

INTERESTED PERSON TRANSACTIONS

The Board of Directors of Tiong Seng Holdings Limited (“**Tiong Seng**” or the “**Company**” and together with its subsidiaries, the “**Group**”) would like to announce that the Group, through its wholly-owned subsidiary companies, Tiong Seng Contractors (Pte) Ltd (“**TSC**”) and Robin Village Development Pte Ltd (“**RVD**”), has entered into the following transactions (collectively the “**Transactions**”) with Peck Tiong Choon (Private) Limited (“**Peck Tiong Choon**”) and its wholly-owned subsidiaries, Peck Tiong Choon Transportation Pte Ltd (“**Peck Tiong Choon Transport**”), and Peck Tiong Choon Leasing Pte Ltd (“**Peck Tiong Choon Leasing**”):

Entity at Risk	Nature of Transaction	Interested Person	Value of Transaction (S\$' million)
TSC	Leasing of transportation	Peck Tiong Choon Transport	5.6
RVD	Leasing of transportation	Peck Tiong Choon Transport	1.6
RVD	Land rental	Peck Tiong Choon	0.4
RVD	Purchase of plant and equipment	Peck Tiong Choon Leasing	0.3

Peck Tiong Choon is a controlling shareholder of the Company and holds a 66% interest in the Company. Accordingly, Peck Tiong Choon, Peck Tiong Choon Transport and Peck Tiong Choon Leasing (collectively “**Peck Tiong Choon Group**”), is deemed to be the same interested person pursuant to Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

Mr Pek Ah Tuan (the Non-Executive Chairman and a substantial shareholder of the Company), together with his associates which include Mr Pek Lian Guan (Executive Director and Chief Executive Officer of the Company), collectively hold 33.6% of the shares in Peck Tiong Choon and are therefore regarded as interested persons. Mr Pay Sim Tee, Executive Director of the Company, is also a director of Peck Tiong Choon and holds 15.3% of the shares in Peck Tiong Choon.

The Transactions entered into with Peck Tiong Choon Group are therefore regarded as interested person transactions under Chapter 9 of the Listing Manual of the SGX-ST.

Based on the latest audited consolidated financial statement of the Group for the financial year ended 31 December 2012 (“**FY 2012**”), the audited consolidated net tangible assets (“**NTA**”) of the Group was S\$259,589,000. The total value of the Transactions, when aggregated with previous transactions entered between the Group and Peck Tiong Choon Group amounts to approximately 3.06% of the Group’s audited consolidated NTA for FY 2012.

The Transactions were carried out based on the same normal commercial terms as that of any external customers of Peck Tiong Choon Group. The rationale and benefit to the Group for entering into the Transactions were that it provided the Group with a certain level of preferential treatment and an assurance of services rendered at a reasonable quality service level. The Group intends to enter into future transactions of similar nature with Peck Tiong Choon Group in the current financial year on the same current terms and conditions.

The Audit Committee of the Company has considered the terms of the Transactions and is of the view that the Transactions are entered into on normal commercial terms and are not prejudicial to the interests of the Group and its minority shareholders.

The value of the Transactions when aggregated with the total value of all other interested person transactions entered into Peck Tiong Choon Group in the same financial year are not expected to exceed the threshold of 5% prescribed under Rule 906(1)(b) of the Listing Manual of the SGX-ST.

Save as disclosed above, none of the Directors or controlling shareholders of the Company has any interests, direct or indirect, in the Transactions.

BY ORDER OF THE BOARD
TIONG SENG HOLDINGS LIMITED

Pek Lian Guan
Executive Director and CEO
25 October 2013