in the case of an application by the ARE, the ARS, the PAL and/or any other application form for the Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed or which is accompanied by an improperly or insufficiently drawn remittance, the Company may, at its absolute discretion, reject or treat as invalid any such application or present for payment or other processes all remittances at any time after receipt in such manner as it may deem fit.

1.5 The Company and the Share Registrar shall be entitled to process each application submitted for the acceptance of Rights Shares, and where applicable, application of excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Scripholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Scripholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid. Evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application and (if applicable) application for excess Rights Shares.

1.6 **Entitled Scripholders who intend to trade any part of their provisional allotment of Rights Shares on the SGX-ST should note that all dealings in and transactions of the provisional allotments of Rights Shares through the SGX-ST will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs will not be valid for delivery pursuant to trades done on the SGX-ST.**

1.7 Unless expressly provided to the contrary in this Offer Information Statement and/or the PAL, a person who is not a party to this Offer Information Statement and/or the PAL has no right under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore, to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. FORM OF ACCEPTANCE (FORM A)

2.1 Acceptance

An Entitled Scripholder who wishes to accept his entire provisional allotment of Rights Shares or to accept any part of it and decline the balance, should:

(a) complete the Form of Acceptance (Form A) for the number of Rights Shares which he wishes to accept; and

(b) forward the PAL in its entirety, duly completed and signed, together with the remittance for the full amount due and payable on acceptance in the manner hereinafter prescribed to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 138, ROBINSON ROAD #17-00, THE CORPORATE OFFICE, SINGAPORE 068906** so as to arrive not later than **5.00 P.M. ON 19 AUGUST 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

2.2 Insufficient Payment

The attention of the Entitled Scripholder is also drawn to paragraph 2.3 of this Appendix 3 entitled "**Appropriation**" which sets out the circumstances and manner in which the Company and the Share Registrar shall be entitled to determine the number of Rights Shares which the Entitled Scripholder has given instructions to accept.

2.3 Appropriation

An Entitled Scripholder should note that by accepting his provisional allotment of Rights Shares, he acknowledges that, the Company and the Share Registrar, in determining the number of Rights Shares which the Entitled Scripholder has given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Shares, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore.

3. REQUEST FOR SPLITTING (FORM B), RENUNCIATION (FORM C) AND FORM OF NOMINATION (FORM D)

3.1 Entitled Scripholders who wish to accept a portion of their provisional allotments of Rights Shares and renounce the balance of their provisional allotments of Rights Shares, or who wish to renounce all or part of their provisional allotments of Rights Shares in favour of more than one person, should first, using the Request for Splitting (Form B), request to have their provisional allotments of Rights Shares under the PAL split into separate PALs ("**Split Letters**") according to their requirements. The duly completed Form B together with the PAL in its entirety should then be returned to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 138, ROBINSON ROAD #17-00, THE CORPORATE OFFICE, SINGAPORE 068906**, so as to arrive as soon as possible and in any case not later than **5.00 P.M. ON 13 AUGUST 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Split Letters will then be issued to Entitled Scripholders in accordance with their request. No Split Letters will be issued to Entitled Scripholders if Form B is received after **5.00 p.m. on 13 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

3.2 The Split Letters representing the number of Rights Shares which Entitled Scripholders intend to renounce may be renounced by completing the Form for Renunciation (Form C) before delivery to the renouncee. Entitled Scripholders should complete Form A of the Split Letter(s) representing that part of their provisional allotments of Rights Shares they intend to accept, if any. The said Split Letter(s) together with the remittance for the payment (if required) in the prescribed manner should be forwarded to the Share Registrar so as to arrive not later than **5.00 p.m. on 19 August 2010**.

3.3 Entitled Scripholders who wish to renounce their entire provisional allotments of Rights Shares in favour of one person, or renounce any part of it in favour of one person and decline the balance, should complete Form C for the number of provisional allotments of Rights Shares which they wish to renounce and deliver the PAL in its entirety to the renouncees as soon as possible.

