

DAYEN ENVIRONMENTAL LIMITED
(Company registration No. 198602051G)

OFFER TO PUTRA PACIFIC HOLDINGS PTE. LTD TO SUBSCRIBE FOR UP TO 31,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF DAYEN ENVIRONMENTAL LIMITED

The Directors of Dayen Environmental Limited (“**Dayen**” or the “**Company**”) wish to announce that the Company has given an offer (the “**Offer**”) to Putra Pacific Holdings Pte. Ltd. (“**Putra Pacific**”) to subscribe for up to 31,000,000 new ordinary shares (the “**New Shares**”) in the capital of the Company (“**Proposed Subscription**”).

The Offer is subject to the execution of a definitive Subscription Agreement by Dayen and Putra Pacific (the “**Parties**”) on terms agreeable between the Parties. The issue price of each New Share shall be determined by the Parties but shall not represent a discount of more than 10% to the volume weighted average price of each of the Company’s shares (“**Shares**”) for trades done on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) for the full market day on which the Subscription Agreement is signed or, if trading in the Shares is not available for a full market day, the volume weighted average price of each Share based on the trades done on the preceding market day up to the time the Subscription Agreement is signed.

The New Shares will be issued and allotted pursuant to the general mandate granted by the shareholders of the Company at the Annual General Meeting of the Company held on 12 February 2009 (“**AGM**”). The New Shares represent approximately 13.2% of the Company’s enlarged share capital after completion of the Proposed Subscription.

The New Shares, when issued and fully paid, will rank *pari passu* in all respects with the existing ordinary shares of the Company. The Proposed Subscription is conditional upon, *inter alia*, the following:

- (a) The terms and the conditions of the Subscription Agreement shall comply with Section 275(1A) of the Securities and Futures Act (Cap 289) (the “**Act**”) such that there is no requirement for an offer information statement to be lodged with the Monetary Authority of Singapore.
- (b) The Company having obtained approval in-principle from SGX-ST for the listing and quotation of the New Shares on Catalist.
- (c) The New Shares being issued and allotted under the general mandate granted by the shareholders of the Company at the AGM on 12 February 2009, pursuant to Section 161 of the Companies Act (Cap. 50), for the Directors to issue new shares in the capital of the Company and such approval not having been revoked or amended on or before completion date of the Proposed Subscription (“**Completion Date**”).
- (d) The due compliance of such conditions, directions or requirements in connection with the allotment, issue and subscription of the New Shares as the SGX-ST may from time to time direct the Company to comply with, and all such conditions, directions or requirements (if any) being fulfilled to the satisfaction of SGX-ST on or before Completion Date.
- (e) The allotment, issue and subscription of the New Shares not being prohibited by any statute, order, rule, regulation, directive or request promulgated or issued after the date of the Subscription Agreement by any legislative, executive or regulatory body or authority of Singapore or elsewhere, which is applicable to the Company and/or the Subscriber, including but not limited to the provisions of the Listing Manual of the SGX-ST, Section B: Rules of Catalist (the “**Listing Rules**”) and/or the Act.
- (f) The Company obtaining the approval of its shareholders in the event that the Proposed Placement falls within the restriction imposed by Rule 803 of the Listing Rules.

- (g) The satisfaction by the Sponsor of all the relevant requirements under the Listing Rules, including but not limited to the submission of a confirmation to the SGX-ST pursuant to Rule 864(1)(g) of the Listing Rules.
- (h) The due compliance of such conditions, directions or requirements in connection with the allotment, issue and subscription of the New Shares as the Sponsor may from time to time direct the Company to comply with, and all such conditions, directions or requirements (if any) being fulfilled to the satisfaction of Sponsor on or before Completion Date.

When completed, the Proposed Subscription will increase the existing issued share capital of the Company from 204,673,460 ordinary shares to 235,673,460 ordinary shares.

The Offer is only open for Putra Pacific's acceptance within five business days commencing from 28 April 2009 (the "**Validity Period**"). Should Putra Pacific fail to revert within the Validity Period, the Offer shall lapse. For the avoidance of doubt, the Offer, when accepted by Putra Pacific, will not be legally binding on the Parties until their agreement of the detailed terms and conditions of and execution of the Subscription Agreement. Upon the execution of the Subscription Agreement, the Company will disclose all the information required under the Listing Rules in a detailed announcement.

Putra Pacific is an investment holding company incorporated in Singapore. The entire issued and paid-up share capital of Putra Pacific is held by Mr Wijoto Tjiptodihardjo.

None of the Directors, and as far as the Directors are aware, none of the substantial shareholders of the Company has any interest, direct or indirect, in the Proposed Subscription.

As there is no assurance that the Offer will be accepted by Putra Pacific and the Proposed Subscription will be completed, shareholders are advised to refrain from taking any action which may be prejudicial to their interests before seeking advice from their stockbrokers, bank managers, solicitors, accountants or other professional advisers (as appropriate).

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Collins Stewart Pte. Limited, for compliance with the relevant rules of the SGX-ST. Collins Stewart Pte. Limited, has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Alex Tan, Managing Director, Corporate Finance, Collins Stewart Pte. Limited at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854 6160.

By Order of the Board

Dayen Environmental Limited

Alan Yau Wai Hoo
Executive Director / Chief Executive Officer
29 September