

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

DISPOSAL OF 3791 JALAN BUKIT MERAH, #09-29 & #09-30 SINGAPORE 159471

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 **23 April 2013** granted two Options To Purchase (the “**Options**”) in favour of **Yong Steel (S) Pte. Ltd and/or Nominees** (the “**Purchaser**”), an unrelated party, in relation to the properties owned by the Company located at **3791 Jalan Bukit Merah, #09-29 Singapore 159471** (hereinafter referred to as “**Property A**”) and **3791 Jalan Bukit Merah, #09-30 Singapore 159471** (hereinafter referred to as “**Property B**”) ((together hereinafter referred to as the “**Properties**”).

1.2 The information of the Properties are as follows:

The Properties	Gross Floor Area (Square feet)	Sales Price (Exclude GST)	Tenure of the Property
Property A: 3791 Jalan Bukit Merah, #09-29 Singapore 159471 (Lot U51154P of Mukim 2 comprised in SSCT in Volume 928 Folio 120)	1,011.80 sf	SGD752,000.00	99 years commencing from 1st July 1962
Property B: 3791 Jalan Bukit Merah, #09-30 Singapore 159471 (Lot U51155T of Mukim 2 comprised in SSCT in Volume 928 Folio 121)	979.52 sf	SGD728,000.00	99 years commencing from 1st July 1962

1.3 The Properties are currently leased out by the Company.

2. Consideration

2.1 The sales price of the Properties are SGD752,000.00 for Property A (exclusive of prevailing Goods and Service Tax thereon) and SGD728,000.00 for Property B (exclusive of prevailing Goods and Service Tax thereon) respectively (the “**respective Purchase Price**”). The respective 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 Pte. Ltd. (the “**Valuer**”), that had valued the Property A and Property B at SGD734,480.00 and SGD711,040.00 respectively in its valuation report dated 12 April 2013 (the “**Valuation Report**”).

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

- (a) The Option Money of SGD7,520.00 and SGD7,280.00 for Property A and Property B respectively (equivalent to 1% of the respective Purchase Price) had been paid to the Company in exchange for the delivery of the Options;
- (b) The respective sums of SGD30,080.00 and SGD29,120.00 (the deposit) (equivalent to 5% of the respective Purchase Price less the Option Money paid under the Options) shall be payable by the Purchaser to the Company’s solicitors upon exercise of the Options on or before the expiry date of the Options at 4.00 p.m. on 6th May 2013, to be released to the Company forthwith upon receipt by the Company’s said solicitors; and
- (c) The respective balance of the Purchase Price of SGD714,400.00 and SGD 691,600.00 (equivalent to 95% of the respective Purchase Price) shall be paid upon completion of the sale of the Properties.

3. Salient Terms of the Option

3.1 Conditions Precedent

The sale and purchase of the Properties are subject to and conditional upon the Purchaser exercising the Options conjunctively and simultaneously for Property A and Property B respectively.

3.2 Existing Tenancy

The Properties are 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 Properties shall take place on or before the expiry of thirteen (13) weeks from the date of exercise of the Options or 1st August 2013, whichever date is the later.

4. Rationale of the proposed disposal

The Company considers it an appropriate time to dispose of the Properties 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 Properties 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)	117,224,000	118,220,665
No. of issued shares	165,578,415	165,578,415
NTA per share (cents)	70.8	71.4

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

Assuming the disposal had been completed on 31 March 2012, the financial effect on the EPS of the Group is as follows:

	Before proposed disposal	After proposed disposal
Profit/ (Loss)after income tax (SGD)	21,154,000	22,150,665
No. of issued shares	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 A and Property B as at 31 March 2013 are SGD 227,752.00 for Property A and 220,483.00 for Property B respectively. The proposed disposal is expected to result in a net gain on disposal of approximately SGD 996,665 after taking into account the book value of the Properties and estimated expenses of SGD 35,100.

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)	0.36%
Net profits attributable to the assets disposed of, compared with the Groups' net profits	3.83%
Aggregate value of consideration received, compared with the Company's market capitalisation (as at 24 April 2013)	1.04%
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 Properties (“**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 each of the Options 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

26 April 2013