



(Incorporated in the Republic of Singapore)

Company Registration No. 200509967G

*This announcement has been prepared by the Company and reviewed by the Company's sponsor, CNP Compliance Pte Ltd ("**Sponsor**"), for compliance with the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not verified the contents of this announcement including the accuracy or completeness of any of the information disclosed or the correctness of any of the statements or opinions made or reports contained in this announcement. This announcement has not been examined or approved by the SGX-ST. The Sponsor and the SGX-ST assume 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.*

The contact person for the Sponsor is Mr Pradeep Kumar Singh at 36 Carpenter Street, Singapore 059915, telephone: (65) 6323 8383; email: pksingh@cnplaw.com.

ACQUISITION OF THE ENTIRE ISSUED SHARE CAPITAL IN TITANS POWER HOLDING PTE. LTD. (COMPANY REGISTRATION NO. 200804198H) ("TPH ACQUISITION")

*Unless otherwise defined all capitalised terms shall bear the same meaning as in the Company's announcements dated 29 June 2009, 24 August 2009, 11 November 2009, 26 November 2009, 9 December 2009 and 30 December 2009 in relation to the acquisition of Titans Power Holding Pte Ltd ("**TPH Acquisition**").*

Profit Guarantees

The Board of Directors (the "**Board**") of Natural Cool Holdings Limited (the "**Company**") refers to the announcements made on 29 June 2009, 24 August 2009, 11 November 2009, 26 November 2009, 9 December 2009 and 30 December 2009 ("**Earlier Announcements**") in relation to the TPH Acquisition.

As set out in the Earlier Announcements, the Vendors have in connection with the TPH Acquisition given to our Group the Profit Guarantees (as amended pursuant to the Supplemental Second Profit Guarantee). To secure the performance of such Profit Guarantees, Security Shares (comprising 11,000,000 ordinary shares in the Company) that formed part of the Consideration Shares for the TPH Acquisition were deposited with DBS Bank Ltd as the custodian for the Securities Shares.

The Board is pleased to announce that the Profit Guarantees have pursuant to the terms of the SPA been met. Accordingly, pursuant to the terms of the SPA, the Security Shares have been released to the Vendors in accordance with the terms of the SPA.

By Order of the Board
Yun Chee Keen
Company Secretary
5 August 2010

About Natural Cool Holdings Limited

Established in 1989 and listed on Catalist (formerly known as SESDAQ) in May 2006, Natural Cool provides installation, maintenance, repair and replacement services for air-conditioning systems to the residential segment, both public and private; and commercial sectors, which include factories, offices, condominiums, schools and hospitals, in Singapore. In addition, the Group sells air-conditioning components and tools used for the installation and servicing of air-conditioning business.

The Group also manufactures and sells switchgears through mechanical and electrical (“M&E”) contractors to public and private property developments. Started in 2003, the Group’s switchgear division designs and manufactures switchgear products customised to meet specific requirements of its customers.

The Group has extended its geographical reach into the region since 2005 and now has a presence in China, India, Cambodia and Vietnam. Its subsidiary, VNS Manufacturing Pte Ltd, the Group’s switchgear division that specialises in the design, manufacture and sale of switchgear products, was awarded an exclusive distributorship by Indian-based, Larsen & Toubro Limited (“L & T”) for the exclusive marketing of L & T’s electrical standard products in Singapore. Founded in 1938, L & T is India’s largest engineering and construction conglomerate with interests in electrical, electronics and information technology.