

**DISPOSAL OF INTEREST IN SUBSIDIARY**

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The Board of Directors of F J Benjamin Holdings Ltd (the “**Company**”) wishes to announce that the Company has terminated its shareholder agreement with Catherine Deane in respect of Arcangel Limited, Atelier Acangel Limited and Arcangel Inc. (collectively, “**Arcangel**”).

In connection with the aforesaid termination, the Company entered into a sale and purchase agreement (the “**S&P Agreement**”) with, amongst other parties, Catherine Deane on 28 February 2015. Pursuant to the S&P Agreement, the Company agreed to sell and Catherine Deane, through Mine is 33 Limited (an entity beneficially owned by Catherine Deane), agreed to purchase the Company’s entire shareholding interest (the “**Interest**”) in Arcangel, comprising of 829,253 ordinary shares representing 60% of all the ordinary shares of Arcangel, for a total consideration of US\$214,000 (the “**Disposal**”). The disposal will result in a loss of approximately \$1.4 million comprising the net write off of goodwill and intercompany balances.

The Consideration is arrived at after arm’s length negotiations between the Company and Catherine Deane on a willing buyer and willing seller basis. Based on the audited financial statements for the financial year ended 30 June 2014, Arcangel has a net tangible asset of approximately negative S\$2,249,000. No valuation of the Interest disposed of was commissioned.

Upon completion of the Disposal, Arcangel will cease to be a subsidiary of the Company.

None of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in the Transaction, save for their interest arising by way of their shareholdings and/or directorships, as the case may be.

By Order of the Board  
**F J BENJAMIN HOLDINGS LTD**  
Karen Chong Mee Keng  
Company Secretary  
2 March 2015