

LEY CHOON GROUP HOLDINGS LIMITED

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

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- (1) COMPLETION OF THE ACQUISITION OF LEY CHOON CONSTRUCTIONS AND ENGINEERING PTE LTD (“LCCE”);
 - (2) CHANGES TO THE BOARD OF DIRECTORS;
 - (3) CHANGES TO THE COMPOSITION OF THE COMMITTEES; AND
 - (4) CHANGE OF AUDITORS AND CHANGE OF COMPANY SECRETARY
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DMG & Partners Securities Pte Ltd was the financial adviser to the Company in relation to the acquisition of the entire issued share capital of Ley Choon Constructions and Engineering Pte Ltd (the “Financial Adviser”). The Financial Adviser assumes no responsibility for the contents of this announcement.

Unless otherwise defined, capitalised terms used herein shall bear the same meaning ascribed to them in the Circular to Shareholders dated 21 June 2011 (the “Circular”).

1. Completion of the Acquisition of LCCE

Further to the announcement dated 13 July 2012 in relation to the results of the EGM and the announcement dated 16 July 2012 in relation to the Fourth Supplemental Agreement, the Board of Directors of Ley Choon Group Holdings Limited (the “Company”) is pleased to announce that the acquisition of the entire issued and paid-up share capital of LCCE (the “Acquisition”) has been completed and the Company had on 25 July 2012 issued 392,857,141 Consolidated Shares (“Consideration Shares”) to the following persons in satisfaction of the consideration of S\$110,000,000 for the Acquisition:

Name of Vendor and/or nominee	No. of Consideration Shares
Toh Choo Huat (and/or his nominees)	102,438,339
Toh Chew Leong (and/or his nominees)	102,438,339
Toh Chew Chai (and/or his nominees)	56,255,911
Toh Swee Kim (and/or his nominees)	56,255,911
Koh Tiam Teng (and/or his nominees)	30,328,571
Tan Teck Wei (and/or his nominees)	15,695,035
Liang Say Juan (and/or his nominees)	15,695,035
Intersino Investment Limited (and/or its nominees)	13,750,000

Trading in the Shares of the Company is expected to be suspended on 30 July 2012 and trading is expected to resume on 31 July 2012.

2. **Changes to the Board of Directors**

Appointment of Directors

The Board of Directors is pleased to announce that appointment of the following directors with effect from 25 July 2012:

Mr Toh Choo Huat (Executive Chairman and Chief Executive Officer)
Mr Toh Swee Kim (Executive Director)
Mr Toh Chew Leong (Executive Director)
Mr Koh Tiam Teng (Executive Director)
Mr Tan Teck Wei (Executive Director)
Mr Lee Gee Aik (Lead Independent Director)
Mr Ang Miah Khiang (Independent Director)
Mr Marcus Chow Wen Kwan (Independent Director)

Please refer to the respective announcements on appointment of Directors released on the SGX-ST on 25 July 2012 for further details of the Directors.

Resignation of Directors

Following completion of the Acquisition and the appointment of the new Directors, the following Directors have resigned with effect from 25 July 2012:

Mr Lim Ee Ann (Executive Chairman)
Mr Lim Ee Chuan (Chief Executive Officer)
Ms Tan Siok Min (Non-executive Director)
Mr Lee Keen Whye (Independent Director)
Mr Timothy Teo Lai Wah (Independent Director)

3. **Changes in the Composition of Committees**

Following the appointment of the new Directors, the composition of each of the Audit Committee, Remuneration Committee and Nominating Committee has been changed to the following:

Audit Committee

Mr Lee Gee Aik (Chairman)
Mr Ang Miah Khiang
Mr Marcus Chow Wen Kwan

Nominating Committee

Mr Ang Miah Khiang (Chairman)
Mr Lee Gee Aik
Mr Marcus Chow Wen Kwan

Remuneration Committee

Mr Marcus Chow Wen Kwan (Chairman)
Mr Lee Gee Aik
Mr Ang Miah Khiang

4. **Change of Auditors**

Pursuant to the approval granted by the Company at the Extraordinary General Meeting on 13 July 2012 and the completion of the Acquisition, the Board wishes to announce that Messrs KPMG LLP has been appointed as Independent Auditors of the Company in place of Messrs LTC LLP with effect from 25 July 2012.

5. **Change of Company Secretary**

The Board wishes to announce that Ms Ong Beng Hong and Ms Tan Swee Gek have been appointed as Joint Company Secretaries of the Company in place of Ms Wee Woon Hong with effect from 25 July 2012.

BY ORDER OF THE BOARD

Toh Choo Huat
Executive Chairman and Chief Executive Officer
25 July 2012