

CORTINA HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 197201771W)

DISPOSAL OF 100 ORCHARD ROAD #02-52 CONCORDE HOTEL & SHOPPING MALL SINGAPORE 238840

1. Introduction

1.1 The Board of Directors of Cortina Holdings Limited (the “**Company**”, together with all its subsidiaries, collectively the “**Group**”) wishes to announce that the Company has on 9 April 2013 granted an Option To Purchase (the “**Option**”) in favour of **Fong & Sons Pte. Ltd** (the “**Purchaser**”), an unrelated party, in relation to the property owned by the Company located at 100 Orchard Road #02-52 Concorde Hotel & Shopping Mall Singapore 238840 (LOT U996W TS19 [Sublease reg. as I/54908E comprised in SSCT (Sub) in Volume 635 Folio 185] (the “**Property**”).

1.2 The information of the Property is as follows:

The Property	Gross Floor Area (Square feet)	Sales Price (Exclude GST)	Tenure of the Property
100 Orchard Road #02-52 Concorde Hotel & Shopping Mall Singapore 238840 (LOT U996W TS19 [Sublease reg. as I/54908E comprised in SSCT (Sub) in Volume 635 Folio 185])	807.29 sf	SGD2,000,000	99 years less 1 day commencing from 17 August 1979

1.3 The Property is currently leased out by the Company.

2. Consideration

2.1 The sales price of the Property is **SGD2,000,000.00** (exclusive of prevailing Goods and Service Tax thereon) (the “**Purchase Price**”). The Purchase Price was arrived at on a willing buyer willing seller basis, after taking into consideration current market conditions.

2.2 The Company had commissioned a valuation by DTZ Debenham Tie Leung (SEA) Pte. Ltd. (the “**Valuer**”), that had valued the Property at SGD2,100,000.00 in its valuation report dated 30 April 2012 (the “**Valuation Report**”).

2.3 The Purchase Price shall be paid in the following manner:

- (a) The Option Money of SGD20,000.00 (equivalent to 1% of the Purchase Price) had been paid to the Company in exchange for the delivery of the Option;
- (b) The sum of SGD180,000.00 (the deposit) (equivalent to 10% of the Purchase Price less the Option Money) shall be payable by the Purchaser to the Company’s solicitors upon exercise of the Option on or before the expiry date of the Option at 4.00 p.m. on 23 April 2013, to be held by the Company’s solicitors as stakeholders pending completion of the sale of the Property; and
- (c) The balance of the Purchase Price of SGD1,800,000.00 (equivalent to 90% of the Purchase Price) shall be paid upon completion of the sale of the Property.

3. Salient Terms of the Option

3.1 Conditions Precedent

The sale and purchase of the Property is subject to and conditional upon the replacement of the SSCT (Sub) in Volume 635 Folio 185 (the “said title-deeds”) by the Singapore Land Authority (“SLA”) which the said title-deeds have been hitherto misplaced by the Company.

3.2 Existing Tenancy

The Property is sold subject to existing tenancy and on an “as is, where is” condition.

3.3 Completion

The completion of the sale and purchase of the Property shall take place on or before the expiry of ten (10) weeks from the date of exercise of the Option or fourteen (14) days from the Company’s solicitors’ notification to the Purchaser or their duly appointed solicitors that the replacement of the said title-deeds have been issued by SLA and collected by the Company’s solicitors, whichever date is the later.

4. Rationale of the proposed disposal

The Company considers it an appropriate time to dispose of the Property and the proceeds of sale will generate working capital for the Company's operations.

5. Use of sale proceeds

The Company intends to use the sale proceeds for general working capital purposes.

6. Financial effects

- 6.1 For illustrative purposes only, the financial effects of the proposed disposal of the Property on the net tangible assets per share and earnings per share of the Group, based on the latest audited consolidated financial statements of the Group for the financial year ended 31 March 2012 are set out below.

Financial impact on the net tangible assets ("NTA")

Assuming the disposal has been completed on 31 March 2012, the financial effect on the NTA per share of the Group is as follows:

	Before proposed disposal	After proposed disposal
NTA (SGD'000)	117,224,000	118,330,690
No. of issued shares ('000)	165,578,415	165,578,415
NTA per share (cents)	70.8	71.5

Financial impact on the earnings per share ("EPS")

Assuming the disposal had been completed on 1 April 2011, the financial effect on the EPS of the Group is as follows:

	Before proposed disposal	After proposed disposal
Profit/ (Loss)after income tax (SGD'000)	21,154,000	22,260,690

No. of issued shares ('000)	165,578,415	165,578,415
Earnings/ (Losses) per share (cents)	12.8	13.4

Please note that the above financial figures are for illustrative purposes only and do not necessarily reflect the actual results and financial performance and position of the Group after the proposed disposal. No representation is made as to the actual financial position and/or results of the Group after the completion of the proposed disposal.

6.2 Book value and profits

The book value of the Property as at 31 March 2013 is SGD 886,310. The proposed disposal is expected to result in a net gain on disposal of approximately SGD 1,106,690 after taking into account the book value of the Property of SGD 886,310 and estimated expenses of SGD 7,000.

7. Relative figures under Chapter 10 of the Listing Manual

7.1 The relative figures computed on the bases set in Rule 1006 of the SGX-ST Listing Manual in relation to the disposal are as follows:

Net asset value of assets to be disposed of, compared with the Group's net asset value (as at [31 March 2012)	0.72%
Net profits attributable to the assets disposed of, compared with the Groups' net profits	4.26%
Aggregate value of consideration received, compared with the Company's market capitalisation (as at 5 April 2013)	1.44%
Number of equity securities issued by the Company as consideration for the acquisition, compared with the number of equity securities previously in issue	Not Applicable.

7.2 Based on the relative figures above, the proposed disposal of the Property ("**Disposal**") will constitute a non-discloseable transaction under Chapter 10 of the SGX-ST Listing Manual.

8. Interests of Directors and Controlling Shareholders

Save for the shareholdings in the Company, none of the Directors or the controlling shareholders of the Company or associates of such Directors or controlling shareholders has any interest, direct or indirect, in the proposed disposal.

9. Documents available for inspection

A copy of the Option and the Valuation Report is available for inspection during the normal business hours at the registered office of the Company at 391B Orchard Road #18-01 Ngee Ann City Tower B Singapore 238874 for three months from the date of this announcement.

By Order of the Board

Mr Lim Keen Ban, Anthony
Chairman and Managing Director/Chief Executive Officer

10 April 2013