EUCON HOLDING LIMITED
(Company Registration No. 200107762R)
(Incorporated in Singapore)

THE PROPOSED INTRAGROUP RESTRUCTURING EXERCISE

1. INTRODUCTION

1.1 The Board of Directors of Eucon Holding Limited (the "**Company**", and together with its subsidiaries, the "**Group**") refers to the announcement dated 11 December 2015 ("**Subscription Announcement**") relating to the Subscription.

1.2 Unless the context otherwise requires, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Subscription Announcement.

2. CHANGE OF WHOLLY-OWNED SUBSIDIARY'S COMPANY NAME AND PRINCIPAL ACTIVITIES

2.1 The Board wishes to announce that on 4 February 2016, Emerging Technology Pte. Ltd., a wholly-owned subsidiary of the Company, has changed its name to Eucon Investment Holding Pte. Ltd. ("**Eucon Investment**").

2.2 Following the change of name, the principal activities of Eucon Investment was also changed to include investment holding in addition to the existing general wholesale trade (including general importers and exporters).

3. PROPOSED INTRAGROUP RESTRUCTURING EXERCISE

3.1 As explained in Paragraph 3.4 of the Subscription Announcement, the Subscription was agreed on, *inter alia*, the basis that immediately prior to completion of the Subscription, save for the transactional costs in connection with the Subscription, the Company will have to satisfy the Zero Liability Requirement.

3.2 In order to achieve the Zero Liability Requirement, the Group is proposing to undertake an intragroup restructuring exercise ("**Proposed Restructuring Exercise**") to consolidate all its Assets (as defined below) under Eucon Investment (formerly known as Emerging Technology Pte. Ltd.).

3.3 Pursuant to the Proposed Restructuring Exercise, the Company has, on 1 April 2016 entered into a conditional asset sale and purchase agreement ("**SPA**") with Eucon Investment to sell, transfer and novate, on an "as is where is" basis, the following to Eucon Investment:

(a) the respective equity interest in the following Group companies:

Name of Group company	Place of incorporation	Percentage of Interest
LGANG Optronics Technology Co., Ltd.[1]	Taiwan	100%
Shanghai Zeng Kang Electronic Co., Ltd.	PRC	45%
Shanghai Yaolong Electronic Technology Co., Ltd.	PRC	45%

[1] LGANG Optronics Technology Co., Ltd. owns 50% equity interest in Petron Co., Ltd.

Shanghai Zhuo Kai Electronic Technology Co., Ltd. [2]	PRC	80.5%
Shanghai Eu Ya Electronic Technology Co., Ltd.	PRC	45%
Shanghai Lian Han Xin Electronic Technology Co., Ltd.	PRC	45%

(b) the property located at 80 Marine Parade Road #11-02 Parkway Parade Singapore 449269;

(c) the novation of certain contracts of the Company;

(d) the fixed assets of the Company; and

(e) the intellectual property rights of the Company,

(collectively, the "**Assets**").

3.4 Upon completion of the Proposed Restructuring Exercise ("**Completion**"), Eucon Investment will also assume all debts, liabilities and obligations of any nature of the Company relating to the Assets.

3.5 The corporate structure of the Group immediately before and after the Proposed Restructuring Exercise is annexed herein as **Appendix A**.

4. FINANCIAL EFFECTS

The Proposed Restructuring Exercise is not expected to have any material impact on the net tangible assets and earnings per share of the Group for the current financial year.

5. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

None of the Directors and to the best of the Directors' knowledge, none of the substantial shareholders of the Company has any interest, direct or indirect, in the Proposed Restructuring Exercise other than through their respective shareholdings in the Company.

6. FURTHER ANNOUNCEMENTS

The Company will make further announcements upon the completion of the Proposed Restructuring Exercise and/or when there are material developments in respect of the Proposed Restructuring Exercise.

