



and



TIBS HOLDING LTD.

Enhanced Public Transport Services Through a Multi-Modal Network

9 July 2001

Summary of Proposed Transaction

Transaction

- SMRT Corporation intends to enter into a scheme of arrangement with TIBS Holdings Ltd. to combine our businesses
- TIBS is one of two public bus operators in Singapore with a fleet of around 800 buses servicing 74 routes, and 2000 taxis

Consideration

- Total minimum cash consideration of S\$1.44 per TIBS share
Two components:
 - (i) S\$1.405 in cash for every TIBS share
 - (ii) A minimum gross cash dividend of S\$0.035 per TIBS share upon the disposal of certain of TIB's non-core assets prior to the closing of the transaction

Conditions

- Regulatory and shareholders approvals
- Disposal of TIBS' non-core assets, prior to closing of the transaction
- Mr Ng Ser Miang will provide TIBS with the option to put the non-core assets to him at the later of 4 months from the date of the Merger Agreement and 7 days after the Scheme Order of Court is granted

Providing Multi-Modal Public Transport Services in Singapore



Overview

Business combination that is aligned with SMRT Corporation's strategy

Strategic Rationale

Providing enhanced services through a comprehensive and integrated public transport network

Financial Rationale

Compelling valuation that is accretive to shareholders
Increase shareholder value

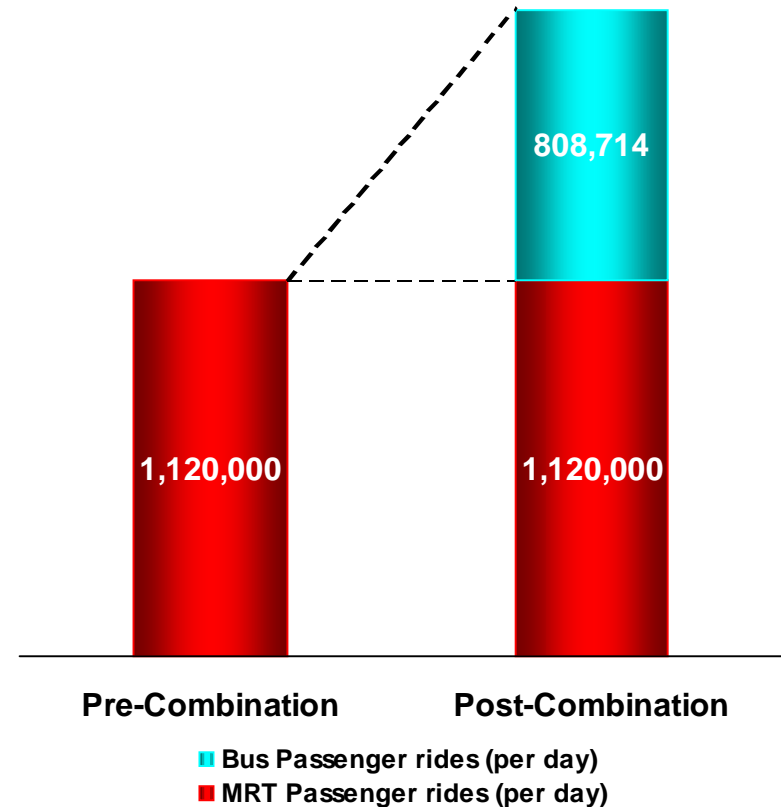


Aligned with SMRT's Business Strategy

SMRT's Strategy

- Evolve as a multi-modal public transport operator
- Offer seamless service to our customers
- Capitalize on proven operational strength to expand businesses both locally and internationally

