HEALTHBANK HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 201334844E)

(A) THE PROPOSED DIVERSIFICATION OF THE GROUP'S BUSINESS
(B) THE PROPOSED DISPOSAL OF LIBRE HOSPITALITY LIMITED

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1. INTRODUCTION

1.1 The Board of Directors (the "**Board**" or "**Directors**") of HealthBank Holdings Limited (the "**Company**", and together with its subsidiaries, collectively the "**Group**") wishes to announce that the Company had on 13 June 2026 entered into a sale and purchase agreement (the "**SPA**") with Xu Lisong (the "**Purchaser**", and together with the Company, the "**Parties**") pursuant to which the Company has agreed to sell all its shares in its wholly-owned subsidiary, Libre Hospitality Limited ("**LHL**", and such shares the "**Sale Shares**") for a net cash consideration of RMB 9,000,000 (approximately S$1,703,700[1]), on the terms and subject to the conditions of the SPA (the "**Proposed Disposal**"). Upon completion of the Proposed Disposal, LHL will cease to be a subsidiary of the Company.

1.2 The Board also wishes to announce that subject to approval of the shareholders of the Company ("**Shareholders**"), the Company intends to diversify its business and expand its core business to include the following new businesses (collectively, the "**New Businesses**"):

(a) coconut plantation business, including but not limited to coconut plantation ownership, management and investment, and the harvesting and processing of coconuts and other short-term crops before or during the early years of a coconut plantation (e.g. pineapples) or long-term complementary intercrops (e.g. cocoa) (the "**Coconut Plantation Business**");

(b) medical supply business, including but not limited to the distribution of various medical consumables, equipment and medicine (the "**Medical Supply Business**"); and

(c) oil and gas field supply business, including but not limited to the distribution of equipment, machinery, pipes, parts and components to oil and gas field operators (the "**Oil & Gas Field Supply Business**"),

(the "**Proposed Diversification**", and together with the Proposed Disposal, the "**Proposed Transactions**").

1.3 The Company intends to convene an extraordinary general meeting ("**EGM**") to seek approval of the Shareholders for the Proposed Transactions. Further information on, *inter alia*, the Proposed Transactions will be provided in a circular to be issued by the Company (the "**Circular**") in due course.

2. BACKGROUND

2.1 The Group's principal business activities as at the date of this announcement are property-related investment and management businesses targeting markets in the People Republic of China ("**PRC**"), Singapore and the Asia Pacific region (the "**Existing Business**"). The Existing Business is partially conducted through LHL, an investment holding company limited by shares incorporated in the Hong Kong Special Administrative Region of the PRC, and partially conducted through Hainan Zhongyuan Cultural Tourism Co., Ltd. (海南中渊文旅有限公司), a company limited by shares incorporated in Haikou City, Hainan Province of the PRC, which is a 51.0%-owned subsidiary of the Group.

2.2 LHL, through its wholly-owned subsidiary, Hainan Zhongzhi Cultural Tourism Limited (海南众志文化旅游有限公司), an investment holding company incorporated in the PRC, holds an 8.0% interest

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[1] Based on the exchange of RMB 1.0000 : S$0.1893 on 12 June 2026, being the day preceding the date of signing of the SPA, extracted from Yahoo Finance.

in each of Hainan Fuda Construction Materials Co., Ltd. (海南福达建材有限公司) ("**Hainan Fuda**") and Hainan Fufa Plantations Co., Ltd. (海南福发种植有限公司) ("**Hainan Fufa**"), both incorporated in the Hainan Province of the PRC, which jointly develop the Atlantis Garden Project (亚特兰蒂斯花园项目), a residential service apartment development project located in the west side of Qiongshan Avenue, Jiangdong District, Haikou City, Hainan Province, PRC, which was slated by the Chinese Government for development into an international tourism destination and the largest free trade zone in the PRC (the "**Atlantis Garden Project**"). The remaining 92.0% interests in each of Hainan Fuda and Hainan Fufa are held by third parties who are not related to the Group, the Directors, controlling Shareholders and substantial Shareholders of the Company, and their respective associates.

