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(1) Clarifications to announcement on Proposed Acquisition;  
(2) Corrigendum to announcement on FY2005 Full Year Financial Statement

### Miscellaneous

|   |                               |
|---|-------------------------------|
| Name of Announcer *                         | ACCORD CUSTOMER CARE SOLN LTD |
| Company Registration No.                    | 200009059G                    |
| Announcement submitted on behalf of         | ACCORD CUSTOMER CARE SOLN LTD |
| Announcement is submitted with respect to * | ACCORD CUSTOMER CARE SOLN LTD |
| Announcement is submitted by *              | Woo Kah Wai                   |
| Designation *                               | Company Secretary             |
| Date & Time of Broadcast                    | 01-Mar-2006 21:40:18          |
| Announcement No.                            | 00193                         |

### >> Announcement Details

The details of the announcement start here ...

Announcement Title \* (1) Clarifications to announcement on Proposed Acquisition; (2) Corrigendum to announcement on FY2005 Full Year Financial Statement

Description

Attachments:

 [010306ACCS.pdf](#)

Total size = **17K**  
(2048K size limit recommended)

## ACCORD CUSTOMER CARE SOLUTIONS LIMITED

- (1) Clarifications to announcement on Proposed Acquisition
- (2) Corrigendum to announcement on FY2005 Full Year Financial Statement

The Board of Directors of Accord Customer Care Solutions Limited (the "Company") refers to the following announcements made by the Company earlier this evening:-

### **(1) PROPOSED ACQUISITION (THE "ACQUISITION") OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF EACH OF SEMITECH MOBILITY SOLUTIONS PTE LTD ("SMS"), SEMITECH ELECTRONICS (HK) LIMITED ("SE (HK)") AND SEM TECHNOLOGY SDN BHD ("SEM TECH")**

The Company wishes to provide the following additional information pursuant to Rule 1010 of the SGX Listing Manual:-

- (i) Rule 1010(6) – The source of fund for the Acquisition is the 65,331,010 Consideration Shares, which will be issued pursuant to the general share issue mandate approved by the shareholders of the Company at the Company's 4<sup>th</sup> annual general meeting held on 31 August 2005.
- (ii) Rule 1010(7) – The adjusted net profit attributable to the Sale Companies for the financial year ended 31 December 2005 is approximately S\$595,000 (excluding (i) head office management fee; and (ii) one-time write-off due to the closure of service centres during the financial year ended 31 December 2005).
- (iii) Rule 1010(13) – The relative figures computed on the bases set out in Rule 1006 are as follows:-

(a) Net Asset Value Test

This test is not applicable as this transaction is an acquisition and not a disposal of assets.

(b) Net Profits Test

The adjusted net profit attributable to the Sale Companies for the financial year ended 31 December 2005 is approximately S\$595,000 (excluding (i) head office management fee; and (ii) one-time write-off due to the closure of service centres during the financial year ended 31 December 2005). The Group made a net loss before tax of S\$13.5 million for the financial year ended 31 December 2005. Based on the above, the ratio is approximately 4.4%.

(c) Consideration Test

The ratio of the aggregate consideration for the Acquisition of S\$7.5 million as compared with the market capitalisation of the Company of approximately S\$111 million as at 1 March 2006 is approximately 6.8%.

(d) Equity Securities Test

The Consideration Shares represent approximately 6.8% of the issued share capital of the Company as at 1 March 2006 of 960,970,475 shares.

**(2) FY2005 FULL YEAR FINANCIAL STATEMENT**

Note 9 of Part I of the FY2005 Full Year Financial Statement is to be deleted and the following be substituted in place thereof:-

*“9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results*

The loss for FY2005 was consistent with the guidance provided by the Company in its 3QFY05 announcement made on 11 November 2005.”

BY ORDER OF THE BOARD

Woo Kah Wai  
Company Secretary

1 March 2006  
Singapore