

Asset Acquisitions and Disposals::ACQUISITION OF 4,160,000 ORDINARY SHARES IN R H ENERGY LTD.**Issuer & Securities**

Issuer/ Manager	JACKSPEED CORPORATION LIMITED
Securities	JACKSPEED CORPORATION LIMITED - SG1075914679 - J17
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Announcement Details

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Submitted By (Co./ Ind. Name)	Chua Sze Chyi
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Effective Date and Time of the event	05/08/2014 17:00:00
Description (Please provide a detailed description of the event in the box below)	Please refer to attachment.
Attachments	📎 Announcement_Acquisition of 4160000 Shares in R H Energy Ltd.pdf Total size =19K



JACKSPEED CORPORATION LIMITED
(Company Registration No. 199300300W)
(Incorporated in Singapore)

**ACQUISITION OF 4,160,000 ORDINARY SHARES IN THE CAPITAL OF
R H ENERGY LTD. (THE “ACQUISITION”)**

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Jackspeed Corporation Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) wishes to announce that the Company has, on 5 August 2014, entered into and completed the Sale and Purchase Agreement (the “**Agreement**”) with Petchem Holdings Pte. Ltd. (the “**Vendor**”), whereby the Company had acquired 4,160,000 ordinary shares (the “**Sale Shares**”) of S\$0.60 each representing approximately 4% of the issued and paid up ordinary shares of R H Energy Ltd. (to be known as “Chiwayland International Limited”) (the “**List-Co**”), a public limited company incorporated in Singapore with its shares listed on the Main Board of Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

2. INFORMATION ON THE LIST-CO

At the Extraordinary General Meeting of R H Energy Ltd. held on 2 July 2014, its shareholders have given approval for the proposed acquisition of the entire issued and paid-up share capital of Chiwayland Group (Singapore) Pte. Ltd. (“**Chiwayland**”). Chiwayland is targeted to be listed on the Mainboard of the SGX-ST via a reverse takeover of R H Energy Ltd. Chiwayland and its subsidiaries are involved in property developments in the People’s Republic of China, with a portfolio of property developments comprising education hubs, residential and commercial properties.

3. PURCHASE CONSIDERATION

The total purchase consideration for the Acquisition is S\$2,496,000 for the Sale Shares (the “**Purchase Consideration**”).

The Purchase Consideration was arrived at arm’s length on a willing buyer willing seller basis between the Company and the Vendor.

4. MATERIAL TERMS OF THE ACQUISITION

The completion of the Acquisition is conditional upon, amongst others, the listing of the ordinary shares of the issued capital of Chiwayland International Limited on the SGX-ST no later than three (3) months after the date of completion. In the event that the List-Co fails to be listed on the SGX-ST three (3) months after the completion of the Acquisition, the Agreement shall be null and void and of no further effect. The Vendor shall refund all monies paid by the Company and the Sale Shares shall be transferred to the Vendor.

5. RATIONALE FOR THE ACQUISITION

It has been the Company's strategies to explore business investment opportunities to bring additional value to the Company. The Board believes that the Acquisition will enable the Company to participate in the growth prospects of the List-Co.

6. SOURCE OF FUNDS FOR THE ACQUISITION

The Acquisition was funded through the Group's internal sources.

7. RELATIVE FIGURES UNDER RULE 704 OF THE LISTING MANUAL

Pursuant to Rule 704(17b) of the Listing Manual of the SGX-ST and based on the latest audited consolidated financial statements of the Group for the financial year ended 28 February 2014 ("FY2014"), the current status of the Group's aggregate cost of investment in quoted securities is listed as below:-

	Before Acquisition	After Acquisition
Aggregate cost of the Group's quoted investments	S\$1,524,000	S\$4,020,000
Aggregate cost of the Group's quoted investments as a percentage of the Group's latest audited consolidated net tangible assets as at 28 February 2014	6%	15%
Total market value of the Group's quoted investments	S\$1,509,000	S\$4,005,000 [#]
Amount of any provision for diminution in value of quoted investments of the Group	-	-

[#] Market value of the Sale Shares is not available due to the suspension of trading of the List-Co, in view of the proposed reverse takeover of R H Energy Ltd. The Purchase Consideration of the Sale Shares is used to determine the total market value of the Group's quoted investments.

8. RELATIVE FIGURES UNDER RULE 1006 OF THE LISTING MANUAL

The relative figures computed on the bases set out in Rule 1006 of the Listing Manual in respect of the Acquisition and based on the latest announced consolidated financial statements of the Group for FY2014 are as follows:-

		Relative Computation (%)
1006(a)	Net asset value of the assets to be disposed of, compared with the Group's net asset value.	Not applicable as this transaction is an acquisition and not a disposal of assets.

8. RELATIVE FIGURES UNDER RULE 1006 OF THE LISTING MANUAL (CONT'D)

		Relative Computation (%)
1006(b)	Net profits attributable to the assets acquired or disposed of, compared with the Group's net profits.	Not applicable.
1006(c)	Aggregate value of the consideration given or received, compared with the Company's market capitalisation based on the total number of issued shares excluding treasury shares.	The Purchase Consideration of S\$2,496,000 represents approximately 12% of the Company's market capitalization of approximately S\$20,083,000* as at 5 August 2014.
1006(d)	The number of equity securities issued by the issuer as consideration for an acquisition, compared with the number of equity securities previously in issue.	Not applicable.

* Based on the volume weighted average closing price per share on 4 August 2014, being the last market day prior to the Acquisition.

As the relative figures calculated on the bases set out in Rule 1006(a) to Rule 1006(d) exceed 5% of the Group's latest audited consolidated net tangible assets, Rule 1006 of the Listing Manual exceed 5% but less than 20%, the aforesaid Acquisition is a discloseable transaction under Rule 1010 of the Listing Manual of the SGX-ST, for which the approval of the shareholders of the Company is not required.

9. FINANCIAL EFFECTS OF THE ACQUISITION

There are no material financial effects of the Acquisition on the net tangible assets per share and the earnings per share of the Company.

10. INTEREST OF DIRECTORS AND CONTROLLING SHAREHOLDERS

None of the Directors or Controlling Shareholders of the Company has any interest, direct or indirect, in the Acquisition.

11. DOCUMENTS AVAILABLE FOR INSPECTION

A copy of the Agreement will be made available for inspection during normal business hours at the Company's registered office at 47 Loyang Drive Singapore 508955 for a period of 3 months from the date of this announcement.

BY ORDER OF THE BOARD

Yap Kian Peng
Executive Deputy Chairman and Chief Executive Officer

5 August 2014