2.3 The Group has faced the following setbacks in relation to the Atlantis Garden Project since its investment:

(a) **Construction delay:** The project was originally targeted for completion in the third quarter of 2020 but was delayed due to the COVID-19 pandemic. Further disruption occurred on 6 September 2024, when the Hainan province was hit by Typhoon Capricorn. The project's infrastructure, including the buildings and sales center, sustained substantial damage, requiring extensive reconstruction efforts.

(b) **Institution of tighter Chinese property policies:** The investment was materially affected by China's property cooling measures and tighter financial supervision. Restrictions on home purchases, resale limits, and the "Three Red Lines" debt caps introduced in 2020 sharply constrained developer financing, leading to liquidity stress and defaults among major property players[2]. The resulting decline in market confidence, falling home prices, and rising unsold inventory slowed sales velocity and cash inflows, putting pressure on project returns. Although supportive measures were introduced from 2023 and the Three Red Lines policy was lifted in early 2026, demand remains weak and property prices continue to fall, underscoring the structural challenges and ongoing uncertainty in the sector.

(c) **Macroeconomic conditions and consumer behaviour:** Homebuyer's confidence and China's economy has softened over the past five years, placing considerable strain on small and medium-sized enterprises. This has been further exacerbated by the China–US trade tensions, which have compounded economic uncertainty. As a result, domestic consumption has declined, with consumers becoming more cautious and reducing discretionary spending. The continued erosion of homebuyer confidence has, in turn, negatively impacted the sales performance of the Atlantis Garden Project.

(d) **Funding constraints:** Since 2019, available funds for the Atlantis Garden Project have been depleted by ongoing operating expenses and additional costs due to weak sales and significant unforeseen repair costs as described above. The project is now undertaking another round of fundraising, which the Group is neither financially able nor inclined to participate in. Given the current market conditions, raising funds to join this round would be highly challenging, and non-participation will lead to dilution, further reducing the value of the Group's stake in the Atlantis Garden Project. Lastly, the Group only has an 8% effective stake in the Atlantis Garden Project, and such a minority stake limits the Group's control and visibility over key decisions, which may impede the Group's efforts to attract potential buyers.

(e) **Negative return on investment:** The Atlantis Garden Project has not generated the anticipated returns since the Group's investment. The capital deployed has not produced any meaningful dividend or interest income, and the carrying value of the investment has declined over the years with no clear prospect for a recovery in asset value or projected cash inflows.

2.4 As such, the Group is proposing to undertake the Proposed Disposal while looking into the New Businesses as a timely means to increase the Group's business opportunities with the aim of contributing positively to the financial position and the short- and long-term prospects of the Group.

[2] CNN – *Evergrande, symbol of China's property crisis, heads to liquidation*, January 2024.

3. THE PROPOSED DIVERSIFICATION

3.1 Background

The Proposed Diversification is part of the Group's business diversification strategy in light of the setbacks faced by the Existing Business as set out in Paragraph 2.3 above.

The Group does not plan to restrict the New Businesses to any specific geographical market as each investment will be evaluated and assessed by the Board on its merits.

3.2 Rationale

The Group believes that the Proposed Diversification should contribute positively to the Company and Shareholders as it will provide the following benefits to the Group:

(a) Additional and recurring revenue stream

Given the challenges faced by the Existing Business, the Group believes that it should explore other areas of growth for additional revenue streams and more sustained financial performance for the Group. The Group believes that the New Businesses represent such an opportunity with the potential to reduce its dependency on its Existing Business and provide the Group with new and recurring revenue streams that may include, among others, recurring supply and distributorship income, capital gains, and management or other fee income. In contrast to the Existing Business where the Group has been slow to realise profits due to COVID-19 pandemic and the resultant government policies implemented, the Board has observed the New Businesses to potentially be in faster-growing industries with better short- and long-term prospects. As such, the Board considers it commercially prudent and appropriate for the Group to diversify into the New Businesses, with a view to sustain and enhance the Group's returns in the short and long run.

(b) Enhance Shareholders' value

The Proposed Diversification is part of the corporate strategy of the Group to provide Shareholders with diversified returns and long-term growth. The Board believes that the Proposed Diversification can offer new business opportunities to provide additional sources of income to improve the Group's prospects and enhance Shareholders' value in the Company. The Group will venture into the New Businesses prudently, with a focus on achieving long-term growth and maximising Shareholders' value in the long run.

