



**NORDIC**  
Group Limited

**NORDIC GROUP LIMITED**

(Company Registration Number: 201007399N)

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**PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF ENSURE ENGINEERING PTE LTD**

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The Board of Directors (the “**Board**”) of Nordic Group Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the announcement on 29 March 2017 (the “**Announcement**”) relating to the entry by the Company’s wholly-owned subsidiary, Multiheight Scaffolding Pte Ltd, into a non-binding term sheet to acquire the entire issued and paid-up share capital of Ensure Engineering Pte Ltd. Unless otherwise defined herein or the context otherwise requires, all capitalised terms used herein shall bear the meanings ascribed thereto in the Announcement.

Further to the Announcement, the Purchaser has on 28 April 2017 entered into a sale and purchase agreement (the “**Agreement**”), based substantially on the terms of the Term Sheet, with the Vendors for the Proposed Acquisition, and the Proposed Acquisition has been completed on the same day. Pursuant to the completion, Ensure Engineering has become a wholly-owned subsidiary of the Group.

Based on the audited financial statements of the Company for FY2016 and the Company’s market capitalisation as at the market day immediately preceding the date of the Agreement, the relative figure computed on the basis set out in Rule 1006(b) of the Listing Manual remains the same at 9.5% while the relative figure computed on the basis set out in Rule 1006(c) of the Listing Manual is as follows:

Aggregate value of the consideration given, compared with the issuer’s market capitalisation based on the total number of issued shares excluding treasury shares	
Value of the consideration given (S\$’000)	17,313
Company’s market capitalisation as at 27 April 2017, being the market day immediately preceding the date of the Agreement on which shares were traded (S\$’000) <sup>(1)</sup>	145,475
Size of relative figure	11.9%

**Note:**

(1) Based on the weighted average price of S\$0.37 per share and 393,175,000 issued shares (excluding treasury shares).

As the relative figures exceed 5% but do not exceed 20%, the Proposed Acquisition is a “discloseable transaction” under Rule 1010 of the Listing Manual and does not require the approval of the shareholders of the Company.

Based on the audited financial statements of the Company for FY2016, the effect of the Proposed Acquisition on the net tangible assets per share as at 31 December 2016 and on the earnings per share for FY2016 of the Company would remain the same as disclosed in the Announcement.

\* (source: Bloomberg)

A copy of the Agreement is available for inspection during normal business hours from 9.00 a.m. to 5.00 p.m. at the registered office of the Company at 5 Kwong Min Road Singapore 628708 for a period of three months from the date of this announcement.

**BY ORDER OF THE BOARD**

**CHANG YEH HONG  
EXECUTIVE CHAIRMAN  
28 APRIL 2017**