



27 May 2005

The Board of Directors
Wearnes International (1994) Limited
45 Leng Kee Road
Singapore 159103

Dear Sirs,

PROPOSED SCHEME OF ARRANGEMENT TO PRIVATISE WEARNES INTERNATIONAL (1994) LIMITED UNDER SECTION 210 OF THE COMPANIES ACT, CHAPTER 50 OF SINGAPORE

This letter has been prepared in connection with the proposed scheme of arrangement to privatise Wearnes International (1994) Limited ("**Company**") under Section 210 of the Companies Act, Chapter 50 of Singapore announced by the Company on 21 April 2005.

On 11 May 2005, the directors of the Company ("**Directors**") announced the unaudited consolidated financial statements of the Company for its second quarter and half-year ended 31 March 2005 ("**Financial Statements**") which also includes a commentary on the Company's expectations for its consolidated profit before taxation for the current financial year ending 30 September 2005 (the "**Prospect Statement**"). The Financial Statements and the Prospect Statement are solely the responsibility of the Directors.

We have reviewed and have held discussions with the management of the Company on (i) the Financial Statements, (ii) the Prospect Statement; and (iii) the bases and assumptions upon which the Prospect Statement was prepared as provided to us by the Company. We have also considered the letters by PricewaterhouseCoopers dated 27 May 2005 to the Directors relating to their review of the Financial Statements and the Prospect Statement.

Based on the above, we are of the opinion that the Financial Statements and the Prospect Statement have been stated by the Directors after due and careful enquiry.

For the purpose of rendering our opinion in this letter, we have relied upon and assumed the accuracy and completeness of all information provided to, or discussed with us. Save as provided in this letter, we do not express any other opinion on the Financial Statements and the Prospect Statement.

This letter is provided to the Directors solely for the purpose of complying with Rule 25 of the Singapore Code on Take-overs and Mergers and not for any other purpose. We do not accept any responsibility to any person (other than the Directors) in respect of, arising out of, or in connection with this letter.

Yours faithfully,
For and on behalf of
G. K. GOH STOCKBROKERS PTE LTD

MAH KAH LOON
SENIOR VICE PRESIDENT
CORPORATE FINANCE

JASON CHIAN SIET HENG
VICE PRESIDENT
CORPORATE FINANCE

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