

**PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 95,230,150  
NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE "RIGHTS ISSUE")**

**UPDATE ANNOUNCEMENT ON THE RIGHTS ISSUE**

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**1. INTRODUCTION**

- 1.1 The board of directors (the "**Board**") of Axington Inc. (the "**Company**") refers to the Company's announcements dated 28 July 2020, 11 August 2020, 13 August 2020, 14 August 2020, 21 August 2020, 26 August 2020, 31 August 2020, 3 September 2020, 6 September 2020, 9 September 2020 and 15 March 2021 (collectively, the "**Announcements**") and the offer information statement dated 21 August 2020 (the "**OIS**") in relation to the Rights Issue.
- 1.2 Unless otherwise defined herein, all capitalised terms and references have the meanings ascribed to them in the Announcements and the OIS.

**2. UPDATE ON THE RIGHTS ISSUE**

- 2.1 By way of background, the Company announced the Rights Issue on 28 July 2020 and received the listing and quotation notice from the SGX-ST for the listing and quotation of the Rights Shares on 11 August 2020. On 13 August 2020, the Record Date was fixed at 5:00 p.m., 21 August 2020, and the Company had despatched the OIS on 26 August 2020.
- 2.2 On 31 August 2020, in light of certain developments in the media concerning the Company's Controlling Shareholders, the Company had requested a voluntary suspension pending the release of announcement(s) in relation to strategic changes to be made in the business direction of the Company (the "**Suspension**"). The majority of the Company's then board members had also resigned in August 2020.
- 2.3 Trading in the Company's shares continued to be suspended and on 9 September 2020, the Company announced that it was permitting the withdrawal of acceptances, applications and/or payment made by Entitled Shareholders for the Rights Shares or the Excess Rights Shares, provided that written instructions are provided with their authorised signatories to CDP (in the case of Entitled Depositors and Purchasers) and/or the Share Registrar (in the case of Entitled Scripholders and their Renounees) on behalf of the Company ("**Withdrawal Instruction**").
- 2.4 Given that there was no visibility as to when the Suspension could be lifted and the Revised Timetable released, the Company announced its intention to effect a return of the Application Monies received pursuant to the Rights Issue on 15 March 2021 which was completed on 18 March 2021.
- 2.5 On 2 September 2022, the Company had announced the Company's entry into a sale and purchase agreement with a subsidiary of Serial System Ltd, for the Company's acquisition of 100.0% of the issued share capital of Achieva Technology Sdn. Bhd. and 49.0% of the issued share capital of Achieva Digital (Thailand) Company Limited, being a reverse takeover (the

**"Proposed Acquisition").**

2.6 The Company wishes to update shareholders that it will no longer proceed with the Rights Issue for the following reasons:

- (a) As announced by the Company on 15 March 2021, given the circumstances surrounding the Company during the period of the Rights Issue, including the trading suspension and the sudden resignation of a majority of the Board during the Rights Issue period, the current Board has effected a full refund of all application monies received by the Company from Entitled Shareholders for the Rights Shares or the Excess Rights Shares under the Rights Issue, regardless of whether the Company had received a Withdrawal Instruction from such Entitled Shareholder (the "**Refund**"). The Refund was completed on 18 March 2021. As such, all Entitled Shareholders who have paid application monies to the Company under the Rights Issue have since received their application monies and have been made whole, and the Company is not in possession of any proceeds in connection with the Rights Issue.
- (b) Since the sudden resignation of the previous Board, the current Board has taken active steps to advance the interests of the Company's shareholders (including the Company's minority shareholders). This includes, among others, a capital reduction and special dividend in order to facilitate the Company's search for potential targets for a reverse takeover. The capital reduction and special dividend was approved by shareholders at the extraordinary general meeting ("**EGM**") held on 27 May 2022 and paved the way for the Company to enter into the sale and purchase agreement for the Proposed Acquisition.
- (c) Completion of the Proposed Acquisition is conditional upon, among others, the Company obtaining the approval of its shareholders. On 27 December 2023, the Company called for an EGM to be held on 22 January 2024 and despatched a circular setting out information on the resolutions to be tabled at that EGM, including, among others, information relating to the Proposed Acquisition. Completion of the Proposed Acquisition would result in the Company no longer being classified as a cash company.

2.7 As stated in the OIS, the Company had intended to use the proceeds from the Rights Issue for "opportunistic acquisitions to expand the business of the Company". Given the above developments and the changes to the Company's future plans, the current Board no longer views proceeding with the Rights Issue as necessary or in the interests of shareholders.

**3. CAUTIONARY STATEMENT**

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company. Persons who are in doubt as to the action they should take should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

**BY ORDER OF THE BOARD**

**Ang Chiang Meng**

Executive Director

22 January 2024

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd. (the "**Sponsor**") for compliance with the relevant rules of the SGX-ST.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions contained in this announcement.*

*The contact person for the Sponsor is Mr Josh Tan – Registered Professional, at 36 Robinson Road, #10-06, City House, Singapore 068877, [sponsor@rhtgoc.com](mailto:sponsor@rhtgoc.com).*