



嘉靈集團
KARIN
GROUP

嘉靈控股集團有限公司

Karin Technology Holdings Limited

(Incorporated in Bermuda on 30 August 2002)
(Company Registration Number 32514)

ACQUISITION OF PROPERTY BY INDIRECT SUBSIDIARY

The Board of Directors of Karin Technology Holdings Limited (the “Company” or together with its subsidiaries, the “Karin Group”) wishes to announce that Karsing Pte. Ltd. (“Karsing”), its indirect wholly-owned subsidiary, had today exercised an option to purchase (“Option”) granted by AMK Link Development Pte. Ltd. (“Vendor”) to acquire the property located at 3 Ang Mo Kio Street 62, #01-40 LINK@AMK Singapore 569139 (the “Property”)(the “Acquisition”).

Under the terms of the Option, the purchase price of the Property is S\$5,350,000, including Goods and Services Tax (the “Purchase Consideration”). The Purchase Consideration was arrived at on a “willing-buyer, willing-seller” basis after taking into account, *inter alia*, the market value of similar property in the area. There was no material condition attached to the Acquisition.

An option fee amounting to S\$50,000 (the “Option Fee”) had been paid by the Company to the Vendor. A further deposit amounting to S\$481,500 (being 9% of the Purchase Consideration) had been paid by the Company to the solicitors of the Vendor who is authorized to acknowledge receipt on the date of the exercise of the Option, pending completion of the acquisition (“Completion”).

The balance of the Purchase Consideration (the “Balance Purchase Consideration”) will be paid at Completion, which will take place within 10 weeks from the date of exercise of the Option.

The Acquisition will be fully funded from the Company’s internal cash resources and bank borrowings.

Karsing is an investment holding company which is incorporated in Singapore. The Company’s wholly-owned subsidiary incorporated in the British Virgin Islands, Karin Technology (BVI) Limited, holds 100% equity interest in Karsing.

Karsing purchased the Property for use as warehouse and factory for the Karin Group in Singapore.

The relative figures for the Acquisition computed using applicable bases under Rule 1006 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) is as follows:

- Net Asset Value

Rule 1006(a) of the Listing Manual of the SGX-ST is not applicable.

- Net Profits

Rule 1006(b) of the Listing Manual of the SGX-ST is not applicable as the Acquisition is not an acquisition of a profit generating business.



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- Aggregate value of purchase consideration

The purchase consideration for the Acquisition constitutes approximately 10.0% of the market capitalization of the Company based on relative figures computed pursuant to Rule 1006 (c) of the Listing Manual of the SGX-ST. The market capitalisation of the Company based on the weighted average price of the Company's shares transacted on 28 April 2016, being the last market day preceding the date of this announcement, was S\$53,612,000.

- Equity securities

Rule 1006(d) of the Listing Manual is not applicable as no equity securities will be issued.

As the relative figure set out under Rule 1006(c) exceeds 5% but does not exceed 20%, the Acquisition constitutes a discloseable transaction as defined under Chapter 10 of the Listing Manual of the SGX-ST.

Assuming that the Acquisition was completed on 30 June 2016, there will be no effect on the net tangible assets ("NTA") per share and earnings per share of the Group before and after the Acquisition.

The Acquisition is not expected to have any material impact on the consolidated net tangible assets and earnings per share of the Group for the current financial year ending 30 June 2016.

To the best knowledge of the Directors, none of the substantial shareholders of the Company has any interest, direct or indirect, in the Acquisition, save through their shareholdings in the Company. Other than the Directors, Mr. Ng Kin Wing, Raymond and Mr. Lee Yiu Chung, Eugene, who are also directors of Karsing, none of the directors has any interest, direct or indirect, in the Acquisition.

By Order of the Board

Wong Chi Cheung, Clarence
Financial Controller / Joint Company Secretary

29 April 2016