

Miscellaneous

* Asterisks denote mandatory information

Name of Announcer *	KOH BROTHERS GROUP LIMITED
Company Registration No.	199400775D
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Announcement is submitted with respect to *	KOH BROTHERS GROUP LIMITED
Announcement is submitted by *	KOH KENG SIANG
Designation *	MANAGING DIRECTOR & GROUP CEO
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>> Announcement Details

The details of the announcement start here ...

Announcement Title * COMPLETION OF THE PROPOSED ACQUISITION OF SHARES AND WARRANTS TO SUSBCRIBE FOR SHARES IN THE CAPITAL OF METAX ENGINEERING CORPORATION LIMITED

Description PLEASE REFER TO THE ATTACHMENTS.

Attachments

 [CompletionofSubscriptionAnnmt.pdf](#)
 [CompletionNR.pdf](#)
Total size = **209K**
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Koh Brothers Group Limited

(Incorporated in the Republic of Singapore)

Company Registration No. 199400775D

**COMPLETION OF THE PROPOSED ACQUISITION OF SHARES AND WARRANTS TO
SUBSCRIBE FOR SHARES IN THE CAPITAL OF METAX ENGINEERING CORPORATION
LIMITED**

The Board of Directors (the “**Board**”) of Koh Brothers Group Limited (the “**Company**”) refers to the announcement made by the Company on 25 October 2012 in relation to the proposed subscription by the Company of:

- (a) 155,000,000 new ordinary shares (the “**Subscription Shares**”) in the capital of Metax Engineering Corporation Limited (“**Metax**”) at the price of S\$0.053 per Subscription Share; and
- (b) 165,000,000 free detachable, non-transferable and non-listed warrants (the “**New Warrants**”), each New Warrant carrying the right to subscribe for one (1) new ordinary share in the capital of Metax (the “**Warrant Shares**”) at an exercise price of S\$0.053 per Warrant Share,

(collectively, the “**Subscription**”) upon the terms and conditions of the subscription agreement dated 24 October 2012 entered into between the Company and Metax.

The Board is pleased to announce that the Subscription has been completed today. Following the completion of the Subscription, the Company holds approximately 41.0% of the enlarged total number of issued ordinary shares in the capital of Metax as at the date of this announcement and Metax has become an associated company of the Company.

By Order of the Board

Koh Keng Siang
Managing Director & Group CEO

28 February 2013
Singapore



NEWS RELEASE

KOH BROTHERS COMPLETES ACQUISITION OF 41% STAKE IN METAX

- *Synergistic acquisition to complement Koh Brothers' core operations*
- *Opportunities to broaden engineering capabilities into water and wastewater sector*

Singapore, February 28, 2013 – Koh Brothers Group Ltd (“Koh Brothers” or the “Group”), a well-established construction, property development and specialist engineering solutions provider, today announced that it has completed the acquisition for 41% stake in Metax Engineering Corporation Ltd (“Metax”) for a total cash consideration of S\$8.215 million.

Commenting on the acquisition, Mr Francis Koh, Koh Brothers’ Group Managing Director and Group CEO, said: “We are pleased to have fully completed the acquisition of Metax, a company that operates businesses that are highly synergistic to some of our current operations. Having established a strong foothold for our core businesses over the past 46 years, the acquisition of Metax marks the next step in our plans to tap opportunities in the EPC¹ sector and brings an opportunity to broaden our engineering capabilities into the water and wastewater sector.”

¹ *Engineering, Procurement & Construction*

Listed on the Catalist Board of the Singapore Exchange, Metax is an environmental engineering company providing EPC services for water and wastewater treatment and hydroengineering projects. With over 35 years of EPC experience, Metax has been involved in many public and private sector projects in Singapore, Indonesia, Malaysia, Thailand, the Philippines and India. In 2008, Metax extended their EPC business into the palm oil refining industry with the acquisition of WS Bioengineering Pte. Ltd. ("WS Bio"), whose principal business is the engineering and construction of biofuel and palm oil refining facilities.

Koh Brothers is of the view that the strategic alliance with Metax will increase collaboration opportunities for both parties, particularly in construction and infrastructure projects. Any such collaborative opportunities will allow the Group to harness synergies from efficiencies by capitalising on each party's individual strengths and capabilities.

Mr Koh added: "Metax brings to us a wealth of market knowledge and experiences in the regional water and wastewater sector. With its operating track record of over 35 years, boasting a strong client base comprising private and public sector clients, we are confident that our strategic investment in Metax will serve to further augment our specialist engineering capabilities."

Following the completion of the transaction, the Group plans to review Metax's business and operations with a view to identifying areas for synergistic benefits and to enhance Metax's strategic direction, business strategy and operations. Koh Brothers will have three Board seats - Mr Francis Koh Keng Siang has been appointed as the Non-executive Chairman, Ms Koh Siew Kiang as Non-executive and Non-independent Director and Mr Koh Choon Leng as Non-executive and Independent Director.

None of the Directors or substantial shareholders of the Group has any interest, direct or indirect, in the above transaction.