(c) Expand the Group's network

Through the Group's engagement in the New Businesses, the Proposed Diversification will allow the Group to expand its network of contacts, creating exposure to fresh business opportunities and partners in both local and overseas markets. As the Group's Existing Business already exposes it to contacts in the PRC, the Board believes that this may help to facilitate introductions to opportunities associated with the New Businesses, thereby enhancing the Group's ability to develop the New Businesses. The Proposed Diversification may therefore place the Group in a better position to leverage and capitalise on its networks in both local and overseas markets.

(d) Potential of the Coconut Plantation Business

The Board has identified the Coconut Plantation Business as a sector with potential to provide the Group with sustainable and long-term prospects of growth for the Group. With the sustained growth of the global food and beverage market[3] and rising consumer demand for coconut-based and plant-based produce in both developed and emerging economies[4], there is potential for demand for coconut produce and coconut-derived products to increase in tandem.

[3] Mordor Intelligence – *Plant-Based Food and Beverages Market Size & Share Analysis – Growth Trends & Forecasts* (2026 – 2031).
[4] Mordor Intelligence – *Plant-Based Food and Beverages Market Size & Share Analysis – Growth Trends & Forecasts* (2026 – 2031).

The Board is of the opinion that the coconut plantation industry is in line with the broader direction of development efforts in the global food, beverage and agri-commodity industries, and could be a growing and highly profitable industry given that it is supported by sustained consumer demand for plant-based, health-oriented and naturally-derived products, as well as the strategic importance accorded to agricultural self-sufficiency and food security in major coconut-producing and consuming territories such as the PRC, Southeast Asia and India. For instance, the global coconut products market — encompassing coconut water, coconut milk, virgin coconut oil, desiccated coconut and coconut-based functional ingredients — was valued at approximately US$20.24 billion in 2022 and has been forecast to reach approximately US$38.58 billion by 2030, representing a compound annual growth rate ("**CAGR**") of approximately 8.4% over the period from 2023 to 2030[5], underpinned by rising demand from the food and beverage, personal care and nutraceutical sectors.

Diversification into the Coconut Plantation Business market at this juncture is therefore a timely opportunity for the Group to capitalise on the growing global demand for coconut produce and coconut-derived products, and to participate across the value chain from plantation ownership and management through to harvesting and downstream processing. With its access to the PRC market by way of its Existing Business, the Board believes that the Group is well-positioned to access potential quality opportunities and investments in the Coconut Plantation Business, which will allow it to augment its revenue streams.

(e) Potential of the Medical Supply Business

The Board has identified the Medical Supply Business as a sector offering the Group attractive avenues for expansion and the prospect of stable, recurring income over the medium to long term. With global healthcare expenditure having doubled in real terms over two decades to reach approximately US$9.8 trillion in 2022, or 9.9% of global gross domestic product[6], and with the number of persons aged 65 and over projected to reach 2.2 billion by the late 2070s[7], the appetite for imported medical consumables, medical equipment and pharmaceutical products across key importing regions is expected to remain robust.

The Board is of the view that the medical supply industry, and cross-border sourcing services for healthcare end-users in particular, aligns well with the structural shifts shaping the global healthcare supply chain, including the diversification of procurement channels following the COVID-19 pandemic, the localisation of distribution networks in importing jurisdictions and a heightened emphasis on supply chain resilience among governments and healthcare institutions. For instance, global spending on medicines has been forecast to grow at a CAGR of approximately 5% to 8% to exceed US$2.6 trillion by 2030[8], whilst the Middle East medical devices market has been forecast to grow from approximately US$10.97 billion in 2023 to approximately US$14.37 billion by 2030, at a CAGR of approximately 3.9% over the period from 2024 to 2030[9].

Entry into the Medical Supply Business at the present time is therefore an opportune means for the Group to leverage the continued growth in healthcare expenditure, and to position itself as an intermediary connecting international manufacturers with regional purchasers across medical consumables, medical equipment and pharmaceutical products. The Group's proposed back-to-back trading model, under which it acts as sourcing agent for its clientele and matches each sales contract with a corresponding supplier contract, is asset-light in nature and permits the Group to scale its operations in line with order flow whilst mitigating inventory and pricing exposure. The Board believes that the Group will be able to draw on its established commercial relationships and cross-border execution capabilities to capture viable opportunities within the Medical Supply Business, thereby supplementing the Group's existing income streams.

