

RAFFLES EDUCATION CORPORATION LIMITED (UEN/Company Registration Number 199400712N)

S\$30,000,000 5.90% NOTES DUE 2018 (TO BE CONSOLIDATED AND FORM A SINGLE SERIES WITH THE EXISTING S\$50,000,000 5.90% NOTES DUE 2018 ISSUED ON 3 MAY 2013) TO BE ISSUED PURSUANT TO THE S\$500,000,000 MEDIUM TERM NOTE PROGRAMME

Raffles Education Corporation Limited (the "**Company**"), wishes to announce that it intends to issue S\$30,000,000 5.90% Fixed Rate Notes due 2018 (the "**Series 002 Tranche 002 Notes**") (to be consolidated and form a single series (the "**Series 002 Notes**") with the existing S\$50,000,000 5.90% Notes Due 2018 issued on 3 May 2013). The Series 002 Tranche 002 Notes will be issued under the S\$500,000,000 Medium Term Note Programme established by the Company on 22 February 2012 (the "**Programme**"). The Hongkong and Shanghai Banking Corporation Limited and United Overseas Bank Limited have been appointed as the joint lead managers and bookrunners for the Series 002 Tranche 002 Notes.

The Company is pleased to announce that the principal terms of the Series 002 Tranche 002 Notes are as follows:

- Issue Size** : **S\$30,000,000**
- Issue Price** : **100% of the principal amount of the Series 002 Tranche 002 Notes plus accrued interest from (and including) 3 May 2015 to (but excluding) 7 May 2015**
- Interest** : **5.90% per annum payable semi-annually in arrear on 3 May and 3 November in each year commencing from 3 November 2015**
- Maturity Date** : **3 May 2018**

The issue date of the Series 002 Tranche 002 Notes is currently expected to be on or about 7 May 2015.

The net proceeds arising from the issue of the Series 002 Tranche 002 Notes (after deducting issue expenses) will be used for the financing of general corporate funding requirements or investments of the Company (including refinancing of existing borrowings), working capital, capital expenditure and other general funding requirements.

Application will be made to the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the listing and quotation of the Series 002 Tranche 002 Notes on the SGX-ST. Such permission will be granted when the Series 002 Tranche 002 Notes have been admitted to the Official List of the SGX-ST. The SGX-ST assumes no responsibility for the correctness of any of the statements made or opinions expressed or reports contained herein. Admission to the Official List of the SGX-ST and quotation of the Series 002 Tranche 002 Notes on the SGX-ST is not to be taken as an indication of the merits of the Programme or the Series 002 Tranche 002 Notes.

Under the terms and conditions of the Series 002 Notes, if, for any reason, a Change of Shareholding Event (as defined below) occurs, the holder of any Series 002 Note shall have the option, but not the obligation, to require the Company to redeem such Series 002 Note at its redemption amount together with interest accrued to the date fixed for redemption.

A "**Change of Shareholding Event**" occurs when Mr Chew Hua Seng (NRIC No. S0192107Z) ceases to be the single largest holder of the issued share capital of the Company for the time being. For the purposes of determining whether a Change of Shareholding Event has occurred, the shareholding of Mr Chew Hua Seng shall include the shares of the Company in which he has a deemed interest pursuant to Section 7 of the Companies Act (Chapter 50 of Singapore).

BY ORDER OF THE BOARD

Chew Hua Seng
Chairman

30 April 2015