



**KSH HOLDINGS LIMITED**

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 200603337G)  
(the “Company”)

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**PROPOSED PLACEMENT OF UP TO 30,899,000 NEW ORDINARY SHARES AND 4,101,000 EXISTING ISSUED ORDINARY SHARES WHICH ARE HELD BY THE COMPANY AS TREASURY SHARES IN ACCORDANCE WITH SECTION 76H OF THE COMPANIES ACT (CAP. 50) IN THE SHARE CAPITAL OF THE COMPANY (THE “PLACEMENT”) –**

**APPROVAL-IN-PRINCIPLE FROM THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE “SGX-ST”)**

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The board of directors (the “**Board**”) of KSH Holdings Limited (the “**Company**”) refers to the announcement made on 12 March 2013 in relation to the Placement (the “**Announcement**”).

*Unless otherwise defined, all terms and references used herein shall have the same meaning as ascribed to them in the Announcement.*

The Board is pleased to announce that the SGX-ST has on 20 March 2013 granted the approval-in-principle for the listing and quotation of up to 30,899,000 New Shares to be issued pursuant to the Placement, subject to the following conditions:

- (a) compliance with the SGX-ST’s listing requirements; and
- (b) submission to the SGX-ST of the following:
  - (i) a written undertaking from the Company that it will comply with Rule 704(30) and Rule 1207(20) of the Listing Manual of the SGX-ST (the “**Listing Manual**”) in relation to the use of the proceeds from the Placement;
  - (ii) a written undertaking from the Company that it will comply with Rule 803 of the Listing Manual;
  - (iii) a written undertaking from the Placement Agent that it will ensure that the Company will comply with Rule 803 of the Listing Manual;
  - (iv) a written confirmation from the Company that it will not issue the Placement Shares to persons prohibited under Rule 812(1) of the Listing Manual; and

- (v) a written confirmation from the Placement Agent that the Placement Shares will not be placed out to persons prohibited under Rule 812(1) of the Listing Manual.

The approval-in-principle of the SGX-ST above is not to be taken as an indication of the merits of the Placement, the Placement Shares, the Company and/or its subsidiaries.

A separate announcement will be released by the Company upon completion of the Placement.

**BY ORDER OF THE BOARD**

CHOO CHEE ONN  
EXECUTIVE CHAIRMAN / MANAGING DIRECTOR  
20 March 2013