About Koh Brothers Group Limited

Listed on SGX Mainboard in August 1994, Koh Brothers Group is a well-established construction, property development and specialist engineering solutions provider, which was started as a sole proprietorship in 1966 by Mr Koh Tiat Meng. Today, the Group has more than 40 subsidiaries, joint venture companies and associated companies spread over Singapore, PRC, Indonesia, and Malaysia.

Over the years, the Group has undertaken numerous construction and infrastructure projects with its A1 grading by the Building and Construction Authority (“BCA”). It is currently the highest grade for contractors’ registration in this category, and allows the Group to tender for public sector construction projects of unlimited value. In addition, the Group has developed a name for itself as a niche real estate developer, with an established reputation for quality and innovation.

Koh Brothers Group’s diversified businesses present them with multiple revenue streams from three core areas:

- Construction and Building Materials;
- Real Estate; and
- Leisure & Hospitality.

Construction and Building Materials

This division leads in providing a complete and diverse range of infrastructure project management, products, services and solutions for the construction industry. One of its major projects is the iconic Marina Barrage which was successfully completed in October 2008.

More recently in February 2013, Koh Brothers was awarded a S\$99.8 million contract from the PUB, Singapore's National Water Agency, to carry out improvement works to the existing trapezoidal canal and crossings at the Bukit Timah First Diversion Canal (Bukit Timah Road to Holland Green). In November 2012, Koh Brothers secured a S\$30.9 million contract from Changi Airport Group for a proposed retention pond at Changi Airport. In April 2012, Koh Brothers, through a joint venture, was awarded a S\$54.6 million contract by the national water agency, PUB, for the construction of a used water lift station at PUB's Jurong Water Reclamation Plant.

Other ongoing projects include the construction of Downtown Line 1 Bugis Station, makeover of Geylang River, Lincoln Suites – a luxurious condominium project at Kiang Guan Avenue, off Newton Road, in District 11, and Parc Olympia – through a 80:20 joint venture between Koh Brothers and Japan's Okumura Corporation.

Recently completed projects include Punggol Waterway Parts One and Two, the Common Service Tunnel at the Business Financial Centre, and public housing at Choa Chu Kang.

The Building Materials division provides total ready-mix concrete solutions to the construction industry. The supply chain includes cement, ready-mix concrete, equipment rental and various types of products such as pre-cast elements and interlocking concrete blocks.

Real Estate

The Group's Real Estate division provides quality property developments with specialised themes at choice locations. Koh Brothers Development Pte Ltd ("KBD"), established in 1993, a wholly-owned subsidiary of Koh Brothers Group, is our flagship company for the Group's Real Estate division.

KBD is noted for its 'lifestyle-and-theme' developments. For example, its Starville project was the first to introduce a star-gazing observatory, complete with an astronomy theme. Launched in June 2003, this project is a joint venture between KBD and AIG Lengkong Investment Limited, a member of American International Group Inc. Earlier projects include The Montana, in which KBD became the first developer to introduce state-of-the-art home automation features, broadband cable and an infinity pool. The Montana, launched in November 1999, is a 108-unit luxury freehold apartment located off River Valley Road. In October 2006, it also launched its four-units-only luxurious, freehold bungalow project, "Bungalows @ Caldecott", uniquely designed with a number of firsts in Singapore such as bathrooms studded with Swarovski wall crystals, Avant-Garde sanitary fittings incorporating luxury brand names like Visentin, and a specially-designed Water Conservation System. In April 2006, it announced the acquisition of Hilton Tower, located in the prime freehold Leonie Hill area, for S\$79.2 million together with Heeton Land Pte Ltd. It is now the site for the premium condominium, The Lumos.

In June 2007, Koh Brothers Group Limited, Heeton Holdings Ltd, KSH Holdings Limited and Lian Beng Group Ltd formed a consortium with equal shares each and were successfully awarded the prime Lincoln Lodge site at 1/3 Kiang Guan Avenue, off Newton Road in District 11. The site has been redeveloped to the luxurious condominium project, Lincoln Suites, which features sky-high elevated gyms, wireless multi – room music systems and thematic communal dining facilities. Lincoln Suites was launched in October 2009.

Fiorenza, another prized freehold development by KBD, was launched in April 2009. Inspired by the passionate Italian culture with its bold artistic tastes, unrestrained luxury and a free-spirited lifestyle, this Avant-Garde development, located at Florence Road, received its TOP in June 2011.

Parc Olympia, a sporting themed condominium, was launched in Flora Drive in July 2012. The 99-year, 486-unit development offers over 60,000 sq ft of wide-range sporting area and facilities, with special facilities including a synthetic jogging track, a rockclimbing wall, an air-conditioned badminton court, a skate park and even a putting green for golf-lovers.

Other completed projects include:

- The highly successful Sun Plaza, located next to Sembawang MRT station, which introduced a sunflower theme. The residential block in Sun Plaza has been fully sold and the retail mall is currently held as an investment with high occupancy;
- The Capri, an 18-unit residential development, is situated along the prime Stevens Road; and
- The Sierra, an 18-storey residential development comprising 60 units located in the established and popular enclave of Mount Sinai.

Leisure & Hospitality

This division provides 'no-frills' hospitality services through its Oxford Hotel brand name with more than 130 hotel rooms.

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