



UE E&C Ltd

UE E&C LTD.

(Incorporated in the Republic of Singapore)
(Company Registration Number: 201005048D)

**VOLUNTARY CONDITIONAL CASH OFFER BY DMG & PARTNERS SECURITIES PTE LTD
FOR AND ON BEHALF OF UNIVERSAL EC INVESTMENTS PTE. LTD. FOR UE E&C LTD.**

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

1. Introduction

The Board of Directors (the “**Board**”) of UE E&C Ltd. (the “**Company**”) refers to:

- (i) the announcement dated 28 November 2014 (the “**Offer Announcement**”) made by DMG & Partners Securities Pte Ltd for and on behalf of Universal EC Investments Pte. Ltd. (the “**Offeror**”), in respect of a voluntary conditional cash offer (the “**Offer**”) for all the issued and paid-up ordinary shares in the capital of the Company, other than those already owned, controlled or agreed to be acquired by the Offeror, its related corporations and their respective nominees as at the date of the Offer in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers; and
- (ii) the holding announcement dated 28 November 2014 made by the Company informing shareholders of the Company of the Offer.

2. Appointment of Independent Financial Adviser

In connection with the Offer, the Board wishes to announce that Phillip Securities Pte Ltd has been appointed as the independent financial adviser to advise the directors of the Company who are considered independent for the purposes of the Offer.

3. Responsibility Statement

The directors of the Company (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement), the sole responsibility of the directors of the Company has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

BY ORDER OF THE BOARD

Tan Ching Chek
Company Secretary
3 December 2014