



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.**

DEALING DISCLOSURE

1. Introduction

The Board of Directors of UE E&C Ltd. (the “**Company**”) refers to the announcement dated 28 November 2014 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 (“**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 (the “**Code**”).

2. Dealings by an associate of the Company

Pursuant to Rule 12.1 of the Code, the Company wishes to report the following dealing on the Singapore Exchange Securities Trading Limited (“**SGX-ST**”)¹ by an associate of the Company in the Shares on 12 December 2014:

Name of associate of the Company:	Chung Foh Ching (a director of certain subsidiaries of the Company)
Nature of dealing:	Sale
Number of Shares sold:	50,000
Consideration per Share ² :	S\$1.295
Approximate percentage of issued share capital of the Company represented by the number of Shares sold (%) ³ :	0.019
Resultant total number of Shares owned or controlled:	0

¹ In this Announcement, Shares agreed to be sold pursuant to a trade on the SGX-ST on a trading day shall be regarded as being sold on such trading day, notwithstanding that settlement of that trade will occur on a later trading day.

² Excluding brokerage commission, clearing fee, stamp duties and applicable tax.

³ Any discrepancies in the figures included in this Announcement between the amounts shown and the totals thereof are due to rounding. Accordingly, figures shown as totals in this Announcement may not be an arithmetic aggregation of the figures that precede them. The approximate percentage figures are calculated based on the total number of Shares in issue, being 270,000,000 Shares.

Approximate resultant total percentage of issued share capital of the Company owned or controlled (%) ³ :	0
--	---

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, 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
17 December 2014