

SKY ONE HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 198602949M)

DEED OF UNDERTAKING WITH JOHNSON HSIEH

The Board of Directors of the Company (the “**Board**”) refers to its announcement dated 22 December 2009 in respect of:-

- (a) A Writ of Summons issued against Mr. Johnson Hsieh by the Company that was filed with the Supreme Court of the Republic of Singapore on 18 December 2009 (“the Suit”).
- (b) Under the Suit, the Company is claiming, *inter alia*, the total costs of HK\$2,274,639 (including interest on the sum of HK2,274,639) , on an indemnity basis which provides for, *inter alia*, costs indemnification from the Vendor in the event of non-fulfillment of pre-stipulated FY2007 and/or FY2008 profits or qualifications to audited accounts or findings to any due diligence exercise pursuant to Clause 13 a Sales and Purchase Agreement (“SPA”) entered into between Mr Johnson Hsieh and the Company on 31 October 2008.

Except as otherwise defined herein, all terms and references which are defined or construed in the earlier announcements but not defined or construed herein shall have the same meaning and construction in the earlier announcements.

The Board wishes to announce that Mr. Johnson Hsieh had agreed to provide a Deed of Undertaking dated 10 February 2010 (“Deed”) to the Company in settlement of the Company’s claims against him.

Salient terms of under the Deed are:

- (1) Mr. Johnson Hsieh agrees that he will within 15 days from the date of the Deed pay to SKY ONE an agreed settlement sum of HK\$1,000,000 by way of payment to “Sky One Express (HK) Limited”, a wholly-owned subsidiary of SKY ONE;
- (2) SKY ONE shall be obliged to withdraw the Suit upon receipt of the agreed settlement sum within 3 days from the date thereof with no order as to costs.

Payment by Mr. Johnson Hsieh in accordance with the terms of the Deed was received on 12 February 2010 and the properly executed documents of the Deed, as agreed between the parties, was received on 1 March 2010. Accordingly, the Company has given instructions to its solicitors to file a Notice of Discontinuance to withdraw the Suit on 1 March 2010.

The aggregate reimbursement of expenses by Mr. Johnson Hsieh to the Company in the form of the settlement sum and the Escrow Sum is HK\$2,000,000.

The net amount of expense incurred is approximately HK\$686,000, based on the Escrow Sum, settlement sum and estimated fees payable to professionals for the Proposed Acquisition. This amount is expected to be material to the Company’s financial results for the financial year ending 31 March 2010.

By Order of the Board of the Company

Dicky Suen Yiu Chung
Chief Executive Officer
2 March 2010

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Asian Corporate Advisors Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**Exchange**"). The Company's Sponsor has not independently verified the contents of this announcement including the correctness of any of the figures used, statements or opinions made.*

This announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

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