



TEHO INTERNATIONAL INC LTD.

(Incorporated in the Republic of Singapore on 10 June 2008)
(Company Registration Number: 200811433K)

PROPOSED DISPOSAL OF SHARES IN ECG (CAMBODIA) CO., LTD.

The Board of Directors (the "**Board**") of TEHO International Inc Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce that TEHO Property Services Pte. Ltd. ("**TEHO Property**"), a wholly-owned indirect subsidiary of the Company, has on 28 May 2018 entered into a share sale and purchase agreement (the "**SPA**") with Agility Partners Pte Ltd (the "**Purchaser**") for the disposal by TEHO Property of its entire shareholding interests in its wholly-owned dormant subsidiary, ECG (Cambodia) Co., Ltd. ("**ECG Cambodia**") to the Purchaser (the "**Proposed Disposal**") at a consideration of S\$8,000 (the "**Consideration**").

The Consideration was arrived at on a willing buyer and willing seller basis between the Group and the Purchaser, taking into account, *inter alia*, (i) the net tangible assets of ECG Cambodia, (ii) the intangible assets held by ECG Cambodia such as the Valuer and Realtor Licenses, and (iii) the incremental costs that would otherwise have been incurred in incorporating a new company in Cambodia. The unaudited net tangible assets of ECG Cambodia as at 30 April 2018 were S\$1,600. The Consideration has been fully paid in cash by the Purchaser to the Group on 28 May 2018 following the signing of the SPA.

The SPA is subject to the successful renewal of the Valuer and Realtor Licenses by ECG Cambodia. Following the completion of the Proposed Disposal, ECG Cambodia will cease to be a subsidiary of TEHO Property.

The Proposed Disposal is not expected to have any material impact on the net tangible assets per share and earnings per share of the Group for the current financial year ending 30 June 2018.

As the relative figures of the Proposed Disposal computed under Rule 1006 of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalyst ("**Catalist Rules**") do not exceed 5%, the Proposed Disposal is considered a non-discloseable transaction under Rule 1008 of the Catalyst Rules. This announcement is made pursuant to Rule 704(17)(c) of the Catalyst Rules.

Mr Teo Hock Hoe who is the sole director of ECG Cambodia, is also a director and minority shareholder of the Purchaser as at the date of this announcement. As Mr Teo Hock Hoe is neither a director nor a controlling shareholder of the Company and TEHO Property, he does not exert any influence over the decision-making process of the Board for the Proposed Disposal.

None of the Directors and controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Disposal, other than through their shareholdings (if any) in the Company.

The Company will make further announcements in relation to the completion of the Proposed Disposal in due course.

A copy of the SPA is available for inspection at the registered office of the Company at 1 Commonwealth Lane, #09-23 One Commonwealth, Singapore 149544 during normal office hours for three months from the date of this announcement.

BY ORDER OF THE BOARD

Lim See Hoe
Executive Chairman and Chief Executive Officer
28 May 2018

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, SAC Capital Private Limited (the "**Sponsor**"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). The Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes 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 Mr Ong Hwee Li (Tel: (65) 6532 3829) at 1 Robinson Road, #21-02 AIA Tower, Singapore 048542.