

**UMS HOLDINGS LIMITED**  
**Company Registration No. 200100340R**  
(Incorporated in Singapore)

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**PROPOSED DISPOSAL OF A WHOLLY-OWNED SUBSIDIARY**

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Further to the Company's announcement dated 23 February 2009 the Board of Directors of UMS Holdings Limited ("Company") wishes to announce the Company's wholly-owned subsidiary, Ultimate Manufacturing Solutions (Suzhou) Co. Ltd ("UMS Suzhou") will take steps to unwind the liquidation process.

The Company has on 15 April 2011 entered into a Share Transfer Agreement ("STA") to dispose (the "Disposal") its entire interest, representing 100% of the share capital of UMS Suzhou, for a total consideration of USD480,000/- (the "Consideration") upon the terms and conditions of the STA (hereinafter referred to as "Proposed Disposal").

**Information of UMS Suzhou**

UMS Suzhou, a company incorporated in the People's Republic of China was established on 19 March 2003 for the manufacture of precision machining components, assembly and integration of equipment and automated assembly lines.

**Consideration**

The Consideration was arrived at after negotiations on an arm's length and on a willing-buyer willing-seller basis, taking into account the value of the net tangible assets of UMS Suzhou.

The Consideration, to be satisfied entirely in cash, is payable as follows:-

- (1) USD500 to be paid within 7 business days upon the execution of the STA
- (2) The remaining balance of USD479,500 to be paid within 30 business days after the receipt of :-
  - (a) a letter of approval from the Suzhou SIP Trade Development Bureau for the Transfer and the amended Articles of Association reflecting such transfer
  - (b) The Certificate of Approval; and
  - (c) the new business license issued by Administration of Industry and Commerce of SIP Suzhou.

**Rationale for the Proposed Disposal**

The transfer of ownership of UMS Suzhou would quicken the Company's efforts to streamline the Group structure.

## **Financial Effects**

As all the relative figures computed on the bases set out in the Rule 1006 of the Singapore Exchange Securities Trading Limited Listing Manual ("Listing Manual"), for the Proposed Disposal amount to less than 5%, the Proposed Disposal is considered a non-discloseable transaction under Chapter 10 of the Listing Manual.

The Proposed Disposal is not expected to have any material impact on the Company's net tangible assets per share or earnings per share for the current financial year ending 31 December 2011.

## **Net Asset Value**

Based on the latest audited consolidation Financial Statements of UMS group as of 31 December 2010, the net asset value of UMS Suzhou was SGD631,480.

## **Interest of Directors and Controlling Shareholders**

None of the Directors or any controlling Shareholders of the Company is related to the purchaser or the Disposal or has any interest, directly or indirectly in the Disposal.

By Order of Board  
Luong Andy  
18 April 2011