



SUNMOON FOOD COMPANY LIMITED

(Incorporated in the Republic of Singapore)

Registration No. 198304656K

RECEIPT OF NON-BINDING LETTER OF INTENT

1. INTRODUCTION

The board of directors (the “**Directors**” or collectively, the “**Board**”) of SunMoon Food Company Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce to shareholders of the Company (“**Shareholders**”) that the Company had on 8 January 2024, received a letter of intent (“**LOI**”) from Beijing Mai Yourui Technology Development Co., Limited (北京麦优瑞科技发展有限公司) (“**BM YTD**”) of an intent to invest up to RMB 25 million (approximately S\$4,752,167) in the Company to explore a potential cooperation to expand the markets (outside China) in relation to the international supply chain management (the “**Proposed Investment**”).

The LOI is not intended to be legally binding between the Parties and does not create any legally enforceable obligations between the Company and BM YTD at this time. It is intended to be a basis for further negotiations between the Parties. **The Company will make further announcements as and when there are material updates to the Proposed Investment, including the entry into definitive agreements.**

2. INFORMATION ON BM YTD

2.1 BM YTD is a wholly-owned subsidiary of Xiaomai International Holdings Group Co Ltd (晓麦国际控股集团有限公司) (“**XIH**”). For more details of XIH, please refer to the Company’s announcement dated 10 September 2023.

2.2 BM YTD is an investment Company of XIH.

3. SUMMARY OF THE KEY TERMS OF THE LOI

Key terms of the LOI

Under the LOI, it is provided that the Company and BM YTD will, *inter alia*, negotiate and discuss on the following:

- to negotiate and finalise the relevant agreement(s) with the Company;
- the completion of BM YTD’s internal approval process;
- the completion of the Company’s internal approval process;
- the completion of the necessary China authorities’ approval process(es) in respect of the Proposed Investment;
- the completion of the necessary Singapore authorities’ approval process(es) in respect of the Proposed Investment.

The terms of the Proposed Investment will be subjected to further discussion between both Parties to establish definitive agreement(s) and the Company will provide further details in subsequent announcement(s) in accordance with the listing rules of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) at the appropriate junctures.

4. RULE 812 AND INTERESTED PERSONS

BMYPD do not fall within the persons or groups of persons disallowed by the SGX-ST as set out under Rule 812 of the Listing Manual or is an interested person under Chapter 9 of the Listing Manual.

5. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

Save for their respective shareholdings in the Company, none of the Directors or controlling shareholders of the Company has any interest, direct or indirect (other than through their shareholdings in the Company) in the Proposed Investment.

6. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the LOI will be made available for inspection during normal business hours at the Company's registered office at 1 Scotts Road, #21-07 Shaw Centre, Singapore 228202 for a period of three (3) months commencing from the date of this announcement.

7. CAUTION IN TRADING

The Company will provide further details in subsequent announcements in accordance with the listing rules of the SGX-ST at the appropriate junctures. In the meantime, the Board wishes to advise shareholders of the Company and potential investors to exercise caution in their dealings in shares of the Company, and where in doubt as to the action they should take, they should consult their financial, tax and other advisers.

BY ORDER OF THE BOARD

Mr James Prideaux
Chairman and Lead Independent Director

8 January 2024