3.4 Each Entitled Scripholder may consolidate the Rights Shares provisionally allotted in the PAL together with those comprised in any PALs and/or Split Letters renounced in his favour by completing and signing Form A and the Consolidated Listing Form in Form D of the PAL and attaching thereto all the said renounced PALs and/or Split Letters, each duly completed and signed and with the serial number of the Principal PAL (hereinafter defined) stated on each of them.

A renouncee who is not an Entitled Scripholder and who wishes to consolidate the provisional allotment of Rights Shares comprised in several renounced PALs and/or Split Letters in one name only or in the name of a joint Securities Account should complete the Consolidated Listing Form in Form D of only one PAL or Split Letter (the "**Principal PAL**") by entering therein details of the renounced PALs and/or Split Letters and attaching thereto all the said renounced PALs and/or Split Letters, each duly completed and signed, and with the serial number of the Principal PAL stated on each of them.

ALL THE RENOUNCED PALS AND SPLIT LETTERS EACH DULY COMPLETED AND SIGNED, MUST BE ATTACHED TO FORM A OR FORM D (AS THE CASE MAY BE).

Form D together with the PAL in its entirety, duly completed and signed, together with payment in the prescribed manner, are to reach **SUPERIOR MULTI-PACKAGING LIMITED C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 138, ROBINSON ROAD #17-00, THE CORPORATE OFFICE, SINGAPORE 068906,** so as to arrive not later than **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

4. PAYMENT

4.1 Payment in relation to the PALs must be made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**SMPL RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the name and address of the Entitled Scripholder or acceptor clearly written in block letters on the reverse side of the remittance. The completed PAL and remittance should be addressed and forwarded, AT THE SENDER'S OWN RISK, to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 138, ROBINSON ROAD #17-00, THE CORPORATE OFFICE, SINGAPORE 068906**, so as to arrive not later than **5.00 P.M. ON 19 AUGUST 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). **NO OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED**.

4.2 If acceptance and payment in the prescribed manner as set out in the Offer Information Statement and PAL is not received by **5.00 p.m. on 19 August 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), the provisional allotments of Rights Shares will be deemed to have been declined and such provisional allotments not so accepted will be used to satisfy excess applications, if any, or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company.

The Company will return all unsuccessful application monies received in connection therewith by ORDINARY POST and at the risk of the Entitled Scripholders or their renouncee(s), as the case may be, without interest or any share of revenue or benefit arising therefrom, within fourteen (14) days after the Closing Date.

5. APPLICATION FOR EXCESS RIGHTS SHARES (FORM E)

5.1 Entitled Scripholders who wish to apply for excess Rights Shares in addition to those which have been provisionally allotted to them may do so by completing the Excess Rights Shares Application Form (Form E) of the PAL and forwarding it with a **SEPARATE REMITTANCE** for the full amount payable in respect of the excess Rights Shares applied for in the form and manner set out in paragraph 4 above, AT THEIR OWN RISK, to **SUPERIOR MULTI-PACKAGING LIMITED C/O THE SHARE REGISTRAR, M & C SERVICES PRIVATE LIMITED, 138, ROBINSON ROAD #17-00, THE CORPORATE OFFICE, SINGAPORE 068906**, so as to arrive not later than **5.00 P.M. ON 19 AUGUST 2010** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). **NO OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED**.

5.2 Applications for excess Rights Shares are subject to the terms and conditions contained in the PAL, Form E, this Offer Information Statement and (if applicable) the Memorandum and Articles of Association of the Company. Applications for excess Rights Shares will, at the Directors' absolute discretion, be satisfied from such Rights Shares as are not validly taken up by the Entitled Shareholders, the original allottee(s) or their respective renouncee(s) or the Purchaser(s) of the provisional allotments of Rights Shares, together with the aggregated fractional entitlements to the Rights Shares, the unsold "nil-paid" provisional allotment of Rights Shares (if any) of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the PAL, Form E, this Offer Information Statement and (if applicable) the Memorandum and Articles of Association of the Company. In the event that applications are received by the Company for more excess Rights Shares than are available, the excess Rights Shares available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. In the allotment of excess Rights Shares, preference will be given to the rounding of odd lots, and Directors and Substantial Shareholders will rank last in priority. The Company reserves the right to refuse, in whole or in part, any application for excess Rights Shares without assigning any reason whatsoever.

