



**TEHO INTERNATIONAL INC LTD.**

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

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**THE PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF TIEC HOLDINGS PTE. LTD.**  
**- COMPLETION OF THE PROPOSED ACQUISITION**

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*Capitalised words which are not defined in this announcement shall carry the same meanings ascribed to them in the announcement dated 20 March 2014.*

Further to the announcements made on 20 March 2014, 6 May 2014 and 9 May 2014 in relation to the Proposed Diversification and Proposed Acquisition, the Board of the Company is pleased to announce that the completion of the Proposed Acquisition has taken place on 26 May 2014 (the “**Completion Date**”). Pursuant to the completion of the Proposed Acquisition, TIEC is now a wholly owned subsidiary of the Company.

Accordingly, the Company has today:

- (i) paid an aggregate of S\$7,278,844 in cash to the Vendors using existing cash resources and bank borrowings; and
- (ii) issued and allotted an aggregate of 25,000,000 Consideration Shares (at the issue price of \$0.20 for each Consideration Share) to the Vendors

in accordance with the terms of the Agreement.

Following the allotment of the Consideration Shares, the issued and paid-up share capital of the Company has increased to S\$26,010,672.80 comprising 190,467,471 ordinary shares (excluding treasury shares). The Consideration Shares are equivalent to approximately 13.12% of the enlarged issued share capital of the Company.

The Consideration Shares rank *pari passu* in all respects with and carry all rights similar to the then existing Shares, save that they will not rank for any dividends, rights, allotments or other distributions, the record date for which falls on or before the date of issue of the Consideration Shares.

The Consideration Shares have been deposited with the share registrar of the Company and would be placed under moratorium for six (6) months from the date of issue of the Consideration Shares (“**Initial Moratorium**”). Upon expiry of the Initial Moratorium, a further moratorium of another six (6) months shall be imposed on 50% of the Consideration Shares held by each Vendor. The Consideration Shares are expected to be listed and quoted on the Catalist on or about 28 May 2014 at 9.00 a.m.

BY ORDER OF THE BOARD

Lim See Hoe  
Executive Chairman and Chief Executive Officer  
26 May 2014

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company’s Sponsor, SAC Capital Private Limited, for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”). The Company’s 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.*

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