USP GROUP LIMITED
(Company Registration No.: 200409104W)
(Incorporated in the Republic of Singapore)
(the "**Company**")

THE PROPOSED CONSOLIDATION OF EVERY TEN (10) EXISTING SHARES OF THE COMPANY INTO ONE (1) CONSOLIDATED SHARE, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED – COMPLETION

The board of Directors (the "**Board**") of the Company refers to the announcements released by the Company on 19 October 2015, 1 March 2016, 3 March 2016, 30 March 2016, 31 March 2016, and the circular to shareholders of the Company ("**Shareholders**") dated 15 March 2016 (the "**Circular**") in relation to the proposed share consolidation of every ten (10) existing ordinary shares ("**Existing Shares**") in the capital of the Company into one (1) ordinary share ("**Consolidated Share**"), fractional entitlements to be disregarded (the "**Share Consolidation**"). The Share Consolidation was approved by the Shareholders at the Extraordinary General Meeting held on 30 March 2016.

All capitalised terms used herein shall bear the meaning ascribed thereto in the Circular unless otherwise defined herein or where the context requires otherwise.

Further to the announcement dated 31 March 2016 giving notice of the Books Closure Date for the Share Consolidation, the Company wishes to announce that the Share Consolidation has been completed and effective with effect from 9.00 a.m. on 11 April 2016 and every ten (10) Existing Shares registered in the name of each Shareholder has been consolidated to constitute one (1) Consolidated Share.

Shareholders should note that after disregarding any fractions of Consolidated Shares arising from the Share Consolidation, the issued share capital of the Company comprises 78,775,310 Consolidated Shares following the Share Consolidation.

The Register of Members and the Depository Register have been updated to reflect the number of Consolidated Shares held by each Shareholder based on the number of Existing Shares held by them as at the Books Closure Date.

Each Consolidated Share will rank pari passu in all respects with each other and will be traded in board lots of one hundred (100) Consolidated Shares.

By Order of the Board
USP GROUP LIMITED

Li Hua
Executive Chairman
11 April 2016