By Order of the Board

WEN YAO-LONG
Executive Chairman & Chief Executive Officer

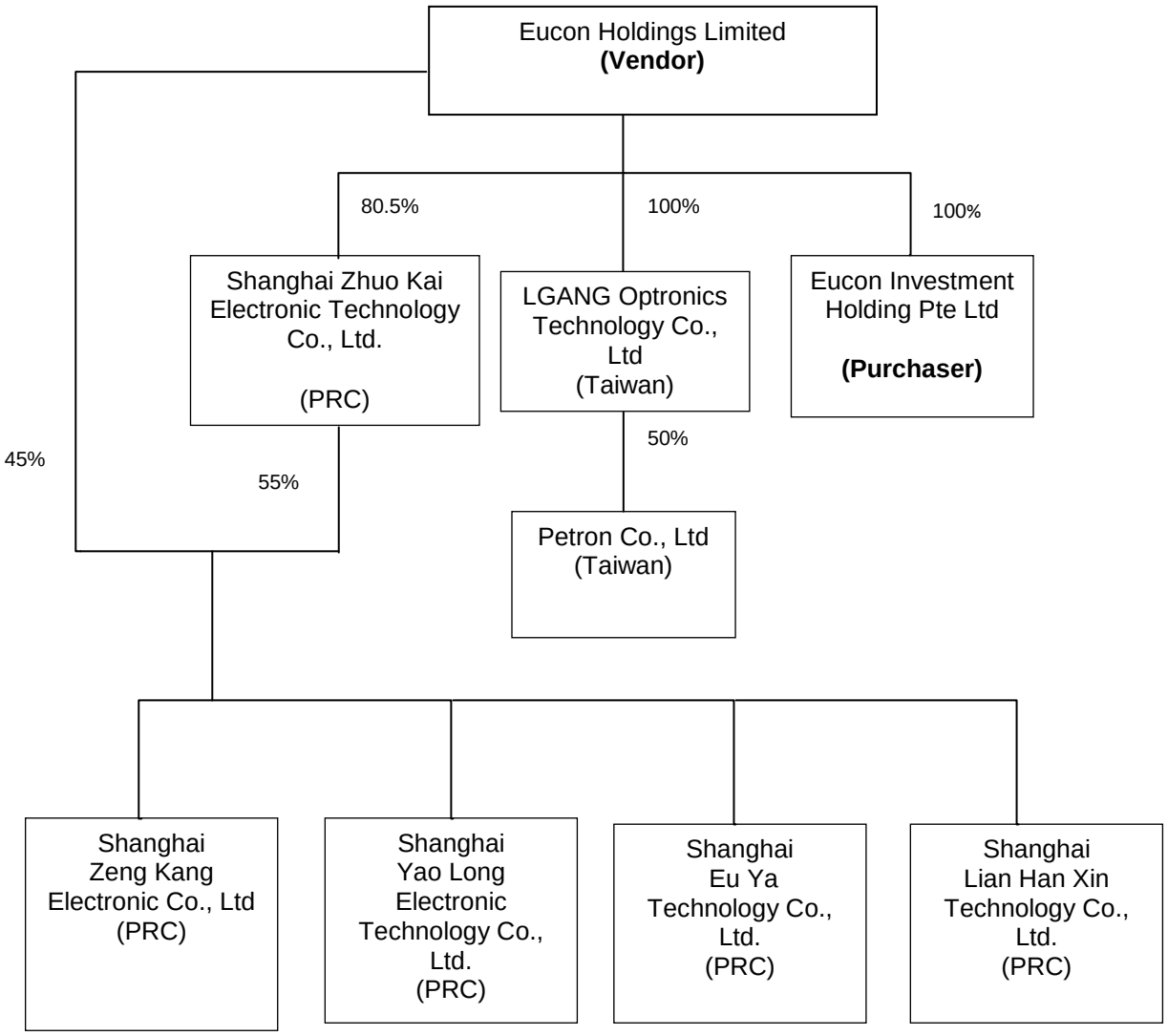
1 April 2016

[2] Shanghai Zhuo Kai Electronic Technology Co., Ltd. owns 55% equity interest in each of Shanghai Zeng Kang Electronic Co., Ltd., Shanghai Yaolong Electronic Technology Co., Ltd., Shanghai Eu Ya Electronic Technology Co., Ltd., and Shanghai Lian Han Xin Electronic Technology Co., Ltd.

APPENDIX A

CORPORATE CHART OF THE VENDOR GROUP

Immediately Before Completion



Immediately After Completion

