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- (I) **TERMINATION OF CALL OPTION AGREEMENTS, NON-COMPETITION DEEDS AND DEEDS OF UNDERTAKING IN RELATION TO CCM VENTURES PTE. LTD. AND CCM AUSTRALIA PTY LTD; AND**
- (II) **TERMINATION OF NON-COMPETITION DEEDS IN RELATION TO CCM INTERNATIONAL HOLDINGS PTE. LTD. AND CHASTAN PTE LTD**
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1. Introduction

The board of directors (the “**Board**”) of Choo Chiang Holdings Ltd. (the “**Company**”) refers to the offer document issued by the Company dated 15 July 2015 (the “**Offer Document**”) in connection with the listing of the Company (“**Listing**”) on the Catalist Board of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”). Unless otherwise stated, capitalised terms used herein shall have the same meaning as ascribed to them in the Offer Document.

It was disclosed under the sections entitled “*Present and On-going Interested Person Transactions*” and “*Potential Conflicts of Interests*” of the Offer Document that the Company had, amongst others, entered into various call option agreements, non-competition deeds and deeds of undertakings (the “**Documents**”) in relation to CCM Ventures Pte. Ltd. (“**CCM Ventures**”), CCM Australia Pty Ltd (“**CCM Australia**”), CCM International Holdings Pte. Ltd. (“**CCM International**”) and Chastan Pte Ltd (“**Chastan**”).

2. Striking-off of CCM Ventures and CCM Australia

As at the date of this announcement, CCM Ventures owns 100% of the issued and paid-up share capital of CCM Australia. Mr Lim Teck Chuan (“**TL**”), who is the Company’s Executive Chairman and Chief Executive Officer, owns an interest of 65.3% in CCM Ventures and is also the sole director of CCM Ventures and a director of CCM Australia. CCM Ventures is an investment holding company and CCM Australia is engaged in the trading of electrical products and accessories in Australia.

Pursuant to the Documents, amongst others: (i) TL had granted the Company a call option to acquire his shares in CCM Ventures (“**TL Call Option**”); (ii) CCM Australia had granted the Company a call option to purchase its trademark used in Australia (“**Australian TM Call Option**”); (iii) TL had given an undertaking to the Company that he will within two (2) years from the date of the Listing divest his shareholding in CCM Ventures to persons other than his Associates such that he will no longer be a shareholder of CCM Ventures; (iv) each of TL and CCM Ventures had granted the Company a right of first refusal in respect of any sale of their shares in CCM Ventures and CCM Australia respectively; and (v) each of CCM Ventures and CCM Australia had provided non-competition undertakings to the Company.

The Board wishes to announce that TL has informed the Company of his intention for the business of CCM Australia to be discontinued and consequently for both CCM Ventures and CCM Australia to be struck off.

Mr Chin Chee Choon, Ms Pebble Sia Huei-Chieh and Ms Lee Weilin who are the Company’s Independent Directors and also members of the Company’s Audit Committee have reviewed the quarterly management accounts of CCM Ventures and CCM Australia since the Listing.

Having considered that CCM Ventures and CCM Australia, on an aggregation basis, had been loss-making in the past two (2) years since the Listing and were in a net tangible liability position as at 31 December 2016, the Independent Directors and the Audit Committee have decided that the Company does not intend to exercise the TL Call Option and the Australian TM Call Option.

The Independent Directors have resolved that the Company has no objection to the striking off of CCM Ventures and CCM Australia. Accordingly, the Company has today entered into various side letters with each of TL, CCM Ventures and CCM Australia pursuant to which the relevant Documents will be terminated upon the effective date of striking off of CCM Ventures and CCM Australia.

3. Striking-off of Chastan

As at the date of this announcement, TL and Mr Lim Teck Seng (“RL”) (who is the Company’s Executive Director and the brother of TL) owns 80% and 20% respectively of the issued and paid-up share capital of CCM International. At the time of Listing, CCM International owned 100% of the issued and paid-up share capital of Chastan. CCM International is an investment holding company and Chastan was formerly engaged in the business of trading in electrical cables and other related products in Singapore but ceased such business activities since around 2013.

Pursuant to the Documents, amongst others, each of CCM International and Chastan had provided non-competition undertakings to the Company.

The Board wishes to announce that TL and RL have informed the Company that Chastan has been struck off on 9 March 2017 and confirmed to the Board that as at the date of this announcement, CCM International and its subsidiaries are dormant and do not carry on any business activities.

Accordingly, the Independent Directors have resolved and the Company has today entered into a side letter with CCM International pursuant to which the relevant parties agree that the relevant Documents have been deemed terminated as at the date of striking off of Chastan.

4. Directors’ Responsibility Statement

This announcement has been reviewed and approved by the Board (including those who may have been delegated detailed supervision of the preparation of this announcement). The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the termination of the Documents, the Company and its subsidiaries and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

BY ORDER OF THE BOARD

Mr Chin Chee Choon
Lead Independent Director

21 July 2017

*This announcement has been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch ("**Sponsor**") for compliance with the SGX-ST Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this announcement. This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement. The contact person for the Sponsor is Ms Tan Cher Ting, Director, Investment Banking, CIMB Bank Berhad, Singapore Branch, at 50 Raffles Place, #09-01 Singapore Land Tower, Singapore 048623, Telephone: +65 6337 5115.*