

**PROPOSED ACQUISITION OF 100% OF THE ISSUED SHARE CAPITAL OF OCAP MANAGEMENT PTE. LTD. (THE “PROPOSED ACQUISITION”)**

**– TERMINATION OF THE SALE AND PURCHASE AGREEMENT**

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**1. INTRODUCTION**

The board of directors (the “**Board**” or “**Directors**”) of CPH Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to its previous announcements dated 22 November 2018, 7 December 2018 and 19 March 2019 (the “**Announcements**”).

*All capitalised terms used and not defined herein shall have the same meanings ascribed to them in the announcement dated 22 November 2018.*

**2. TERMINATION OF THE PROPOSED ACQUISITION**

Further to the Announcements, the Board wishes to announce that the Company, the Vendor and the Target Company (collectively, the “**Parties**”) have been collaborating and working towards the Proposed Acquisition. Following discussions, it was mutually agreed for the transaction to be terminated, as it is unlikely that certain key conditions precedent in the SPA will be fulfilled by 21 August 2019, being the Long-Stop Date.

Accordingly, the Parties have agreed to terminate the SPA by entering into a deed of termination dated 30 May 2019 (the “**Deed of Termination**”), pursuant to which the SPA shall be terminated with effect on the same date, and each Party’s respective obligations and liabilities under the SPA shall cease.

**3. FINANCIAL IMPACT**

To the extent that the Company envisages that it will not be bearing any costs in relation to the transaction, the termination of the Proposed Acquisition is not expected to have any material adverse impact on the consolidated net tangible assets or earnings per share of the Company and the Group for the financial year ending 31 March 2020.

**4. FUTURE PLANS**

The Group will continue to contain its operating losses and consider all options to diversify from its PCB Business. The Company will keep Shareholders informed of any material developments in this regard, as and when appropriate.

**5. CAUTION IN TRADING**

**Shareholders are advised to read this announcement and any further announcements by the Company carefully, and should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.**

**BY ORDER OF THE BOARD**

Ong Kian Soon  
Company Secretary

30 May 2019

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited (the "SGX-ST") Listing Manual Section B: Rules of Catalyst.*

*This announcement has not been examined or approved by the SGX-ST. 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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