偉合控股有限公司

WEE HUR HOLDINGS LTD.
(Company Registration Number 200619510K)
(Incorporated in the Republic of Singapore)

INTERESTED PERSON TRANSACTION – LEASE BETWEEN WEE HUR CONSTRUCTION PTE LTD AND MULTI-ZONES MARKETING PTE LTD IN RESPECT OF THE PREMISES KNOWN AS 35 KRANJI LINK SINGAPORE 728642

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1. INTRODUCTION

(i) The Board of Directors of Wee Hur Holdings Ltd. (the **"Company**") wishes to announce that Wee Hur Construction Pte Ltd, ("**Wee Hur Construction**"), a wholly-owned subsidiary of the Company, has entered into a lease (the **"Lease")** with Multi-Zones Marketing Pte Ltd (**"Multi-Zones**") in respect of the premises known as 35 Kranji Link, Singapore 728642 on 1 July 2014 (the **"Premises**").

(ii) Pursuant to the Lease, Wee Hur Construction will lease the Premises to Multi-Zones for a period of 21 months. The estimated rental fee payable for the duration of the lease is S$111,300.

(iii) Multi-Zones is a private limited company incorporated in Singapore and its board of directors includes Mr. Goh Yeow Lian, Mr. Goh Yew Tee, Mr. Goh Yeo Hwa and Mr. Goh Yew Gee (collectively, "**Messrs Goh**"). Messrs Goh together with their immediate family members hold an aggregate of 480,000 ordinary shares, representing 80% of the issued and paid up share capital of Multi-Zones. Messrs Goh are also directors and shareholders of the Company. Mr. Goh Yeow Lian is a controlling shareholder of the Company. Multizones is therefore regarded to be an associate of Messrs Goh and as such, would be regarded to be an "interested person" within the meaning defined in Chapter 9 of the Listing Manual.

(iv) Wee Hur Construction, being a wholly-owned subsidiary of the Company, is therefore regarded to be an "entity at risk" within the meaning defined in Chapter 9 of the Listing Manual.

(v) Accordingly, the Lease would be regarded as an interested person transaction and the requirements under Chapter 9 of the Listing Manual are applicable. The amount of S$111,300 rental fee represented 0.05% of the Group's audited net tangible assets as at 31 December 2013.

2. DETAILS OF LEASE AND RATIONALE FOR THE LEASE

Under the Lease, the Premises cover 46.50 square metres. The Premises will be used for warehousing and storage of general chemicals and additives. The rationale of the Lease is to generate rental income for Wee Hur Construction.

3. TOTAL VALUE OF ALL INTERESTED PERSON TRANSACTIONS

The current total value of all interested person transactions, excluding transactions which are less than S$100,000, with (i) Multi-Zones, (ii) Multi-Zones, Messrs Goh and Messrs Goh's associates and (iii) all interested persons of the Company, for the period from 1 January 2014 to the date of this announcement and the percentage of the Group's audited net tangible assets ("**NTA**") as at 31 December 2013 represented by such values, are as follows:-

	Prior to the Lease		**Including the Lease**	
	Amount	**Percentage of audited NTA of the Group (%)**	**Amount**	**Percentage of audited NTA of the Group (%)**
Total value of all transactions with Multi-Zones	-	-	111,300	0.05
Total value of all transactions with Multi-Zones, Messrs Goh and Messrs Goh's associates	41,400,000[(1)]	19.42	41,511,300[(2)]	19.47
Total value of all transactions with all interested persons of the Company	41,400,000	19.42	41,511,300	19.47

Notes:-

(1) This amount comprises the following:-

(i) Wee Hur Development Pte Ltd's investment of S$600,000 in the share capital of Wee Hur (Woodlands 12) Pte Ltd ("Wee Hur Woodlands 12"). The risks and rewards of the investment in Wee Hur Woodlands 12 are in proportion to the equity of each joint venture partner. This investment comes under the exception of Rule 916(2) of the Listing Manual Please refer to announcement dated 23 July 2014;

(ii) a guarantee in the sum of S$37,800,000 provided by the Company in respect of a loan given to Active System Engineering Pte. Ltd. ("**Active System**"). The said guarantee was given by the Company, the immediate holding company of Wee Hur Dormitory Pte. Ltd. ("**Wee Hur Dormitory**") which is the joint venture partner of Active System, in proportion of Wee Hur Dormitory's shareholding in Active System and on the same terms applicable to all joint venture partners of Active System. This guarantee comes under the exception of Rule 916(3) of the Listing Manual. Please refer to the announcement dated 23 July 2014; and

(iii) a loan in the sum of S$3,000,000 given by Wee Hur Dormitory to Active System. The said loan is given by Wee Hur Dormitory, as a joint venture partner, in proportion of its shareholding in Active System and on the same terms applicable to all joint venture partners. This loan comes under the exception of Rule 916(3) of the Listing Manual Please refer to the announcement dated 23 July 2014.

(2) This amount is the aggregate of the rental fee of the Lease of S$111,300 and the total amount mentioned in Note (1) above.

4. EXCEPTIONS TO THE REQUIREMENT FOR SHAREHOLDERS' APPROVAL

(i) Pursuant to Rule 916(1) of the Listing Manual, shareholders' approval is not required for the entering into, or renewal of a lease or tenancy of real property of not more than 3 years if the terms are supported by independent valuation.

(ii) Wee Hur Construction has obtained an independent valuation of the rental valuation of the Premises from Suntec Real Estate Consultants Pte Ltd which is of the opinion that rental fee is at prevailing market rental as at 30 June 2014.

(iii) The amount of rental fee of the Lease and all transactions conducted with the same interested persons, ie. Multi-Zones, Messrs Goh and Messrs Goh's associates as at the date of this announcement as listed above have met the exceptions under Rule 916(1),(2) and (3) of the Listing Manual. Accordingly, the Company is exempted from the requirement of seeking shareholders' approval for the Lease and all interested person transactions conducted with the same interested persons as listed above.

5. FINANCIAL EFFECTS OF THE LEASE

The Lease is not expected to have a material impact on the consolidated net tangible assets per share and consolidated earnings per share of the Group for the financial year ending 31 December 2014.

6. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

Save as disclosed herein, none of the other Directors or substantial or controlling shareholders of the Company has any interest, direct or indirect, in the Lease.

By order of the Board
Wee Hur Holdings Ltd.

Goh Yeow Lian
Executive Chairman
14 August 2014