

USP GROUP LIMITED
(Company Registration No.: 200409104W)
(Incorporated in the Republic of Singapore)
(the "**Company**", with its subsidiaries, the "**Group**")

**PROPOSED ACQUISITION OF KOON CHENG DEVELOPMENT PTE LTD – ALLOTMENT,
ISSUANCE AND LISTING OF CONSIDERATION SHARES**

All capitalised terms used and not defined herein shall have the same meaning ascribed to them in the Company's announcements dated 18 December 2015, 8 January 2016 and 10 February 2016 in relation to the proposed acquisition of the entire issued and paid-up capital of Koon Cheng Development Pte. Ltd. ("KCDPL") (the "Announcements").

Further to the Announcements, the board of directors (the "Board") of USP Group Limited (the "Company") wishes to announce that the Company had (i) allotted and issued 117,633,576 new ordinary shares in the capital of the Company, being the New Share Portion and (ii) transferred 13,945,371 treasury shares from the Company's share buy-back account (please refer to the Company's announcement dated 8 January 2016), being the Treasury Shares Portion; and in aggregate, 131,578,947 ordinary shares ("Consideration Shares") to the Vendor in accordance with the SPA.

The Consideration Shares shall rank pari passu in all respects with the existing issued shares of the Company. The Consideration Shares shall be subject to a twelve months moratorium period from the Completion Date, expected to be on 19 February 2016.

Following the allotment and issuance of the New Share Portion, the issued and paid-up share capital of the Company has increased from 670,120,238 shares to 787,753,814 shares.

The New Share Portion are expected to be listed and quoted on the Mainboard of the SGX-ST on 19 February 2016.

BY ORDER OF THE BOARD

Li Hua
Executive Chairman
17 February 2016