
INTERESTED PERSON TRANSACTION

*Reference is made to the announcements made by Yoma Strategic Holdings Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) on 19 November 2012, 8 December 2012, 8 February 2013, 15 March 2013 and 16 June 2013 (collectively, the “**Announcements**”) and the Company’s circular dated 8 February 2013 (the “**Circular**”) in relation to the Company’s proposed acquisition of eighty per cent. (80%) interests in respect of the Landmark Development.*

Unless otherwise defined, all terms used herein shall be as defined in the Announcements and the Circular.

DEVELOPMENT TRANSACTION

The Board of Directors of the Company wishes to inform shareholders that whilst the issue of the Master Lease for the Landmark Development is pending, preliminary development has commenced to ensure that there will be no delay to the completion of the Landmark Development. The Company has agreed with Serge Pun & Associates (Myanmar) Limited (“**SPA**”) that it will fund its pro rata share of eighty per cent. (80%) of the preliminary development costs of up to an aggregate amount of S\$7 million (the “**Pro Rata Development Costs**”). Upon the completion of the Proposed Acquisition of the Landmark Development, the Pro Rata Development Costs will be converted into a shareholders’ loan in Meeyahta International Hotel Limited (“**MIHL**”). MIHL will hold the Master Lease of the Landmark Development. In the event that the Proposed Acquisition is not completed by 31 December 2013 or such other date to be the agreed long-stop date of the Proposed Acquisition, SPA and Mr. Serge Pun have jointly and severally undertaken that they shall reimburse the Company the Pro Rata Development Costs within five (5) business days from the date of notice.

RATIONALE

As disclosed in the Company’s announcement on 16 June 2013, the Company remains confident that the Master Lease will be issued. The Landmark Development is a mixed-use commercial development. It is a large project requiring extensive planning and preparation and it is in the interests of the Company that the development of the Landmark Development continues while SPA negotiates and finalises the terms of the Master Lease with the relevant authorities. Further, the Company has been extensively involved in the development of the project given that the Company will, upon completion of the Proposed Acquisition, hold eighty per cent. (80%) interest in MIHL.



INTERESTED PERSON TRANSACTION

Mr. Serge Pun is the Executive Chairman and a Controlling Shareholder of the Company, holding approximately 41.67% direct and deemed interests in the Company as at the date of this Announcement.

Mr. Serge Pun is also the Chairman of SPA and the controlling shareholder of SPA as at the date of this announcement. SPA is considered an associate of Mr. Serge Pun and accordingly an interested person of the Company for the purposes of Chapter 9 of the Listing Manual. The Development Transaction is therefore an interested person transaction under Chapter 9 of the Listing Manual.

Based on the latest audited consolidated financial statements of the Group as at 31 March 2013, the net tangible assets less non-controlling interest (the "NTA") of the Group is S\$357.5 million. The Pro Rata Development Costs, together with the value of the other interested person transactions with Mr. Serge Pun and his associates (excluding those conducted under the shareholders' mandate), represents 3.7% of the NTA of the Group and as such, pursuant to Rule 905 of the Listing Manual, the Company is required to make an immediate announcement on the funding of the Pro Rata Development Costs.

STATEMENT BY THE AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee of the Company is of the view that the funding of the Pro Rata Development Costs is on normal commercial terms and is not prejudicial to the interests of the Company and its minority shareholders.

VALUE OF INTERESTED PERSON TRANSACTIONS

The aggregate value of all interested person transactions for the 3-month period ended 30 June 2013 with Mr. Serge Pun and his associates is S\$2.7million and the aggregate value of all interested person transactions for the financial year ended 31 March 2013 is S\$113.8 million.

ON BEHALF OF THE BOARD

Andrew Rickards
Chief Executive Officer
20 August 2013

YOMA Strategic Holdings Ltd
Company Registration No. 196200185E
#25-05 Fuji Xerox Towers
80 Anson Road
Singapore 079907
Tel: (65) 6223-2262
Fax: (65) 6220-7939
Website:
www.yomastrategic.com