



TSH Corporation Limited
(Company Registration Number: 200003865N)
(Incorporated in the Republic of Singapore)

PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF SLOSHED! PTE. LTD.

The Board of Directors (the “**Board**”) of TSH Corporation Limited (the “**Company**”) refers to the Company’s announcement on 31 August 2018 relating to the Proposed Acquisition by the Company of Slosed! Pte. Ltd. and the announcement on 21 September 2018 relating to the further extension of time from the SGX-ST to complete the Proposed Acquisition by 28 February 2019 (the “**Announcements**”).

All capitalised terms used herein shall, unless otherwise defined herein, bear the meanings ascribed to them in the Announcements.

Further to the Announcement, the Board wishes to announce the following:

- (a) The Company has on 22 November 2018 entered into a supplemental agreement to the SPA (the “**Supplemental Agreement**”) with the Vendors to include as a condition precedent for the Completion of the Proposed Acquisition the waiver by the relevant Vendors of a shareholders’ loan of S\$1,186,613.62 granted to the Target Company and a shareholders’ loan of S\$265,491.83 granted to The Other Room. Save only in so far as the SPA has been modified by the provisions of the Supplemental Agreement, all the provisions of the SPA shall remain in full force and effect in all respects.
- (b) Based on the Independent Valuation dated 22 November 2018 commissioned by the Company and carried out by the independent business valuer, AVA Associates Limited, the final Consideration for the Proposed Acquisition shall be S\$19,400,000. A copy of the Independent Valuation report will be included in the circular to be issued to Shareholders in due course.

Copies of the Supplemental Agreement and the Independent Valuation reports will be made available for inspection during normal business hours at the registered office of the Company at 51 Changi Business Park Central 2, The Signature #04-05, Singapore 486066 for a period of three months from the date of this announcement.

Shareholders and potential investors should exercise caution when trading in the shares of the Company. In the event of any doubt as to the action they should take, Shareholders should consult their stockbrokers, solicitors, accountants or other professional advisers. The Proposed Acquisition is subject to the conditions precedent in the SPA (as supplemented by the Supplemental Agreement) being fulfilled, and there is no certainty or assurance that the Completion of the Proposed Acquisition will take place. The Company will make the necessary announcements as and when there are material developments on the Proposed Acquisition and other matters contemplated by this announcement.

By Order of the Board

Dr Yu Lai Boon
Non-Executive Chairman and Independent Director
23 November 2018

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Capital Private Limited ("**Sponsor**"), for compliance with the relevant rules of the 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.

The contact person for the Sponsor is Ms Alicia Sun (Tel: (65) 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.