VERTEX TECHNOLOGY ACQUISITION CORPORATION LTD

ANNOUNCEMENT FOR QUARTERLY UPDATES PURSUANT TO RULE 754(3) AND PRACTICE NOTE 6.4

INTRODUCTION

The Company was incorporated in the Cayman Islands on 21 July 2021 under the Companies Act as an exempted company with limited liability, under the name "Vertex Technology Acquisition Corporation Ltd.".

The board of directors (the "**Board**" or "**Directors**") of the Company announced that the Company had, on 2 October 2023, entered into a proposed business combination by way of a conditional sale and purchase agreement (the "**SPA**") with 17LIVE Holding Limited (the "**Vendor**"), 17LIVE Inc. (the "**Target Company**"), Mr. Lien Chien-Lin, Mr. Ng Jing Shen and Mr. Kenta Masuda (the "**Management Warrantors**") and Mr. Phua Jiexian Joseph (the "**Founder**", and together with the Management Warrantors, the "**Warrantors**"). Under the proposed business combination, the Company will acquire the entire issued and paid-up share capital of the Target Company from the Vendor on the terms and subject to the conditions in the SPA (the "**Proposed Business Combination**").

The Target Company, formerly known as M17 Entertainment Limited, was incorporated pursuant to the Cayman Companies Act as a Cayman Islands exempted company with limited liability on 28 February 2017. Please refer to the announcement made on 2 October 2023 ("**First Announcement**") as well as the announcement made on 24 October 2023 ("**Second Announcement**") for further details in relation to the Proposed Business Combination.

(a) **General description of the issuer's operating expenses and the total amounts spent**;

Total Operating Expenses for period from 1 July 2023 to 30 September 2023 of S$2,825,326 were attributed to the following:

- Legal and other professional fee of S$2,448,071. These were largely attributed to the legal fees of S$1,916,103 and other professional fees of S$531,968;
- Director fees of S$225,000 (for 1st quarter to 3rd quarter of FY2023, i.e. S$75,000 per quarter);
- Administrative services fee of S$81,000;
- Listing and CDP fees of S$23,576;
- Other expenses such as accounting and corporate secretarial fees, office and printing expenses of S$47,679.

(b) Detailed description, analysis and discussion on the top 5 highest amount of operating expenses;

The top 5 highest amount of operating expenses in the 3rd quarter of FY2023 comprises of:

1) Legal fees of S$1,916,103
2) Other professional fees of S$531,968
3) Director fees of S$225,000 (for 1st quarter to 3rd quarter of FY2023, i.e. $75,000 per quarter)
4) Administrative services fees of S$81,000
5) Corporate secretarial fees of S$32,081

(c) A statement by the directors of the issuer on whether there is any circumstance that has affected or will affect the business and financial position of the issuer;

As at the date of this Announcement, the Board is of the opinion that there is no circumstances that has affected or will affect the business and financial position of the issuer.

(d) Commentary from the directors of the issuer on the direction of the business combination, including any change to the objective, strategy, status and capital of the issuer;

The board of directors of Vertex Technology Acquisition Corporation Ltd refers to the First Announcement and the Second Announcement. There is no change to the direction of the business combination, including objective, strategy, status and capital of the issuer, as disclosed in the IPO prospectus.

(e) In relation to the funds placed in the escrow account, the composition of the permitted investments, the issuer's investment strategy, market and credit risks for such investments; and

Details of the Permitted Investments for the escrowed funds

In compliance with Rule 210(11)(i)(iv) of the Listing Manual, we intend to invest the escrowed funds in our Escrow Account in permitted investments such as Singapore Government Securities bonds ("**SGS Bonds**"), Singapore Government Securities treasury bills ("**SGS T -Bills**") and bills issued by the Monetary Authority of Singapore ("**MAS Bills**"), on the basis that the SGS Bonds, SGS T-Bills and MAS Bills each meet the requirement of liquidity (as they can be liquidated through a sale in the secondary market) and are backed by a AAA-rated sovereign or issued by the Singapore central bank.

As at 30 September 2023, the Company has invested S$216,032,412 (Nominal value: S$218,100,000) in MAS Bills) being Permitted Investments, representing 99.8% of the total cash in the Escrow Account.

(f) **Brief explanation of the status of (i) utilisation of proceeds from IPO, compared with the disclosure of the intended use of proceeds in the prospectus, segregated between those placed in the escrow account from those which are not, including explanation for any material deviation in the use of proceeds; and (ii) utilisation of any interests and income derived from the amounts placed in the escrow account.**

Total Operating Expenses of S$6,790,509* for period from 21 July 2021 (date of incorporation) to 30 September 2023.

i. The utilisation of proceeds (from the issue of Private Placement Warrants) is in line with the disclosure of the intended use of proceeds in the prospectus. The IPO proceeds placed in the Escrow account are not used for the expenses incurred by the Company to date.

ii. There is no utilisation of any interests and income derived from the amounts placed in the Escrow account as of 30 September 2023.

The Company plans to draw down all the interest earned from the amount placed in the Escrow account and interest income derived on the escrowed funds from permitted investments. As permitted by the SGX Listing Manual, all these interests will be applied towards payment of a substantial portion of the cost incurred by the Company in relation to the administrative expenses in connection with the IPO, general working capital expenses and related expenses and professional fees for the purposes of identifying and completing the proposed business combination. For the avoidance of doubt, 100% of the Company's IPO proceeds that is placed in the Escrow account, namely S$208,030,000, will be available for the redemption price computation prior to the completion of the business combination.

* Exclude underwriting commission that was amortised