



## **DUTECH HOLDINGS LIMITED**

(Incorporated in the Republic of Singapore)

Registration No. 200616359C

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### **ACQUISITION OF DEUTSCHE MECHATRONICS GMBH**

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The Board of Directors (the “**Board**”) of Dutech Holdings Limited (the “**Company**” and together with its subsidiaries the “**Group**”) refers to the announcement dated 1 August 2014 (the “**First Announcement**”) in relation to the acquisition of 60% of the issued share capital of Deutsche Mechatronics GmbH (“**Deutsche Mechatronics**”), a company incorporated in Germany (the “**First Acquisition**”).

The Board wishes to announce that Tri Star GmbH (“**Tri Star**”), a wholly owned subsidiary of the Company, has entered into an agreement (the “**Agreement**”) on 31 October 2014 (German local time) to acquire the remaining 40% shareholding interest in Deutsche Mechatronics from Deinhard Engineering GmbH (“**Deinhard**”) (the “**Second Acquisition**”).

Pursuant to the Agreement, Tri Star will on 31 October 2014 complete the purchase from Deinhard, for a consideration of Euro One Million (€1,000,000.00), of shares constituting 30% of issued share capital of Deutsche Mechatronics. Further, Tri Star will on 1 January 2019 complete the purchase from Deinhard, for a consideration of Euro Five Hundred Thousand (€500,000.00), of the remaining 10% of the issued share capital of Deutsche Mechatronics.

Deutsche Mechatronics has fully repaid the shareholder’s loan provided by Tri Star, mentioned in the First Announcement.

The Board took into account the following factors in determining the aggregate value of the consideration of Euro One Million Five Hundred Thousand (€1,500,000.00) (the “**Total Consideration**”) comprising the payment of Euro One Million (€1,000,000.00) and Euro Five Hundred Thousand (€500,000.00): (a) the rationale for the Second Acquisition elaborated below; and (b) the financial performance and position of Deutsche Mechatronics.

The Board decided to undertake the Second Acquisition so that the Group owns 100% of Deutsche Mechatronics, taking into consideration Deutsche Mechatronics’ technology capabilities and the synergy in R&D, design and manufacturing of intelligent terminals and self-service machines with the Group.

The net tangible assets of Deutsche Mechatronics was €13,689,000 as at 30 June 2014.

Based on the market capitalisation of the Company on the market day preceding the date of the Agreement, the Second Acquisition constitutes a non-discloseable transaction under Rule 1008 of the Singapore Exchange Securities Trading Limited Listing Manual. Further, even when the Total Consideration is aggregated with the consideration in the First Acquisition of Euro One Million (€1,000,000.00), the First Acquisition and Second Acquisition would taken together still be a non-discloseable transaction under Rule 1008.

The announcement is made pursuant to rule 704(17) of the Singapore Exchange Securities Trading Limited Listing Manual.

None of the Directors and substantial shareholders has any interest, direct or indirect in the Second Acquisition.

By order of the Board

Dr. Johnny Liu Jiayan  
Chairman and CEO  
31 October 2014