5.3 If no excess Rights Shares are allotted to Entitled Scripholders or if the number of excess Rights Shares allotted to them is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be refunded to them by the Company without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days of the Closing Date, BY ORDINARY POST AT THEIR OWN RISK.

6. GENERAL

6.1 No acknowledgements or receipts will be issued in respect of any acceptances, remittances or applications.

6.2 **Entitled Scripholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant or other professional adviser.**

6.3 Upon listing and quotation on the Main Board of the SGX-ST, the Rights Shares when issued, will be traded under the book-entry (scripless) settlement system. All dealings in and transactions (including transfers) of the Rights Shares effected through the SGX-ST and/or CDP shall be made in accordance with CDP's "Terms and Conditions for Operation of Securities Accounts with The Central Depository (Pte) Limited", as the same may be amended from time to time. Copies of the above are available from CDP.

6.4 **To facilitate scripless trading, Entitled Scripholders and their renouncees who wish to accept the Rights Shares provisionally allotted to them and (if applicable) apply for excess Rights Shares, and who wish to trade the Rights Shares issued to them on the SGX-ST under the book-entry (scripless) settlement system, should open and maintain Securities Accounts with CDP in their own names if they do not already maintain such Securities Accounts in order that the number of Rights Shares and, if applicable, the excess Rights Shares that may be allotted to them can be credited by CDP into their Securities Accounts. Entitled Scripholders and their renouncees who wish to accept and/or apply for the excess Rights Shares and have their Rights Shares credited into their Securities Accounts must fill in their Securities Account numbers and/or National Registration Identity Card ("NRIC")/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL. Entitled Scripholders and their renouncees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or who provide incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with CDP will be issued physical share certificates in their own names for the Rights Shares allotted to them and if applicable, the excess Rights Shares allotted to them. Such physical share certificates, if issued, will not be valid for delivery pursuant to trades done on the SGX-ST under the book-entry (scripless) settlement system, although they will continue to be prima facie evidence of legal title.**

6.5 If the Entitled Scripholders' addresses stated in PAL are different from their addresses registered with CDP, they must inform CDP of their updated addresses promptly, failing which the notification letter, on successful allotments will be sent to their addresses last registered with CDP.

6.6 A holder of physical share certificate(s), or an Entitled Scripholder who has not deposited his share certificate(s) with CDP but who wishes to trade on the SGX-ST, must deposit with CDP his existing share certificate(s), together with the duly executed instrument(s) of transfer in favour of CDP, and have his Securities Account credited with the number of Rights Shares or existing Shares, as the case may be, before he can effect the desired trade.

6.7 **THE FINAL TIME AND DATE FOR ACCEPTANCES AND/OR APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES AND/OR EXCESS RIGHTS SHARES IS 5.00 P.M. ON 19 AUGUST 2010 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY).**

LIST OF PARTICIPATING BANKS

PARTICIPATING BANKS FOR ELECTRONIC APPLICATIONS THROUGH AN ATM:

- DBS Bank Ltd (including POSB)
- Oversea-Chinese Banking Corporation Limited
- United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited

The Directors collectively and individually accept responsibility for the accuracy of the information given in this Offer Information Statement and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, the facts stated and opinions expressed in this Offer Information Statement are fair and accurate in all material respects as at the date of this Offer Information Statement and there are no material facts the omission of which would make any statement in this Offer Information Statement misleading in any material respect. Where information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the Directors has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Offer Information Statement.

For and on behalf of **SUPERIOR MULTI-PACKAGING LIMITED**

Prof Tan Chin Tiong
Non-Executive Chairman

Ng Chok Say
Deputy Chairman

Wang Gee Hock
Executive Director/Chief Executive Officer

Goh Chuen Jin
Non-Executive Director

Assoc Prof Loh Han Tong
Independent Director

Tay Puan Siong
Independent Director

Ng Lay Leng
Alternate Director to Ng Chok Say

Lim Chee Ho
Alternate Director to Goh Chuen Jin