



M2L HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(ARBN 154 095 897)

ANNOUNCEMENT IN RELATION TO:

- (1) PROPOSED ACQUISITION OF A CONTROLLING 51% INTEREST IN GUILFORD TRAINING CENTRE PRIVATE LIMITED (THE “PROPOSED ACQUISITION”); AND**
 - (2) DISPOSAL OF THE COMPANY'S ENTIRE INTEREST IN JADE PALM GROUP LIMITED (THE “DISPOSAL”)**
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The Directors of M2L Holdings Limited (the “Company”) are pleased to announce that the Company has reached heads of agreements with Mr Loh Soo Chuan (the “Proposed Vendor”) for the Company's proposed acquisition of a controlling 51% stake in the issued and paid up share capital of Guilford Training Centre Private Limited (“Guilford”) for a total consideration of A\$1,300,000, payable as follows:

- (a) a sum of A\$430,000 in cash within three months of completion of the Proposed Acquisition; and
- (b) the balance A\$870,000 by way of issuance of 8,700,000 shares in the issued share capital of the Company.

The Proposed Vendor will also grant an option for the Company to acquire a further 19% of the issued and paid up share capital of Guilford for a sum of A\$170,000 payable in cash. The option may be exercised by the Company at its sole discretion at any time within six months from completion of the Proposed Acquisition.

Guilford is registered as a Private Education Institution by the Council for Private Education under the Private Education Act of Singapore, and is an approved training organization for the grant of the Workforce Skills Qualifications administered by the Singapore Workforce Development Agency. Guilford is also an accredited centre for Holmesglen TAFE (URL: www.holmesglen.edu.au) of Australia. Guilford's current accreditation with Holmesglen TAFE is valid until 30 June 2014. Based on extended prior years' experience, the Potential Vendor and Guilford believe that, barring any unforeseen circumstances, this accreditation will be extended prior its expiry.

Detailed terms of the Proposed Acquisition will be set out in a binding agreement (the “Definitive Agreement”) to be entered into between the Company and the Proposed Vendor.

The Proposed Acquisition, if completed, signifies a significant change in the Company's business profile. It will allow the Company a firm foothold in the Singapore educational services market providing training leading to quality certification issued by recognised

entities in Singapore and Australia. This effectively shifts the Company's business exposure from the emerging market of China to the developed markets of Singapore and Australia.

While the Company and the Proposed Vendor will endeavour to enter into the Definitive Agreement on or before 15 May 2014, investors should note that there is no assurance that the Definitive Agreement will be entered into on or before that date, or at all. The Company will make appropriate and timely announcement(s) on the Proposed Acquisition as and when the need arises.

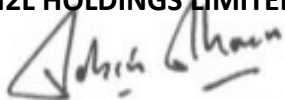
Save for their interests in the Company, none of the Company's directors or substantial shareholders have any interest in the Proposed Acquisition.

In anticipation of and in connection with the Proposed Acquisition, the Company has disposed off its entire 51% interest in its loss-making indirect subsidiary, Chongqing Huaxiu Vocational Centre ("Chongqing Huaxiu"), which, due to its continued operating losses, requires substantial financial support from the Company to continue operations. The Company disposed off its stake in Chongqing Huaxiu, which is held through its wholly-owned subsidiary, Jade Palm Group Limited, to Fidus Custodians Limited, a company incorporated in Hong Kong, for a sum of S\$10,000. The Disposal was completed on 31 March 2014.

Chongqing Huaxiu has been suffering operating losses and the Directors foresee no reasonable prospect for Chongqing Huaxiu to turnaround its operating losses. For this reason, the Directors consider it not in the Company's interest to provide any financial support to Chongqing Huaxiu. Accordingly, the Directors are of the opinion that the Disposal is in the best interest of the Company.

Save for their interests in the Company, none of the Company's directors or substantial shareholders have any interest in the Disposal.

For and on behalf of
M2L HOLDINGS LIMITED



CHONG HOCK TAT ROBIN

Director

4 April 2014

For media and other queries, please contact:

Chong Hock Tat, Robin

(E-mail: ROBIN@M2LHOLDINGS.COM)

An investment in securities issued by the Company (the "Securities") is highly speculative. Investors should exercise caution when dealing in the Securities. If you have question about the Securities or about any dealing in the Securities, you should consult your professional adviser. The fact that the Securities is listed on the NSX should not be taken in any way as an indication of the merits of the Securities.