



(Company Registration No. 191200018G)
(Incorporated in Singapore)

DEALINGS DISCLOSURE

1. INTRODUCTION

The Board of Directors of United Engineers Limited (the “**Company**”) refers to the announcements by the Company on 21 August 2014 and 27 August 2014 in relation to discussions between the Company’s controlling shareholders, Oversea-Chinese Banking Corporation Limited and Great Eastern Holdings Limited, with TCC Top Enterprise Limited in connection with a possible transaction relating to their combined stakes in the Company and WBL Corporation Limited (“**WBL**”), which may or may not lead to an offer for the shares of the Company and WBL.

2. DEALINGS

Pursuant to Rule 12.1 of The Singapore Code on Take-overs and Mergers, the Company wishes to announce the following dealings in the ordinary shares in the Company (“**Shares**”) by the associates of the Company:

(1) Sale of Shares by Mr. Chua Eng Hwa (who is a director of certain subsidiaries of the Company) on 28 November 2014

- | | | | |
|-----|--|---|---------|
| (a) | Total number of Shares sold | : | 35,000 |
| (b) | Percentage of issued Shares ⁽¹⁾ | : | 0.005% |
| (c) | Price per Share (excluding brokerage commission, clearing fees, stamp duties and Goods and Services Tax) | : | S\$2.90 |
| (d) | Resultant total number of Shares directly owned or controlled | : | 639 |
| (e) | Resultant total percentage of issued Shares ⁽¹⁾ directly owned or controlled | : | 0.0001% |

⁽¹⁾ In this Announcement, the total number of issued Shares is 637,069,341 Shares (including 21,712,000 Shares held by WBL) as at 28 November 2014.

(2) Sale of Shares by Ms Chung Foh Ching (who is a director of certain subsidiaries of the Company) on 28 November 2014

- (a) Total number of Shares sold : 20,000
- (b) Percentage of issued Shares⁽¹⁾ : 0.003%
- (c) Price per Share (excluding brokerage commission, clearing fees, stamp duties and Goods and Services Tax) : S\$2.97
- (d) Resultant total number of Shares directly owned or controlled : Nil
- (e) Resultant total percentage of issued Shares⁽¹⁾ directly owned or controlled : Nil

3. RESPONSIBILITY STATEMENT

The Directors of the Company (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading. Where any information in this Announcement has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement. The Directors jointly and severally accept responsibility accordingly.

BY ORDER OF THE BOARD

Heng Fook Pyng, Jeslyn
Company Secretary

28 November 2014