

LEY CHOON GROUP HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 198700318G)

ANNOUNCEMENT OF INTERESTED PERSON TRANSACTIONS PURSUANT TO RULE 905 OF SECTION B: RULES OF CATALIST OF THE LISTING MANUAL (“CATALIST RULES”)

Pursuant to Rule 905 of the Catalist Rules, Ley Choon Group Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce the following in relation to an interested person transaction (“**IPT**”) with Zheng Choon Holding Pte Ltd (“**ZCHPL**”).

ZCHPL is a controlling shareholder of the Company and is considered an “interested person” for the purposes of Chapter 9 of the Catalist Rules. Accordingly, all transactions entered into between the Group and ZCHPL constitute “interested person transactions” under Chapter 9 of the Catalist Rules.

As at 31 March 2017, the Group recognised interest charges of approximately S\$186,000 charged by ZCHPL on its Loan (defined herein) extended to the Group, which represented the total interested person transaction entered into between the Group and ZCHPL during the current financial year. This amount represented approximately 3.09% of the Group’s latest audited net tangible assets of approximately S\$6,026,000 as at 31 March 2016, which exceeded the relevant threshold of 3% under Rule 905 of the Catalist Rules. The Company wishes to provide details of the aforementioned interested person transaction with ZCHPL as follows:

Name of Interested Person	Details of IPT ⁽²⁾	Value of IPT (excluding transactions less than S\$100,000) (S\$’ 000)
ZCHPL	Loan granted by ZCHPL to the Company under the shareholders’ loan agreement dated 8 April 2015 and entered into between ZCHPL, Toh Swee Kim, Toh Chew Leong and Toh Choo Huat as the lenders and the Company as the borrower (the “ Loan ”).	186,000 ⁽¹⁾
Total		<u>186,000</u>

Notes:

- (1) Interest payable for the period between 1 April 2016 and 31 March 2017 is computed based on the outstanding Loan amount of approximately S\$3,100,000 multiplied by an annual interest of 6%.
- (2) The Loan is unsecured and the repayment of the outstanding Loan and accrued interest is due on 31 December 2017.

The IPT value does not exceed 5% of the Group’s NTA. As such, the Company is not required to seek Shareholders’ approval pursuant to Rule 906(1)(a) of the Catalist Rules for the IPT.

The total value of all interested person transactions (excluding interested person transactions less than S\$100,000) entered into between the Group and all interested persons during the financial period 1 April 2016 to 28 February 2017 (which is the latest practicable date prior to this announcement) amounted to approximately S\$8,191,541.

The Company’s March 2017 management financial figures will be available only around mid April 2017 after the Company closes its accounts.

The interested person transactions are entered into by the Group in its ordinary course of business and are on an arm's length basis.

Rationale and Benefit of the Loan

The Company had obtained the Loan to satisfy the Group's working capital requirements and to meet the Group's current liabilities as and when they fall due.

Audit Committee's Statement

The Audit Committee of the Company is of the view that the Loan has been entered into on normal commercial terms and is not prejudicial to the interests of the Company and its minority shareholders.

Interest of Directors and Substantial Shareholders

Save as disclosed above and save for their shareholdings in the Company, none of the Directors or substantial Shareholders of the Company has any interest, direct or indirect, in the Loan.

BY ORDER OF THE BOARD

Toh Choo Huat
Executive Chairman and Chief Executive Officer

31 March 2017

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Sponsor 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.

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