OCULUS LIMITED

(Incorporated in the Republic of Singapore)
(Company registration No. 198304025N)

ACQUISITION OF 164,890 SHARES CONSTITUTING 78.11% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF INDUSTRIAL ENGINEERING SYSTEMS PTE LTD ("Proposed Acquisition")

Oculus Limited ("**Oculus**") wishes to announce that it has on 17 June 2009 entered into two conditional agreements with Asiasons Capital Limited ("**Asiasons**") ("**Asiasons SPA**") and IPCO International Limited ("**IPCO**") ("**IPCO SPA**") to acquire an aggregate of 164,890 fully paid ordinary shares ("**Sale Shares**") constituting 78.11% of the issued and paid-up share capital of Industrial Engineering Systems Pte Ltd ("**IES**").

The Proposed Acquisition is a "discloseable transaction" within the meaning of Rule 1010 (read with Rule 1006) of the Rules of Catalist of the SGX-ST ("**Rules**"). The information to be provided under Rule 1010 of the Rules is set out below.

Rule 1010(1)

Particulars of the assets acquired or disposed of, including the name of any company or business, where applicable

The Proposed Acquisition involves the acquisition by the Company of the Sale Shares, which constitute 78.11% of the issued and paid-up share capital of IES. The Sale Shares are owned by Asiasons and IPCO (collectively "**Vendors**" and each a "**Vendor**").

Asiasons is a company incorporated in Singapore whose shares are listed and quoted for trading on the SGX-ST Catalist. IPCO is a company incorporated in Singapore whose shares are listed and quoted for trading on the SGX-ST Mainboard.

IES is a company incorporated in Singapore and has its registered address at 24 Pandan Road, Singapore 609275. IES has an issued and paid-up share capital of $211,112 comprising 211,112 ordinary shares each fully paid-up. The shareholders of IES are as follows:

Name	No of Shares	Percentage Shareholding (%)
IPCO	94,167	44.61
Asiasons	112.945	53.50
Pek Seck Wei	4,000	1.89
Total	211,112	100

The directors of IES are Quah Su-Ling, Teo Boon Lee and Lim Meng Check. Quah Su-Ling and Lim Meng Check are directors of IPCO.

The Sale Shares to be acquired comprise:

Name	No of Shares	Percentage Shareholding (%)
IPCO	51,945 ("**IPCO Sale Shares**")	24.61

The Consideration was arrived at after taking into consideration a business valuation report issued by AV Capital Pte Ltd (the “**Valuer**”). The Valuer was appointed by the Company and was instructed to perform and indicate the fair market value of the business of IES.

In the opinion of the Valuer, the value of IES, as a whole, is $9.9 million (“**Valuation**”). The valuation report of the Valuer is dated 3 June 2009. In arriving at the Valuation, the Valuer carried out and took in consideration values determined by the income, market and cost method and in accordance with the standard of fair market value.

Summary of Discounted Cash Flow (“DCF”) Value

The range of values under the DCF method indicate a range of DCF equity value of between $8.3 million to $9.9 million for the business of IES. The DCF value computation involves adding up the sum of the present value of the cashflows plus a terminal value using a discount rate of 13.6%. The discount rate has been determined using the build up method. The upper boundary value of $9.9 million was obtained from our second iteration of DCF using an EBITDA (earnings before interest, taxes depreciation and amortization) margin of 20%.

Summary of Price Earning (“PE”) Value

The range of fair value computed under the Price Earning Method (a Market Method) is $7.3 million to $10.7 million. The Valuers relied on a comparable global list to draw a wide viewing comparison and delineate a general indication of the possible market valuation of IES. From the comparative table, they selected the relative PE of 5.3 times and further adjusted to include a control premium and a liquidity discount as IES is a smaller firm and a private company. Their first iteration under this method yields a value of $7.3 million and on a second round, they compute the value using the projected profit after tax of year 2009 to give us a value of $10.7 million.

Summary of Value under the Excess Earnings Method

The range of indicative value as computed under this method is from the lower boundary of $7 million to $8.32 million. The Excess Earnings Treasury Method or loosely named the Excess Earnings Method combines the income and asset based approaches to arrive at a value of a closely held business. Its theoretical premise is that the total estimated value of a business is the sum of the values of the adjusted net assets (also known as book value or shareholders’ equity) and the value of the intangible assets.

Conclusion

The Valuers recommend the DCF value range as the indicative fair values. Also from the standpoint of a single point estimate, their inclination is to choose the upper boundary of $ 9.9 million given the fact that IES has superior EBITDA margins compared to its peers and is poised for higher growth in years to come.

The Valuer is a Singapore-incorporated company and is a corporate finance consulting firm, which offers valuation consulting services and investment banking advisory services such as merger and acquisitions, capital raising, restructuring and consulting on behalf of publicly listed and private companies across Asia.

The Consideration is to be paid partly in cash and partly by way of an allotment of new shares in the capital of the Company to the Vendors upon completion of satisfactory due diligence by the Company. The cash portion of the Consideration of $4.95 million is to be funded through internal resources. The breakdown of cash and new shares is as follows:

Consideration	**Amount/Number**	**Issue Price**
Cash	$4,950,000	NA
New Shares	33,200,000	$0.065