VALLIANZ HOLDINGS LIMITED
Company Registration No. 199206945E)
(Incorporated in the Republic of Singapore)

COMPLETION OF ACQUISITION OF NEWCRUZ INTERNATIONAL PTE. LTD. AND PTSB HOLDINGS PTE. LTD., ISSUANCE OF PERPETUAL SECURITIES AND ALLOTMENT AND ISSUANCE OF CONSIDERATION SHARES

1. INTRODUCTION

The board of directors (the "**Board**") of Vallianz Holdings Limited (the "**Company**") refers to the announcements of the Company dated 10 November 2014, 29 December 2014, 30 December 2014, 31 December 2014, the notice of EGM dated 16 December 2014, and the circular to Shareholders dated 16 December 2014 (the "**Circular**"), in relation to, *inter alia*, the Proposed Acquisition. All capitalised terms, unless otherwise defined herein or as the context otherwise requires, shall bear the same meaning as ascribed to it in the Circular.

2. COMPLETION OF PROPOSED ACQUISITION

Pursuant to the approval of Shareholders obtained at the EGM held on 31 December 2014 in relation to, *inter alia*, the Proposed Acquisition, the Board is pleased to announce that the completion of the Proposed Acquisition (the "**Completion**") has taken place on 5 January 2014, including issuance of the Perpetual Securities and allotment and issuance of the Consideration Shares.

3. ISSUANCE OF PERPETUAL SECURITIES

The Company has, on 5 January 2015, issued the Perpetual Securities pursuant to the Programme and Maybank Kim Eng Securities Pte. Ltd. has been appointed as the dealer for the Perpetual Securities.

Approval in-principle has been received from the SGX-ST for the listing and quotation of the Perpetual Securities as announced by the Company on 30 December 2014. Such permission for the listing and quotation of the Perpetual Securities will be granted when the Perpetual Securities have been admitted to the Official List of the SGX-ST. The SGX-ST assumes no responsibility for the correctness of any of the statements made or opinions expressed or reports contained in the Company's information memorandum dated 20 March 2014.

The Perpetual Securities are expected to be admitted to the Official List of the SGX-ST with effect from 9.00 a.m. on 6 January 2015.

Approval in-principle for the admission of the Perpetual Securities to the Official List of the SGX-ST and the listing and quotation of the Perpetual Securities on the SGX-ST are not to be taken as an indication of the merits of the Perpetual Securities, the Programme, the Proposed Acquisition, the Company, its subsidiaries and their securities.

4. ALLOTMENT AND ISSUANCE OF CONSIDERATION SHARES

The Company has, on 5 January 2015, allotted and issued the Consideration Shares. The Consideration Shares will rank *pari passu* in all respects with the existing ordinary shares in the capital of the Company (the "**Shares**") as at the date of Completion.

The listing and quotation of the Consideration Shares on the Official List of the SGX-ST is expected to take place with effect from 9.00 a.m. on 8 January 2015.

Following Completion, the total number of Shares has increased from 3,183,512,122 to 3,343,512,122 Shares.

The issue of the listing and quotation notice in respect of the Consideration Shares is not to be taken as an indication of the merits of the Consideration Shares, the Proposed Acquisition, the Company, its subsidiaries and their securities.

5. FURTHER ANNOUNCEMENTS

The Company will make further announcements in respect of the Proposed Acquisition as appropriate or when there are further developments on the same.

By Order of the Board

Yeo Chee Neng
Chief Executive Officer

5 January 2015

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Stamford Corporate Services Pte Ltd, for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (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.

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