
 Print this page

Miscellaneous	
* Asterisks denote mandatory information	
Name of Announcer *	FRASER AND NEAVE, LIMITED
Company Registration No.	189800001R
Announcement submitted on behalf of	FRASER AND NEAVE, LIMITED
Announcement is submitted with respect to *	FRASER AND NEAVE, LIMITED
Announcement is submitted by *	Anthony Cheong Fook Seng
Designation *	Group Company Secretary
Date & Time of Broadcast	19-Sep-2012 19:45:04
Announcement No.	00130

>> Announcement Details
The details of the announcement start here ...

Announcement Title * (1) CHANGE OF VENUE FOR EXTRAORDINARY GENERAL MEETING OF FRASER AND NEAVE, LIMITED (THE "COMPANY") TO BE HELD ON 28 SEPTEMBER 2012 (2) MANDATORY CONDITIONAL CASH OFFER BY UNITED OVERSEAS BANK LIMITED, DBS BANK LTD. AND MORGAN STANLEY ASIA (SINGAPORE) PTE. FOR AND ON BEHALF OF TCC ASSETS LIMITED FOR THE COMPANY

Description Please see attached.

Attachments
 FNN-Announcement-19.9.12.pdf
 Total size = **129K**
 (2048K size limit recommended)

Close Window



FRASER AND NEAVE, LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No.: 189800001R)

- (1) **CHANGE OF VENUE FOR EXTRAORDINARY GENERAL MEETING (“EGM”) OF FRASER AND NEAVE, LIMITED (THE “COMPANY”) TO BE HELD ON 28 SEPTEMBER 2012**
- (2) **MANDATORY CONDITIONAL CASH OFFER (THE “OFFER”) BY UNITED OVERSEAS BANK LIMITED, DBS BANK LTD. AND MORGAN STANLEY ASIA (SINGAPORE) PTE. FOR AND ON BEHALF OF TCC ASSETS LIMITED (THE “OFFEROR”) FOR THE COMPANY**

1. PREVIOUS ANNOUNCEMENTS. The Company refers to:

- 1.1 its announcement dated 6 September 2012 attaching its Notice of EGM to be held on 28 September 2012; and
- 1.2 the joint announcement issued today by Thai Beverage Public Company Limited (“**ThaiBev**”), the Offeror and Heineken N.V. (“**Heineken**”) in which:
 - 1.2.1 ThaiBev irrevocably undertakes to procure that International Beverage Holdings Limited (“**IBHL**”) vote all the shares in the Company held, owned or controlled by IBHL at the time of the EGM in favour of Resolution 1 as set out in the Company’s Notice of EGM (“**Resolution 1**”),
 - 1.2.2 the Offeror irrevocably undertakes to vote all the shares in the Company held, owned or controlled by the Offeror at the time of the EGM in favour of Resolution 1, and
 - 1.2.3 Heineken irrevocably undertakes not to make a general offer for shares in the Company under the Singapore Code on Take-overs and Mergers (the “**Code**”).

2. CHANGE OF VENUE FOR THE EGM. The EGM has been convened to be held at Level 2, Alexandra Point, 438 Alexandra Road, Singapore 119958 (the “**Original Venue**”) on 28 September 2012 at 10.00 a.m..

The Company is anticipating that the Original Venue for the EGM might not be large enough to accommodate the meeting, as there may be a higher turn-out than was initially expected. The venue for the EGM will therefore be changed to larger premises at Ground Level, Alexandra Point, 438 Alexandra Road, Singapore 119958 (the “**New Venue**”). For technical reasons, the EGM will open at the Original Venue at the appointed date and time, and (with the consent of the meeting) be immediately adjourned to the New Venue.

Shareholders of the Company and their duly appointed proxy(ies) may attend the EGM from the outset at the Original Venue or (at their preference) they may proceed directly to the New Venue. For shareholders’ convenience, registration counters for shareholders and proxy(ies) attending the EGM will be located at the Original Venue as well as at the New Venue.

A letter notifying shareholders of the proposed change of venue for the EGM will also be despatched to all shareholders.

3. **THE OFFER.** The Company refers to its announcement of 13 September 2012 on the Offer.

Further to this announcement, the Company wishes to highlight that the Code requires the Offeror to despatch an offer document to shareholders of the Company no earlier than 27 September 2012 and no later than 4 October 2012, and for the Board of Directors of the Company to advise shareholders of its views of the Offer within 14 days of the despatch of such offer document.

Shareholders are advised to refrain from taking any action in relation to their shares of the Company which may be prejudicial to their interests, and to exercise caution when dealing in the shares of the Company.

4. **DIRECTORS' RESPONSIBILITY STATEMENT**

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

Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the Directors of the Company 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 announcement.

BY ORDER OF THE BOARD
Anthony Cheong Fook Seng
Group Company Secretary

19 September 2012