



OXLEY HOLDINGS LIMITED

(Incorporated in the Republic of Singapore under Registration No. 201005612G)

INCREASE IN SHAREHOLDING IN KAP HOLDINGS (CHINA) PTE. LTD.

The Board of Directors of Oxley Holdings Limited (the “**Company**”) wishes to inform that the Company’s wholly-owned subsidiary, Oxley China Pte. Ltd. (“**Oxley China**”), has entered into a share sale agreement to acquire:

- (a) five ordinary shares of KAP Holdings (China) Pte. Ltd. (“**KAP**”) from TEE Property Pte. Ltd. (“**TEE Property**”) at a consideration of S\$5, being the issue price of the shares; and
- (b) the interest-free shareholder’s loan of S\$1,963,077 (the “**Loan**”) granted by TEE Property to KAP at a consideration of the Loan amount.

The aforesaid consideration was determined on a willing buyer-willing seller basis, taking into account the net liability of \$20,855 of KAP as at 31 December 2015 based on its unaudited management accounts.

Completion will take place within 14 days from the date of the share sale agreement or within 7 days after the fulfilment of the conditions precedent (whichever is the later), or such other date as the parties may agree in writing. Following the completion, the shareholding of Oxley China in KAP will increase from 50% to 55% and Oxley China will assume the Loan as lender.

The aforesaid transaction was funded by internal resources and is not expected to have any material impact on the net tangible assets per share or earnings per share of the Company for the current financial year ending 30 June 2016.

None of the Directors or controlling shareholders of the Company has any interest, directly or indirectly, in the aforesaid transaction, save through his shareholding (if any) in the Company.

By order of the Board

Ching Chiat Kwong
Executive Chairman and CEO
4 March 2016