[5] Grand View Research – *Coconut Products Market*, 2023 – 2030.
[6] World Health Organisation – *Global spending on health: Emerging from the pandemic*, 2024.
[7] United Nations Department of Economic and Social Affairs, Population – *World Population Prospects 2024: Summary of Results*, 2024.
[8] IQVIA Institute for Human Data Science – *Global Medicine Use Trends 2026*, February 2026.
[9] Grand View Research – *Middle East Medical Devices Market (2024-2030)*, 2025.

(f) Potential of the Oil & Gas Field Supply Business

The Board considers the Oil & Gas Field Supply Business to be a sector that presents the Group with meaningful commercial opportunities and a pathway to broadening its earnings base over the coming years. Notwithstanding the global energy transition, hydrocarbons are forecast to retain a central role in the global energy mix through the end of the decade, with worldwide demand for total liquids anticipated to climb from approximately 103 million barrels per day in 2023 to close to 110 million barrels per day by 2030, and with annual upstream oil and gas capital expenditure required to expand by approximately 22% to reach close to US$738 billion by 2030 in order to meet projected supply requirements.[10] In tandem with this, sustained procurement of pipes, parts and components, equipment, construction machinery and other goods consumed by oil and gas field operations is expected to continue, particularly in major hydrocarbon-producing regions such as the Middle East.

In the Board's assessment, the cross-border supply of goods to oil and gas field end-users sits squarely within several reinforcing dynamics in the international energy sector, namely the long-term capital investment programmes of national oil and gas companies in the Gulf, the broadening of supplier bases by such operators in response to recent geopolitical and logistics disruptions, and the regional preference for trading partners able to handle the entirety of the import workflow from supplier identification through to delivery on site.

The Board has given careful consideration to the implications, for the Oil & Gas Field Supply Business, of the armed conflict between the Islamic Republic of Iran on the one hand and the United States and the State of Israel on the other which commenced on 28 February 2026 (the "**Iran War**"), including the effective closure of the Strait of Hormuz since early March 2026 and strikes on energy infrastructure in the region. Notwithstanding the disruption associated with the Iran War, the Board is of the view that the underlying commercial case for the Group's entry into the Oil & Gas Field Supply Business remains intact and is, in certain respects, reinforced by recent developments, for the following principal reasons:

(i) **Capital investment programmes of the Gulf national oil companies have been maintained and, in certain instances, accelerated since the outbreak of the conflict:** for example, the Abu Dhabi National Oil Company has announced project awards of approximately US$55 billion across the period from 2026 to 2028.[11]

(ii) **The Iran War is expected to generate substantial reconstruction and reinforcement demand for the categories of goods supplied through the Oil & Gas Field Supply Business:** Damage to energy infrastructure during the war, including damage to gas processing facilities in the region, would likely require sustained procurement of pipes, parts and components, equipment and construction machinery for restoration and hardening works.

(iii) **The Iran War may push Middle Eastern operators to seek resilient and diversified supplier bases that are not reliant on any single source country or shipping route:** The Board considers this to be a structural tailwind for participants able to source goods globally and to navigate complex cross-border logistics. The Group proposes to employ an asset-light back-to-back trading model in the Oil & Gas Field Supply Business which is, in the Board's view, well-suited to operating in this environment, as it does not require the Group to commit inventory or working capital ahead of confirmed customer orders, and can be calibrated in line with customer demand and prevailing logistics conditions.

Against this backdrop, the timing is favourable for the Group to enter the Oil & Gas Field Supply Business and to establish itself as a conduit between global manufacturers and Middle Eastern oil and gas field operators across a wide range of upstream and field-level inputs, notwithstanding the disruptions associated with the Iran War. The Group's proposed back-to-back model, sourcing globally on behalf of clients and matching each customer order with a corresponding supplier contract, avoids principal inventory risk and price exposure and allows the Group's activity to track customer demand directly. By harnessing the relationships and operational know-how the Group has built through its existing operations, the Directors are of

[10] International Energy Forum and S&P Global Commodity Insights – *Upstream Oil and Gas Investment Outlook*, 2024.

