



ANNOUNCEMENT PURSUANT TO RULE 706A OF THE SGX-ST LISTING MANUAL

Pursuant to Rule 706A of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Board of Directors (the “**Board**”) of ABR Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) wishes to announce the following transactions that occurred during the six-month financial period ended 30 June 2022:

1. Acquisition of the Remaining 20% Shares in the Capital of Chilli Padi Holding Pte. Ltd. (“CPH”)

The Company, had on 15 March 2022, acquired the remaining 20% shares in the capital of Chilli Padi Holding Pte. Ltd. (the “**Acquisition**”) at a consideration of S\$4,391,970 in accordance with the terms and conditions of the Sale and Purchase Agreement dated 13 July 2017. Based on the unaudited consolidated accounts of CPH as at 28 February 2022, the proportionate net tangible asset value was approximately \$508,000.

Following the Acquisition, CPH became a wholly-owned subsidiary of the Company.

Please refer to the Company’s announcements dated 18 January 2017, 5 June 2017, 13 July 2017 and 15 March 2022 in relation to the Acquisition for more information.

2. Acquisition of the Remaining 25% Shares in the Capital of TT Hara Food Pte. Ltd.

All Best Foods Pte. Ltd. (“**ABF**”), a wholly-owned subsidiary of the Company, had on 22 March 2022 entered into a Sale and Purchase Agreement with Kitchen Alchemy Pte. Ltd (“**KAPL**”), a 51%-owned subsidiary of the Company, pursuant to which ABF agreed to purchase and KAPL agreed to sell, 385,868 ordinary shares, representing 25% of the total issued and paid-up share capital of TT Hara Food Pte Ltd (“**TT Hara**”) at a cash consideration of S\$222,000 (the “**Transaction**”). Based on the management accounts of TT Hara as at 31 December 2021, the proportionate net tangible asset value was approximately \$225,000.

Following the Transaction, TT Hara became a wholly-owned subsidiary of ABF. Subsequently, TT Hara had on 8 April 2022 changed its name to 21 Tanjong Pagar Pte. Ltd.

The above Transaction was funded by internal resources and does not have a material effect on the net tangible assets per share or earnings per share of the Group for the financial year ending 31 December 2022.

3. Striking-Off of Dormant Subsidiary and Associated Companies

The following entities had submitted application to the Accounting and Corporate Regulatory Authority of Singapore on 28 May 2022 for their names to be struck off the register pursuant to Section 344A of the Companies Act 1967.

- (a) Team-Up Overseas Investment Pte Ltd (70%-Owned Subsidiary)
- (b) Chinoiserie Wine Bar and Discotheque Pte Ltd (Associated Company)
- (c) Alpha Lion Pte Ltd (Associated Company)

The striking-off of the above subsidiary and associated companies is not expected to have any material impact on the net tangible assets per share and earnings per share of the Group for the financial year ending 31 December 2022.

None of the directors or controlling shareholders of the Company has any interest, direct or indirect in the above-mentioned transactions, save for their interests owing by way of their shareholdings and/or directorships, as the case may be, in the Company.

FOR AND ON BEHALF OF THE BOARD

Ang Lian Seng
Executive Director
12 August 2022