



**KITCHEN CULTURE HOLDINGS LTD.**

(Company Registration No: 201107179D)

(Incorporated in the Republic of Singapore on 25 March 2011)

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**RESPONSE TO THE ACTIONS OF AND DISRUPTIONS BY CERTAIN SHAREHOLDERS AND ONE OF THE DIRECTORS, FOLLOWING THE HOLDING BY THEM OF A MEETING WHICH IS NOT A VALID EXTRAORDINARY GENERAL MEETING OF THE COMPANY**

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The Board of Directors (the **"Board"**) of Kitchen Culture Holdings Ltd. (the **"Company"** and together with its subsidiaries, the **"Group"**) refers to:

- the Company's announcement dated 5 December 2022 (the **"5 December Announcement"**), with the same title as this announcement; and
- the previous announcements of the Company referred to in the 5 December Announcement (most of which were titled, **"RESPONSE TO LETTER DATED 2 NOVEMBER 2022 FROM CERTAIN SHAREHOLDERS NOTIFYING THE COMPANY OF THEIR INTENTION TO CONVENE AN EXTRAORDINARY MEETING PURSUANT TO SECTION 177 OF THE COMPANIES ACT 1967"**) on the same and related subjects.

*Unless otherwise specified or the context otherwise requires, all capitalised terms shall have the same meanings ascribed to them in the 5 December Announcement.*

The Directors of the Company (with the exception of Mdm Hao Dongting, who is closely and intricately linked to, and is a major shareholder and director in the OOWAY Group) had announced, among other matters, that certain "new company secretaries" (or one of them), presumably at the behest of Mdm Hao and the "New Board", had gone ahead to file online with the Accounting and Corporate Regulatory Authority of Singapore (**"ACRA"**) claiming that there were "changes" in the persons holding office as Directors or as Company Secretary, as well as a "change" of the registered office of the Company.

As mentioned in 5 December Announcement, that so-called "New Board" comprised Mdm Hao and the 5 Purported Appointees who they claimed were elected as directors of the Company at the Second Intended EGM (supposedly held on 25 November 2022). That on-line filing with ACRA had gone ahead without bringing the matter to the Singapore Court, without waiting for a determination by the Singapore Court, and without informing the Company Secretary or the Company or any of the current Directors of the Company (other than Mdm Hao).

The Directors of the Company (other than Mdm Hao) had taken action swiftly to redress the situation. They had instructed the filing with ACRA on 2 December 2022 the necessary corrective notices to ACRA.

The Directors of the Company (other than Mdm Hao) are pleased to announce that the **records as publicly shown by a search with ACRA, have now been reinstated and now shows the correct officers of the Company and the correct registered office of the Company.**

Accordingly, the persons who hold office as **Directors of the Company** have never changed as a result of these circumstances, and remain to be:

**Mr Lau Kay Heng**  
**Mr Lim Wee Li**  
**Mr William Teo Choon Kow**  
**Mr Ang Lian Kiat**  
**Mr Peter Lim King Soon**  
**Mdm Hao Dongting.**

The **registered office of the Company**, similarly, has never changed and remains to be:

**9 Raffles Place**  
**#52-02 Republic Plaza**  
**Singapore 048619.**

The ACRA record of the **Company Secretary** (Ms Wee Woon Hong), too, was reinstated. Additionally, the Company had separately announced on 2 December 2022 that Ms Wee Woon Hong had resigned as Company Secretary from that date. Accordingly, a further filing with ACRA was made today to give formal notice to ACRA of her resignation as Company Secretary with effect from 2 December 2022. The office of the Company Secretary remains vacant in the interim, pending further appointment.

The Company repeats and continues to urge the Relevant Shareholders, Mdm Hao and/or the 5 Purported Appointees, not to hold out or otherwise represent that any of the 5 Purported Appointees to have ever held the office of a director of the Company, or that either of the two “new company secretaries” to have ever held the office of company secretary of the Company, or that the registered office of the Company to have ever been the office address of the two “new company secretaries”. If any of them insists otherwise or feels he/she/it has any legitimate grievance, the Company again reiterates:

“Instead of fomenting further uncertainty and confusion which resulted from the unauthorised on-line filing mentioned above, that person or persons should promptly apply to the Singapore Court to determine the relevant issues. The Company is prepared to reply to any such application and to submit its case on any such issue brought before the Singapore Court.”

**The Directors (other than Mdm Hao) urges all shareholders to be wary of and not to be unduly influenced by media statements emanating from or ascribed to OOWAY Group, any of the other 7 Relevant Shareholders or Mdm Hao or any of the 5 Purported Appointees or the “new company secretaries”. Shareholders are also advised to refer to and compare these against the announcements and press releases of the Company.**

The Company will make such further announcement(s) as necessary to update Shareholders and the investing public to provide clarity as to the situation, especially as to the validity (or otherwise) in

respect of such form, content and processes relating to so-called appointment of new Directors, and the so-called removal of 5 current Directors, the Purported Notice of EGM, the Second Concatenation Purported Notice of EGM, the Second Intended EGM, the Postponed intended EGM, as well as any ensuing Court proceedings, as soon as practical.

**The shares in the Company have been suspended from trading on the Singapore Exchange Securities Trading Limited since 12 July 2021.**

**Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders are advised to refrain from taking any action in respect of their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. In the event of any doubt, Shareholders should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers.**

By Order of the Board

Lau Kay Heng  
Non-Executive Non-Independent Chairman  
9 December 2022

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*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (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, #21-00 AIA Tower, Singapore 048542.*