[11] Abu Dhabi National Oil Company – *ADNOC press release, ADNOC to Award AED 200 Billion (US$55 Billion) in Project Contracts Over Next Three Years*, May 2026.

the opinion that the Group is well-placed to secure a foothold in the Oil & Gas Field Supply Business and to develop a further income stream alongside the Group's other activities.

4. THE PROPOSED DISPOSAL

4.1 Information on LHL

LHL is a wholly-owned subsidiary of the Company incorporated in the Hong Kong Special Administrative Region of the PRC. Please refer to Paragraph 2 above for more details.

4.2 Information on the Purchaser

The information in this section relating to the Purchaser is based on information provided by the Purchaser. In respect of such information, the Company has not independently verified the accuracy and correctness of the same and the Company's responsibility is limited to ensuring that such information has been accurately and correctly extracted and reproduced in this announcement in its proper form and context.

The Purchaser made an offer for the Sale Shares notwithstanding that the Group had struggled to find a buyer since the start of this year due to the weak sentiment of the Chinese real estate market – he is a national of the People's Republic of China and has more than 20 years of experience in tourism, hotel management and property investment. He is also a director of each of Hainan Fuda and Hainan Fufa.

The Company confirms that none of the Directors or substantial Shareholders of the Company has, to the best of their knowledge, any connection (including any business relationships, save for the Group's interests in Hainan Fuda and Hainan Fufa, both in which the Purchaser is a director) with the Purchaser. No introducer fee or commission paid or payable by the Group to anyone in relation to the Proposed Disposal.

4.3 Independent Valuation

The investment in the Atlantis Garden Project through LHL is classified as an investment in unquoted equity under non-current financial assets at fair value through profit or loss. Such financial assets at fair value through profit or loss are measured at their fair values and any movements in the fair values would be recognised in profit or loss. The carrying value of the Atlantis Garden Project as at 31 December 2025 is approximately RMB 13,159,000.

The Board has authorised the Company's Executive Director and Chief Executive Officer, Mr. Peng Fei, to represent the Company in appointing, and Mr. Peng Fei has accordingly appointed, the Hainan Licheng Land-Real Estate Appraisal Co., Ltd (海南立诚土地房地产评估有限公司) (the "**Independent Valuer**"), who was the independent valuer when the Group acquired equity interests in LHL in 2019 and 2021 and previously attempted to dispose of the Sale Shares in 2022, as the independent valuer to perform an independent valuation of the Atlantis Garden Project based on the relevant PRC national valuation standards, laws and regulations, as well as the PRC National Standard Code for Real Estate Appraisal (GB/T50291-2015), the PRC National Standard Basic Terminology Standards of Real Estate Appraisal (GB/T50899-2013) and the PRC National Standard Urban Land Evaluation Procedures (GB/T 18508-2014).

The Independent Valuer is currently a member of the China Real Estate Valuers Association (CREVA) which is under the Ministry of Land and Resources of the PRC, and a member of the China Institute of Real Estate Appraisers and Agents (CIREA) which is under the Ministry of Housing and Urban-Rural Development.

The valuation report for the valuation will be issued by the Independent Valuer and included in the Circular.

4.4 Consideration

The consideration for the Proposed Disposal shall be an aggregate amount of RMB 9,000,000 or an equivalent amount in Singapore dollars ("**Consideration**"), which was arrived at on an arm's length basis, taking into consideration, *inter alia*, (i) the setbacks the Group faced in relation to its investment in the Atlantis Garden Project through LHL, as described in Paragraph 2 above; and (ii) the Group's efforts to market and seek potential purchasers for the Proposed Disposal, which did not result in any viable offers other than the offer received from the Purchaser.

The Consideration shall be payable on the Completion Date (as defined below). Subject to the receipt of the Consideration, the Company shall, among others, procure that LHL:

(a) registers the Purchaser as the holder of the Sale Shares;

(b) cancels the old share certificate(s) in the name of the Company and issues a new share certificate in the name of the Purchaser; and

(c) makes all necessary filings with the Companies Registry of Hong Kong in relation to the Proposed Disposal.

If the Company fails to effect such obligations by the date falling three (3) months from the Completion Date, the Purchaser shall have the right to require the Company to pay to the Purchaser: (i) a refund of the Consideration; and (ii) a sum of RMB 900,000 (or an equivalent amount in Singapore dollars).

