



KSH HOLDINGS LIMITED

(Incorporated in the Republic of Singapore on 9 March 2006)
(Company Registration Number: 200603337G)

APPROVAL IN-PRINCIPLE FOR PROPOSED BONUS ISSUE

1. INTRODUCTION

Further to the announcement by the Company on 25 May 2012, in relation to the Proposed Bonus Issue (the “**Announcement**”), the Board of Directors (the “**Directors**”) of the Company is pleased to announce that the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) had on 30 May 2012, granted its in-principle approval (“**AIP**”) in respect of the Company’s application for the listing and quotation of up to 35,223,122 Bonus Shares on the basis of one (1) Bonus Share credited as fully paid for every ten (10) existing Shares held by the shareholders of the Company.

The Bonus Shares in respect of Shares held by shareholders will be issued credited as fully paid at nil consideration to entitled shareholders and when allotted and issued, will rank *pari passu* in all respects with the existing issued Shares and with each other, except that the Bonus Shares **will not be entitled to such rights, allotments or distributions the record date of which falls before the date of allotment and issue of such Bonus Shares (including any dividends declared or paid in respect of the financial year ended 31 March 2012).**

Unless otherwise defined, all capitalised terms in this announcement shall bear the same meanings as ascribed to them in the Announcement.

2. CONDITIONS TO THE AIP

The AIP granted by the SGX-ST is subject to the following conditions:

- (i) compliance with the SGX-ST’s listing requirements; and
- (ii) a written confirmation that the Bonus Issue is in compliance with the Companies Act, Cap. 50 of Singapore.

The in-principle approval from the SGX-ST is not an indication of the merits of the Bonus Issue, the Bonus Shares, the Company and/or its subsidiaries.

3. BOOKS CLOSURE DATE

The Company will announce the Books Closure Date for the purpose of determining the entitlements of shareholders under the Proposed Bonus Share Issue in due course.

By Order of the Board

Choo Chee Onn
Executive Chairman and Managing Director
31 May 2012