



KSH Holdings Limited

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

ACQUISITION OF ALL THE ISSUED AND PAID-UP ORDINARY SHARES REPRESENTING THE SHARE CAPITAL OF L.C. (LONDON) LTD. BY THE GROUP'S 20%-OWNED ASSOCIATED COMPANY – PROSPERE GLORY PTE. LTD.

1. INTRODUCTION

The Board of Directors (the “**Board**”) of KSH Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce that the Group’s 20%-owned associated company, Prospere Glory Pte. Ltd., (the “**Buyer**”), has acquired the entire share capital of L.C. (London) Ltd. (referred to as “**LC London**”, and the transaction, the “**Acquisition**”) on 11 April 2019 (“**Completion**”).

2. INFORMATION ON LC LONDON

LC London, a company incorporated in England and Wales, is a hotel investment company whose primary asset is the Crowne Plaza London Kensington hotel (the “**Hotel**”) in London, United Kingdom. It has an issued and paid up share capital of £5,000,000 (approximately S\$8,850,000) comprising 5,000,000 ordinary shares.

LC London holds the freehold interest in the Hotel located at 94 to 106 (even) Cromwell Road, Kensington, London SW7 4ER. InterContinental Hotels Group Plc currently operates the Hotel under the hotel management agreement between LC London and IHG Hotels Limited.

3. AGGREGATE CONSIDERATION

On 14 December 2018, the Buyer entered into a share sale and purchase agreement (the “**Agreement**”) with the seller L.C. Hotels Pte Ltd (the “**Seller**”) for the Acquisition. Under the terms of the Agreement, the aggregate consideration for the Acquisition of approximately £84,311,000 (approximately S\$148,886,000) (the “**Aggregate Consideration**”) was paid in the following manner:

- i. the deposit of £8,300,000 (approximately S\$14,346,000) was paid to the Seller on the date of the Agreement; and
- ii. the balance amount of £76,011,000 (approximately S\$134,540,000) was paid to the Seller on Completion.

The Aggregate Consideration was arrived at on a willing-buyer and willing-seller basis by reference to the enterprise value and the net current assets of LC London of approximately £84,311,000 as at Completion.

The Company had funded its share of the Aggregate Consideration by internal funds and external borrowings.

Upon completion of the Acquisition, the Group has an effective interest of 20.0% in LC London.

The Acquisition is not expected to have significant impact on the net tangible assets and earnings per share of the Company and the Group for the current financial year ending 31 March 2020.

None of the Directors or controlling shareholders of the Company has any interest, directly or indirect, in the aforesaid transaction, save for their shareholding (if any) in the Company.

BY ORDER OF THE BOARD

CHOO CHEE ONN

Executive Chairman and Managing Director

14 April 2019