4.5 Rationale for the Proposed Disposal

Please refer to Paragraph 2 above, which sets out the:

(a) setbacks the Group faced in relation to its investment in the Atlantis Garden Project through LHL; and

(b) rationale for reducing the Group's reliance on the Existing Business.

The Proposed Disposal is undertaken as part of the Proposed Diversification to enable the Group to diversify into the New Businesses which it believes would improve future earnings of the Group sooner and to a larger extent than the Group's Existing Business, while conserving the working capital required for such diversification.

4.6 Use of Proceeds

The net proceeds from the Proposed Disposal will be utilised towards the Group's investments and operations in the New Businesses.

4.7 Material terms of the SPA

(a) Sale and purchase of the Sale Shares: The Company shall sell and the Purchaser shall purchase, the Sale Shares, free from any mortgage, assignment, debenture, lien, hypothecation, charge, pledge, adverse claim, rent-charge, title retention, claim, equity, option, pre-emption right (other than those which appear in LHL's articles of association or constitutive document), right to acquire, security agreement and security interest or other right of whatever nature together with all rights, benefits and entitlements attached thereto as at the date of the SPA and thereafter attaching thereto which may be announced, declared, paid or made thereon by LHL on or after the date of the SPA.

(b) Conditions precedent: Completion is conditional upon the Company having obtained the respective approvals of:

(i) the Board;

(ii) Shareholders at an EGM; and

(iii) all such other approvals as may be required,

in accordance with the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**") for the Proposed Disposal (the "**Conditions Precedent**"), and such approval(s) not being amended or revoked before Completion, within three (3) months from the date of the SPA, failing which the SPA shall *ipso facto* cease and determine and none of the Parties shall have any claim against the others for costs, damages, compensation or otherwise.

(c) Completion: Completion shall take place on the business day falling three (3) months after the satisfaction of the Conditions Precedent (or such other date as may be agreed between the Parties) ("**Completion Date**").

4.8 Relative Figures Under Rule 1006 of the Catalist Rules

The relative figures in relation to the Proposed Disposal are computed on the applicable bases set out under Rule 1006 of the Catalist Rules based on the Group's latest audited financial statements for the financial year ended 31 December 2025 ("**FY2025**") (the "**FY2025 Audited Financial Statements**") as set out below:

Rule	Description	Relative Figure (%)
1006(a)	The net asset value of the assets to be disposed of, compared with the group's net asset value. This basis is not applicable to an acquisition of assets(1).	95.8(2)
1006(b)	The net profits attributable to the assets acquired or disposed of, compared with the group's net profits(3).	44.8(4)
1006(c)	The aggregate value of the consideration given or received, compared with the issuer's market capitalisation based on the total number of issued shares excluding treasury shares.	28.3 (5)
1006(d)	The number of equity securities issued by the issuer as consideration for an acquisition, compared with the number of equity securities previously in issue.	Not applicable as there is no issuance of equity securities by the Company.
1006(e)	The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the aggregate of the group's proved and probable reserves.	Not applicable as the Company is not a mineral, oil or gas company.

Notes:

(1) "Net assets" means total assets less total liabilities.

(2) Based on the pro forma consolidated net assets value of the Sale Shares (taking into account the provision for impairment for the Atlantis Garden Project) as of 31 December 2025 of RMB 13.5 million and the Group's net assets of RMB 14.1 million as of 31 December 2025.

(3) "Net profit" means profit or loss including discontinued operations that have not been disposed and before income tax and non-controlling interests.

(4) The pro forma consolidated net loss of the Sale Shares (taking into account the provision for impairment for the Atlantis Garden Project) for FY2025 is RMB 1.5 million compared with the Group's net loss of RMB 3.3 million for FY2025.

(5) Based on the Consideration of RMB 9.0 million and the market capitalisation of RMB 31.8 million (or equivalent to S$6.0 million[1]) which is determined by multiplying the volume weighted average price

of S$0.0425 on 20 May 2026, being the last full market day on which the shares of the Company were traded, preceding the date of the signing of the SPA, with 141,450,000 shares in issue (excluding treasury shares).

