

PARKSON RETAIL ASIA LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201107706H)

UPDATE ON THE PROPOSED DISPOSAL OF PROPERTY IN HAI PHONG CITY, VIETNAM

1. INTRODUCTION

The Board of Directors ("**Board**") of Parkson Retail Asia Limited ("**Company**") refers to:

- (a) the announcement dated 27 July 2020 in relation to the Proposed Disposal;
- (b) the circular to Shareholders dated 15 October 2020 in relation to the Proposed Disposal as a major transaction ("**Circular**");
- (c) the announcement dated 30 October 2020 in relation to the approval of the Shareholders obtained for the Proposed Disposal at the EGM of the Company held on 30 October 2020; and
- (d) the announcement dated 8 February 2021 in relation to the update on the Proposed Disposal, including PHCL entering into the Amended and Restated Asset Transfer Agreement dated 8 February 2021 ("**Amended and Restated SPA**").

Unless otherwise defined, all capitalised terms used in this announcement shall have the same meanings ascribed to them in the Circular.

2. UPDATE ON THE PROPOSED DISPOSAL

The Board wishes to update the Shareholders that on 16 June 2021, PHCL and the Purchaser have entered into an addendum to the Amended and Restated SPA ("**Addendum**", and together with the Amended and Restated SPA, the "**Supplemental SPA**") to amend some of the terms of the Proposed Disposal.

2.1 Consideration

Pursuant to the Supplemental SPA:

- (a) the remaining Consideration (other than the Earnest Deposit and the Additional Deposit which have been received by PHCL) will be paid by the Purchaser to PHCL in two tranches as follows:
 - (i) within 5 business days from the date that the Purchaser is issued with the Amended Certificates of Land Use Right, the Purchaser shall pay VND21,645,500,000 (equivalent to approximately US\$943,200 or S\$1,251,547 applying exchange rates of VND22,949 : USD1.00 and VND17,295 : S\$1.00 ("**Relevant Exchange Rates**")) ("**Counterpart Funds**") to PHCL's account opened with the Assigned Bank ("**Assigned Account**") or such other bank account of PHCL which PHCL may inform the Purchaser in writing. The Purchaser's obligation to pay 20% of the Consideration to PHCL, after deducting the Earnest Deposit and the Additional Deposit, shall be deemed satisfied by the payment of the Counterpart Funds to PHCL; and
 - (ii) within 5 business days from the date the Purchaser makes payment of the Counterpart Funds, completes the registration of its mortgage and delivers the Amended Certificates of Land Use Right to the Assigned Bank in accordance with the terms of the loan agreement with the Assigned Bank, the Purchaser shall pay the remaining 80% of the Consideration, being VND183,040,000,000 (equivalent to approximately US\$7,975,947 or S\$10,583,406, applying the Relevant Exchange Rates) ("**Relevant Amount**") to the Assigned Account to be held in escrow;

- (b) the Relevant Amount and all interest accrued thereon shall be released by the Assigned Bank to PHCL immediately after the Assigned Bank receives the relevant handover minutes in accordance with the terms of the Amended and Restated SPA, which shall take place no later than 30 days after issuance of the Amended Certificates of Land Use Right; and
- (c) PHCL shall have the right to terminate the Supplemental SPA by giving 3 business days' written notice to the Purchaser in the event Purchaser does not comply with its payment obligations in relation to the Consideration in accordance with the Supplemental SPA.

2.2 Extension of Time to Fulfil Conditions Precedent

Pursuant to the Supplemental SPA, the long-stop date for fulfilment or waiver of the Conditions Precedent has been extended to fall 240 days from the date of the Amended and Restated SPA (or such other date as may be agreed in writing between PHCL and the Purchaser).

3. FURTHER INFORMATION

The Company will make further announcement(s) to update Shareholders as and when appropriate.

Shareholders and potential investors should exercise caution when trading in the shares of the Company, and where in doubt as to the action they should take, they should consult their financial, tax, legal or other professional advisers.

4. DOCUMENTS FOR INSPECTION

A copy of the Addendum is available for inspection during normal business hours at the registered office of the Company at 80 Robinson Road #02-00 Singapore 068898, for 3 months from the date of this announcement.

BY ORDER OF THE BOARD

Tan Sri William Cheng Heng Jem
Executive Chairman

16 June 2021