
AWARD OF TENDER FOR RESIDENTIAL SITE AT CLEMENTI AVENUE 1 BY THE URBAN REDEVELOPMENT AUTHORITY

The Board of Directors of UOL Group Limited (the “**Company**” or “**UOL**”) wishes to announce that the Urban Redevelopment Authority (“**URA**”) has awarded the tender jointly submitted by the Company’s wholly-owned subsidiary UOL Venture Investments Pte. Ltd. (“**UVI**”), and UIC Homes Pte. Ltd., a wholly-owned subsidiary of United Industrial Corporation Limited (“**UIC**”) (collectively, the “**Parties**”), for the residential site at Clementi Avenue 1 (the “**Site**”) at a tender price of S\$491,300,000 (“**Tender Price**”), subject to the conditions of tender as set out in the tender documents.

1. Description of the Site

Details of the Site are as follows:

- (1) Tenure of Land : Leasehold of 99 years
- (2) Total Site Area : 178,064 square feet
- (3) Gross Plot Ratio : 3.5
- (4) Allowable Development : Residential (with a Child Care Centre component)

2. PAYMENT TERMS

The Parties have paid a tender deposit of approximately 5% of the Tender Price to URA. A sum equivalent to 25% of the Tender Price (included in which is the tender deposit) will be paid within 28 days of the award of the tender. The balance of the Tender Price is payable to URA within 90 days of the award of tender. The Tender Price shall be financed principally from bank borrowings and proportionate shareholders’ loans.

3. Joint Venture

A joint venture company (“**JV Co**”) will be incorporated by the Parties to undertake the proposed acquisition and development of the Site in the following proportions:

Joint Venture Party	Shareholding Percentage
UVI	80%
UIC	20%

4. Rationale for the Transaction

The acquisition of the Site (“**Transaction**”) would enable the UOL group to replenish its land bank for residential development in Singapore.

5. Relative Figures under Rule 1006 of the SGX Listing Manual

The relative figures that were computed on the basis set out in Rule 1006(c) of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**Listing Manual**”) are set out below:

- (a) The aggregate consideration payable by UVI for the Transaction, ie. S\$393,040,000 (UVI’s share being 80% of the Tender Price), constitutes approximately 6.13% of the market capitalisation of the Company of approximately S\$6,414,000,000, based on the volume weighted average share price of the Company’s shares transacted on 8 July 2019, being the last market day preceding the date of the award.
- (b) The relative figures in Rule 1006(a), Rule 1006(b) and Rule 1006(d) of the Listing Manual are not applicable. As the relative figure in Rule 1006(c) in relation to the Transaction exceeds 5% but does not exceed 20%, the Transaction is classified as a discloseable transaction under Rule 1010 of the Listing Manual.

6. Financial Effects

For illustrative purposes only, based on the latest announced audited consolidated financial statements of the UOL group for the year ended 31 December 2018, the Transaction is not expected to have a material financial impact on the UOL group’s net tangible assets per share as at 31 December 2018 assuming that the Transaction had been effected at the end of the UOL group’s financial year ended 31 December 2018. The Transaction is also not expected to have a material financial impact on the UOL group’s earnings per share for the financial year ended 31 December 2018 assuming that the Transaction had been effected at the beginning of the UOL group’s financial year ended 31 December 2018.

7. Interests of Directors and Controlling Shareholders

Dr Wee Cho Yaw, the Chairman, is a controlling shareholder of the Company and its subsidiary, UIC. Mr Wee Ee Cheong is a controlling shareholder of the Company. Mr Wee Ee Lim and Mr Wee Ee-chao are directors and substantial shareholders of the Company. Dr Wee Cho Yaw, Mr Wee Ee Lim and Mr Liam Wee Sin are also directors of UIC.

Save as disclosed above, the Board of Directors of the Company is not aware that any of the other Directors of the Company or any of the controlling shareholders of the Company represented on the Board of the Company has any interest, direct or indirect, in the Transaction.

Submitted by Yeong Sien Seu, Company Secretary on 9 July 2019 to the SGX