



XMH HOLDINGS LTD.
(Incorporated in Singapore)
(Company Registration No.: 201010562M)

PROPOSED ACQUISITION OF THE ENTIRE ISSUED AND PAID UP SHARE CAPITAL OF MECH-POWER GENERATOR PTE LTD AND ITS WHOLLY-OWNED MALAYSIAN SUBSIDIARY, MECH POWER GENERATOR SDN BHD

*All capitalized terms used and not defined herein shall have the same meanings given to them in the announcement dated 7 September 2013 (the “**Announcement**”).*

The Board of Directors (the “**Board**”) of XMH Holdings Ltd. (the “**Company**”) refers to the Announcement in respect of the Proposed Acquisition of the MPG Group on the terms and conditions set out in the SPA.

The Company wishes to announce that it has on 26 September 2013 received the approval in-principle from the SGX-ST for the listing and quotation of 22,001,263 Consideration Shares on the Official List of the SGX-ST.

The SGX-ST’s in-principle approval for the listing and quotation of the Consideration Shares is granted subject to the compliance by the Company with the SGX-ST’s listing requirements.

Please note that the SGX-ST’s in-principle approval is not to be taken as an indication of the merits of the Proposed Acquisition, the Consideration Shares, the Company and/or its subsidiaries.

The Company is also obliged under Rule 864(4) of the Listing Manual of the SGX-ST to notify the SGX-ST immediately upon any significant changes affecting any matter contained in the application, or which would be required to be included in the application if it had arisen before the application was submitted.

The Company will provide further updates in respect of the Proposed Acquisition and the completion thereof in due course.

For and on behalf of the Board

Tan Tin Yeow

Chairman and Chief Executive Officer

26 September 2013