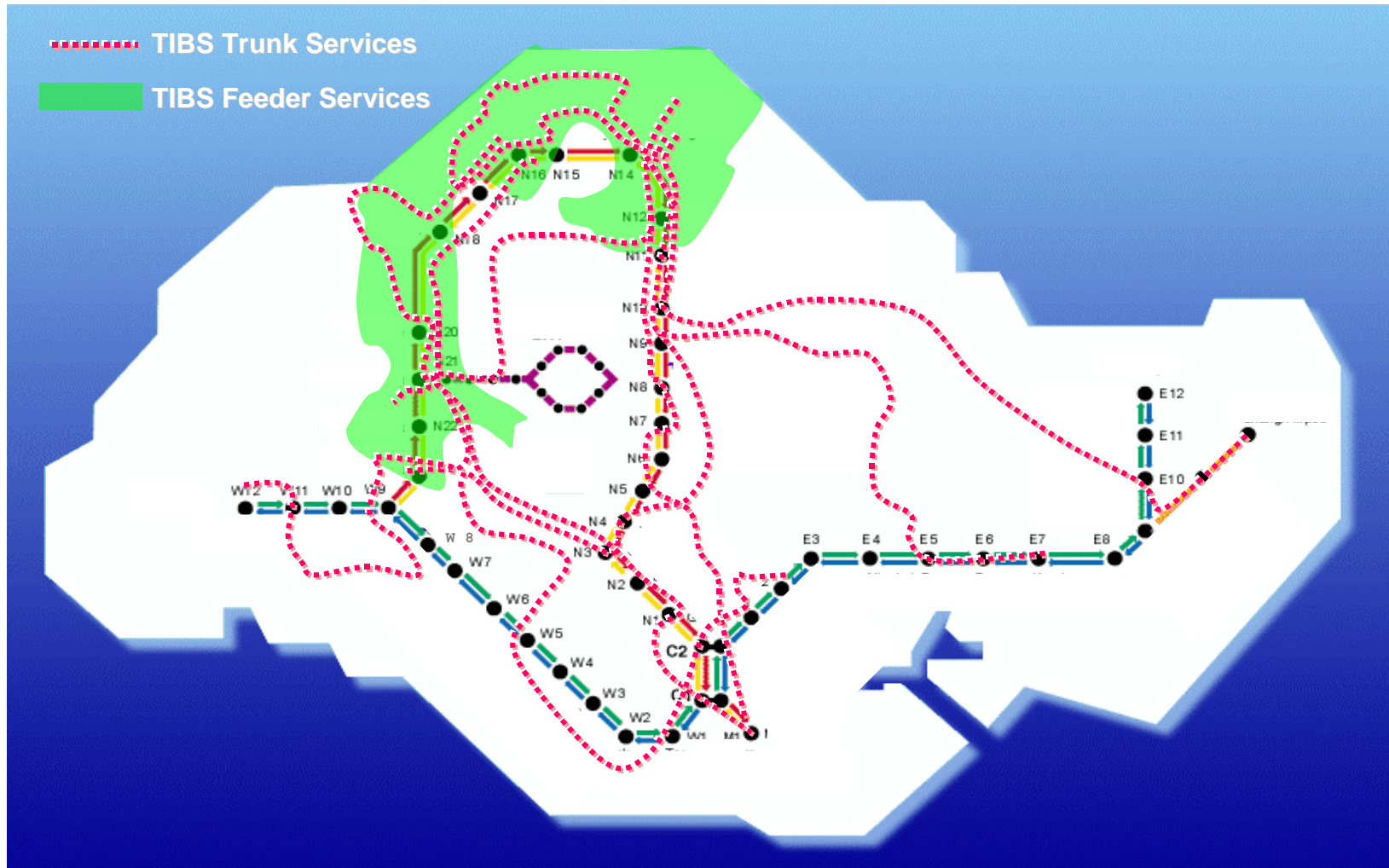
Network and Services of Combined Businesses