As the relative figure computed on the basis of Rule 1006(a) of the Catalist Rules exceeds 50%, the Proposed Disposal constitutes a "major transaction" under Chapter 10 of the Catalist Rules.

In addition, based on the above, the relative figure computed under Rule 1006(b) involves a negative figure. Under Rule 1007(1) of the Catalist Rules, if any of the relative figures computed pursuant to the Rule 1006 involves negative figures, Chapter 10 of the Catalist rules may still be applicable to the transaction in accordance with the applicable circumstances in Practice Note 10A. Having considered paragraph 4.4(e) of Practice Note 10A of the Catalist Rules, the relative figure computed under Rule 1006(a) exceeds 50% and the Group is expected to record an estimated loss on disposal of RMB 4.5 million, which represents 136% of the net loss of the Group for FY2025.

Accordingly, the Proposed Disposal shall be conditional upon the approval of the Shareholders at the EGM to be convened by the Company.

4.9 Financial Effects of the Proposed Disposal

(a) Assumptions

The following are presented for illustration purposes only and are not intended to reflect the actual future financial situation of the Group after Completion. The financial effects of the Proposed Disposal on the Group as set out below are based on the FY2025 Audited Financial Statements and the following assumptions:

(i) for the purposes of illustrating the financial effects of the Proposed Disposal on the net tangible assets (“**NTA**”) per share of the Company (each, a "**Share**"), it is assumed that the Proposed Disposal completed on 31 December 2025;

(ii) for the purposes of illustrating the financial effects of the loss per Share of the Group, it is assumed that the Proposed Disposal completed on 1 January 2025; and

(iii) the costs and expenses incurred or to be incurred in connection with the Proposed Disposal are disregarded for the purpose of the financial effects.

(b) NTA per Share

	Before completion of the Proposed Disposal	**After completion of the Proposed Disposal**
NTA attributable to equity holders of the Company as at 31 December 2025 (RMB'000)	14,260	9,775
Number of issued Shares (excluding treasury shares) (‘000)	102,050	102,050
NTA per Share (RMB)	0.14	0.10

(c) Loss per Share

	Before completion of the Proposed Disposal	**After completion of the Proposed Disposal**
Net loss attributable to equity holders of the Company for FY2025 (RMB'000)	(3,234)	(7,707)

	Before completion of the Proposed Disposal	After completion of the Proposed Disposal
Weighted average number of Shares (excluding treasury shares)	95,914	95,914
LPS (RMB)	(3.37)	(8.04)

5. NO DIRECTORS' SERVICE CONTRACTS

There will be no new appointment to the Board arising from the Proposed Transactions, and therefore no services contracts entered into by the Company in this respect.

6. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

None of the Directors or controlling Shareholders has any interest, direct or indirect, in the Proposed Transactions contemplated herein (other than in his capacity as a Director or Shareholder of the Company).

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Transactions and the Group, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

8. CIRCULAR AND EGM

The Company will be convening the EGM to seek Shareholders' approval for the Proposed Transactions, notice of which will be announced in due course. The Circular will also be despatched to Shareholders in due course.

9. DOCUMENTS AVAILABLE FOR INSPECTION

A copy of the SPA will be available for inspection during normal business hours at the Company's registered office at 15 Scotts, 15 Scotts Road, #04-08, Singapore 228218 for a period of three (3) months from the date of this announcement.

10. CAUTION IN TRADING AND FURTHER ANNOUNCEMENTS

Shareholders are advised to exercise caution in trading their shares as there is no certainty or assurance as at the date of this announcement that the Proposed Transactions will proceed to completion. In particular, the SPA is subject to conditions which may or may not be fulfilled. Shareholders and potential investors are also advised to read this announcement and any further announcements by the Company carefully, and where in doubt as to the action that they should take, they should consult their financial, tax, legal or other professional adviser(s) immediately.

The Company will continue to keep shareholders updated and make further announcement(s) as and when there are material developments.

By Order of the Board

Peng Fei
Executive Director and Chief Executive Officer
15 June 2026

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*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**"). 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 made or reports contained in this announcement.*

The contact person for the Sponsor is Ms Lee Khai Yinn (Tel: +65 6232 3210) at 1 Robinson Road, #21-01, AIA Tower, Singapore 048542.