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PRESS RELEASE

13 June 2013

The Board of USI Group Holdings AG (“USI” or the “Company”) is pleased to announce that it has today concluded final outline terms of an agreement pursuant to which the Company will, subject to certain conditions and completion of its due diligence, acquire ownership of real estate development companies in India valued in excess of \$150 million and a gold and jewellery trading business based in Singapore. USI also will acquire an interest in an Indian infrastructure / industrial company. USI has been negotiating with parties who own the foregoing assets through a British Virgin Islands company, Goldlink United Ltd (“Goldlink”), which, in turn, will own the operating assets through two wholly owned Singapore subsidiaries, Royal Ventures Pte Limited (“Royal”) and Tokyo Ventures Pte Limited (“Tokyo”). A legally binding agreement is being prepared which will incorporate the outline terms.

Subject to shareholder approval at the Company’s Annual General Meeting (“AGM”) to be held on 20th June, execution of a binding sale and purchase agreement and listing of the new USI shares, USI will acquire all of the outstanding shares of Goldlink for new shares of USI, valuing the USI shares at CHF 20 each. Further details regarding the acquisition will be contained in a listing prospectus which will be published once requisite conditions have been satisfied in connection with the application for listing of the new USI shares on the SIX Swiss Stock Exchange. The prospectus will be available on the Company’s website.

The net assets to be acquired through Goldlink are in the process of being valued professionally but are estimated to be more than \$230 million (CHF 212 million).

The proforma combined debt of the enlarged USI is projected not to exceed 50% of total assets. Subsequent to the purchase of Goldlink, USI plans to grow the businesses both organically, as well as inorganically through additional acquisitions.

Following the acquisition of Goldlink, USI will continue to be advised by the RP&C International Group with the assistance and support of certain experienced principals with extensive investment and operational experience in India.

USI anticipates that in connection with the application for listing of new USI shares on the SIX Swiss Stock Exchange, the regulatory standard under which its shares are listed is likely to change from ‘real estate companies’ to ‘main standard’.

Dr. Klaucke, the Chairman of USI, stated:

“We are very proud to announce formally our agreement of outline terms to acquire Goldlink today. USI will be transformed by its acquisition of Goldlink from a real estate company focused on Europe, to a real estate, infrastructure development and industrial holding company with substantial operations principally focused on India. Post-acquisition, its activities will comprise the trading of gold and jewellery and the development of real estate and infrastructure assets in India and elsewhere. USI plans to increase its asset base through the acquisition of additional interests in related and allied businesses. USI’s Leipzig Properties will remain a valuable asset supplying predictable and stable cash flow on which attractive financings can be based in support of USI’s various activities.

Following a very difficult period when the Company has been in default under its senior debt facilities on its Leipzig Properties, the Company is now gaining both the time and scale necessary to restore and grow shareholder value. As part of this important process, the Company will be converting various liabilities to equity and raising additional cash as announced earlier. Approval of the Company's capital increase at the AGM will be another vital step in that continuing journey."

Full information concerning the Company's Board members and other matters are available from the Company's website at www.usigroupholdings.ch.

USI Group Holdings AG

Dr. Volkert Klaucke (Chairman)

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