... Resulting in Complementary Route Networks

..... TIBS Trunk Services

■ TIBS Feeder Services



....and Help SMRT Serve its Increased Customer Base Better



Better Connectivity

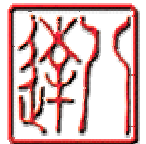
Shorter Waiting Time

Seamless Travel Across a Wider Network

Integrated Information

...Resulting in Significant Financial Benefits for SMRT Shareholders

- Revenue growth
 - ◆ Increase ridership through providing better services
- Cost savings through efficiencies
 - ◆ Utilize assets and resources more efficiently
 - ◆ Reduce corporate overheads
- Financial synergies
 - ◆ Achieve potential savings from debt refinancing as SMRT has lower cost of debt



Valuation Parameters

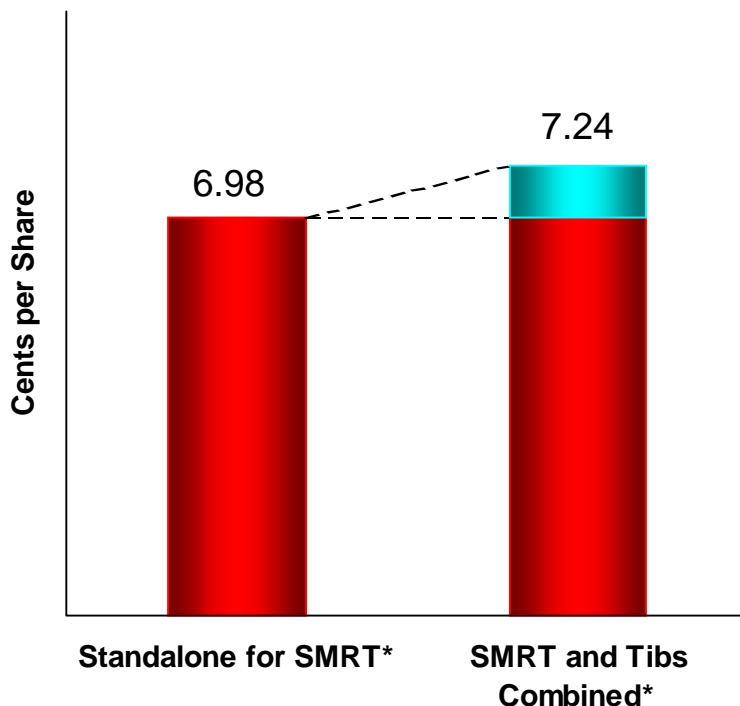
At S\$1.44 cash consideration per share

Discount to TIBS' Last Traded Share Price	2.0 %
Premium to TIBS' 3-Month Average Share Price:	9.1 %
Price to 2000 Earnings:	17.8 x
Price to NTA:	1.4 x

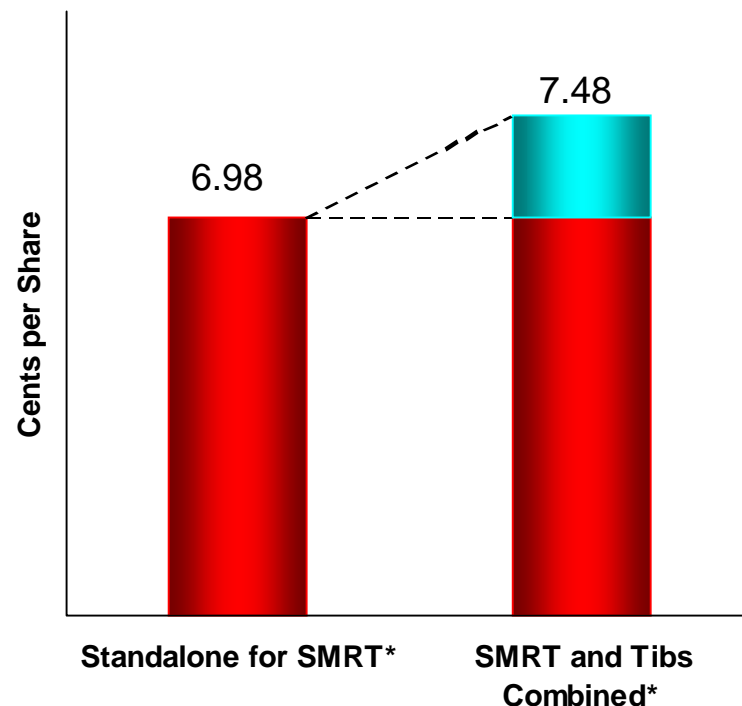


The Transaction is Earnings Accretive on a Proforma Basis

EPS



Cash EPS



The transaction is 3.7% EPS accretive on a proforma basis. On a cash EPS basis, the transaction is 7.2% accretive

