
UPDATE ON CREDITORS’ VOLUNTARY WINDING UP OF A 51%-OWNED DIRECT SUBSIDIARY

The Board of Directors of T T J Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to its announcement dated 20 May 2020 on the issue of notice of creditors’ meeting in relation to the creditors’ voluntary winding up (“**Winding Up**”) of its 51%-owned direct subsidiary, Technics Steel Pte. Ltd. (“**TSPL**”).

The Board wishes to announce that TSPL has been placed in creditors’ voluntary winding up pursuant to a special resolution passed at the Extraordinary General Meeting of TSPL and confirmation by the creditors of TSPL at a creditors’ meeting, both held on 28 May 2020. Mr Don M Ho, FCA (Singapore) of M/s DHA⁺ pac, Public Accountant and Chartered Accountant of Singapore, 63 Market Street #05-01A Bank of Singapore Centre Singapore 048942 has been appointed as liquidator for the purposes of winding up the affairs of TSPL.

The pro forma financial effects of the Winding Up on the Group’s net tangible assets (“**NTA**”) or earnings per share (“**EPS**”) are set out below.

- (i) **Bases and Assumptions.** The pro forma financial effects for the Winding Up have been prepared based on the audited consolidated financial statements of the Group for financial year ended 31 July 2019 (“**FY2019**”), being the most recently completed financial year for which financial statements are publicly available as at the date of this Announcement. Such financial effects are theoretical in nature and are therefore not necessarily indicative of the future financial position and earnings of the Group following the Winding Up.
- (ii) **NTA.** For illustrative purposes only and assuming that the Winding Up had been completed on 31 July 2019, the pro forma financial effects on the consolidated Group NTA per ordinary share in the capital of the Company (“**Share**”) for FY2019 are as follows:

	Before the Winding Up	After completion of the Winding Up
NTA (S\$)	139,978,000	140,145,000
Number of Shares⁽¹⁾	349,500,000	349,500,000
NTA per Share	40.05	40.10

Note:

- (1) Excluding 500,000 treasury shares.

- (iii) **EPS.** For illustrative purposes only and assuming that the Winding Up had been completed on 1 August 2018, being the beginning of FY2019, the pro forma financial effects on the consolidated EPS for FY2019 are as follows:

	Before the Winding Up	After completion of the Winding Up
Profit after tax attributable to Shareholders (S\$)	3,790,000	4,076,000
Number of Shares⁽¹⁾	349,500,000	349,500,000
Earnings/ per Share (cents)	1.08	1.17

Note:

- (1) Excluding 500,000 treasury shares.

In addition, the Board wishes to highlight that the aggregate amounts owing by TSPL to the Group of approximately S\$5.2 million is still outstanding as at the date of this Announcement and is irrecoverable. In this regard, it may be necessary to make provision to write off the same against the financial results of the Group for the financial year ending 31 July 2020.

Shareholders should note that the abovementioned financial effects of the Winding Up are strictly for illustrative purposes based on the latest audited accounts of the Company and the Group for FY2019 and may not necessarily reflect the actual future financial position and results of the Group following the Winding Up.

None of the directors, controlling shareholders or substantial shareholders of the Company has any interest, direct or indirect, in the Winding Up, save for their shareholdings in the Company.

The Board will keep shareholders updated as and when there are any material developments in relation to the above.

By Order of the Board

Teo Hock Chwee
Chairman and Managing Director
28 May 2020