## NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES



BANYAN TREE

#### BANYAN TREE HOLDINGS LIMITED

(Company Registration Number: 200003108H) (incorporated with limited liability in the Republic of Singapore on 11 April 2000)

#### Offering in respect of 380,117,000 Offering Shares (subject to the Over-allotment Options) The size of the Public Offer is 20,000,000 Offering Shares Final Offering Price: S\$0.97 per Offering Share

# THIS ANNOUNCEMENT IS FOR INFORMATION PURPOSES ONLY AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO SUBSCRIBE FOR AND/OR PURCHASE OFFERING SHARES.

#### SINGAPORE PLACEMENT

Further to the announcement of 8 June 2006 made by us, on behalf of Banyan Tree Holdings Limited ("BTH" or the "Company") and the Vendors (as defined in the prospectus dated 26 May 2006 (the "Prospectus")), we are pleased to announce that, at the close of the Placement process, all 437,134,000 Offering Shares to be issued by the Company and sold by the Vendors in the Placement and Public Offer (including 57,017,000 Shares over-allocated to the Placement (the "Over-allocated Shares") have been validly applied for and allocated.

#### ALLOCATION BETWEEN THE PUBLIC OFFER AND THE PLACEMENT

Further to the announcement of 8 June 2006, we wish to announce that the aggregate of 437,134,000 Offering Shares under the Offering (including the Over-allocated Shares) have been allocated to be issued or sold as follows:-

- (1) 20,000,000 Shares pursuant to the Public Offer; and
- (2) 417,134,000 Shares pursuant to the Placement (inclusive of 4,051,000 Reserved Shares (as defined in the Prospectus)).

All the 437,134,000 Offering Shares pursuant to the Offering have been validly applied for and allocated.

#### **RULE 240 OF THE SGX-ST LISTING MANUAL**

Pursuant to Rule 240 of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual, and to the best of the knowledge and belief of DBS Bank Ltd and UBS AG, acting through its business group, UBS Investment Bank ("UBS"), after having taken all reasonable steps and making all reasonable enquiries, the following persons have acquired the following number of Offering Shares pursuant to the Offering:-

Name of Holder	Relationship	No. of Offering Shares	Circumstances giving rise to the Allocation
Dr Chiang See Ping	Brother of Chiang See Ngoh Claire, a substantial shareholder of BTH	10,000	Allocated under the Placement Tranche
Mr Chiang See Thong	Brother of Chiang See Ngoh Claire, a substantial shareholder of BTH	100,000	Allocated under the Placement Tranche

DMG & Partners P L Stock 1	Member of the same group of companies as the Retail Selling Agent, DMG & Partner Securities Pte Ltd	18,000	Allocated under the Placement Tranche
Assets management companies and private banking business in the same group as UBS	Member of the same group of companies as the Joint Global Co-ordinator, UBS	19,200,000	Allocated under the Placement Tranche

### SPREAD

417,134,000 Shares (which is the aggregate of 360,117,000 Offering Shares and 57,017,000 Over-allocated Shares) have been validly allocated under the Placement. The spread of placees is as follows:-

Range of Shares Applied for under the **Total Number of** Placement Placees 1.000 to 9.999 156 10,000 to 49,999 164 50,000 to 99,999 25 100,000 to 499,999 75 500,000 to 999,999 22 1.000.000 and above 72 Total 514

#### COMMENCEMENT OF TRADING

The Shares are expected to commence trading on the SGX-ST on a "ready" basis at 9.00 a.m. (Singapore time) on 14 June 2006, subject to the SGX-ST being satisfied that all conditions necessary for the commencement of trading in the Shares on a "ready" basis have been fulfilled. It is expected that there will be <u>NO</u> trading on a "when issued" basis.

# Issued jointly by DBS Bank Ltd and UBS AG, acting through its business group, UBS Investment Bank

For and on behalf of Banyan Tree Holdings Limited and the Vendors 13 June 2006

This announcement does not constitute an offer of securities for sale in the United States. The shares of BTH have not been, and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), and may only be offered or sold (a) in the United States, to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) in transactions exempt from the registration requirements of the Securities Act pursuant to Rule 144A and in accordance with applicable state securities laws, and (b) outside of the United States, to non-U.S. persons (as defined in Regulation S under the Securities Act) in offshore transactions in compliance with Regulation S under the Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.