

**OXLEY HOLDINGS LIMITED**

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

ACQUISITION OF EQUITY INTEREST IN HEBEI YUE ZHI REAL ESTATE DEVELOPMENT CO., LTD.

The Board of Directors of Oxley Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that pursuant to an agreement (the “**Agreement**”) entered into with Beijing Jia Hua Hong Yuan Investment Co., Ltd. (北京嘉华宏远投资有限公司) (“**Jia Hua**”), Gaobeidian City Lei Hua Yi Wei Sport Development Co., Ltd. (高碑店市雷华羿伟体育发展有限公司) (“**Lei Hua**”) and KSH International Investment Pte. Ltd. (“**KSHII**”), the Group’s 55%-owned joint venture company, KAP Holdings (China) Pte. Ltd. (“**KAP**”), has invested RMB100 million to subscribe for a 50% equity interest in Hebei Yue Zhi Real Estate Development Co., Ltd. (河北悦致房地产开发有限公司) (“**Yue Zhi**”), a company incorporated in the People’s Republic of China (the “**Acquisition**”).

Prior to the Acquisition, the registered capital of Yue Zhi was RMB55 million, fully unpaid as the registered capital was not due under the company’s constitution, and held by Jia Hua (82%) and Lei Hua (18%). Yue Zhi had negative book net tangible assets of approximately RMB148,608 as at 30 November 2017. The principal activity of Yue Zhi is real estate development and management. Subject to the receipt of approvals from the relevant authorities, Yue Zhi intends to carry on real estate development and management for the development project in Gaobeidian, Hebei.

Pursuant to the Agreement:

- (a) the registered capital of Yue Zhi shall be increased to RMB200 million, to be contributed by the parties as follows:
 - (i) Jia Hua - RMB45 million, being 22.5% of the registered capital
 - (ii) Lei Hua - RMB10 million, being 5.0% of the registered capital
 - (iii) KSHII - RMB45 million, being 22.5% of the registered capital
 - (iv) KAP - RMB100 million, being 50.0% of the registered capital
- (b) the profit and loss as well as the risks relating to Yue Zhi shall be borne by the parties in the following proportions:
 - (i) Jia Hua - 28.00%
 - (ii) Lei Hua - 6.75%
 - (iii) KSHII - 20.25%
 - (iv) KAP - 45.00%

The Group’s share of the investment amount for the Acquisition is funded by internal resources. The Acquisition 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 2018.

Mr Lim Yeow Hua @ Lim You Qin, an Independent Director of the Company, is an independent director and shareholder of KSH Holdings Limited, a company listed on the SGX-ST. KSHII is a wholly-owned subsidiary of KSH Holdings Limited. None of the Directors or controlling shareholders of the Company has any interest, directly or indirectly, in the Acquisition, save as aforesaid or through his shareholding (if any) in the Company.

By order of the Board

Ching Chiat Kwong
Executive Chairman and CEO
23 January 2018