* Using audited numbers for SMRT as of Mar 31, 2001 and for TIBS as of Dec 31, 2000

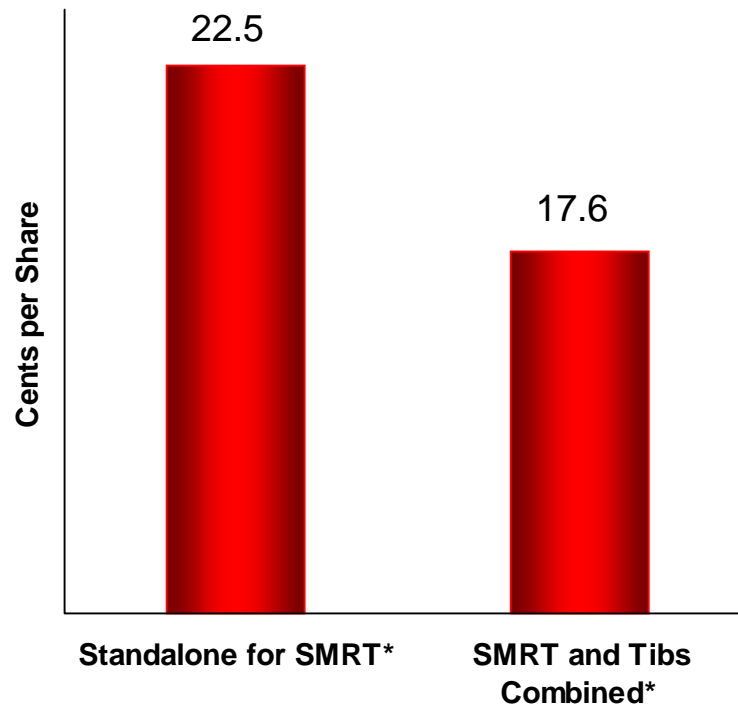


The Gearing and Interest Cover of the Combined Company Will Continue to be Healthy

Gearing

- Following the transaction SMRT's historical proforma gearing would be 2.6 times⁽¹⁾
- The Interest Coverage ratio of the proforma company would be 16.7 times

NTA per Share

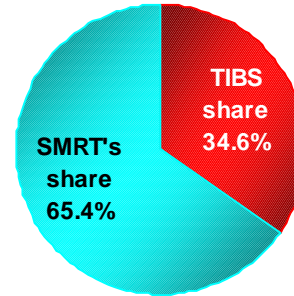


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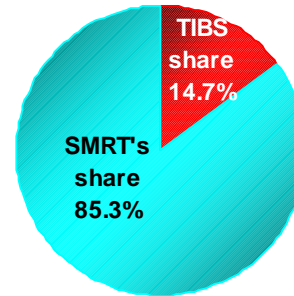


The Combined Company Will Have a Stronger Income Statement

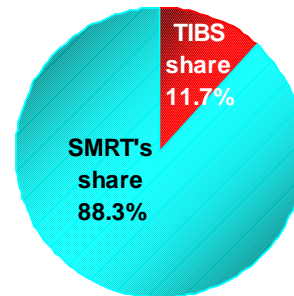
Revenues



EBIT



Net Income



■ TIBS share ■ SMRT's share



Key Conclusions

Create a Comprehensive and Integrated Public Transport Network to encourage greater usage of public transport

Shorter Waiting Time

Integrated Information

Better Connectivity

Seamless Travel

Maximize Shareholder Value

