



WORLD CLASS GLOBAL

(Incorporated in the Republic of Singapore)

(Company Registration No. 201329185H)

**PROPOSED ACQUISITION BY ASPIAL CORPORATION LIMITED OF ALL THE ISSUED  
ORDINARY SHARES IN THE CAPITAL OF WORLD CLASS GLOBAL LIMITED (OTHER THAN  
THOSE HELD BY ASPIAL CORPORATION LIMITED) BY WAY OF A SCHEME OF  
ARRANGEMENT**

**UPDATE ON COURT HEARING DATE TO SANCTION THE SCHEME**

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**1. INTRODUCTION**

The board of directors (the "**Board**") of World Class Global Limited (the "**Company**") refers to:

- (a) the scheme document (the "**Scheme Document**") despatched electronically to the Scheme Shareholders on 28 May 2021 in relation to the proposed acquisition by Aspial Corporation Limited (the "**Offeror**") of all the issued ordinary shares in the capital of the Company (the "**WCG Shares**") (other than the WCG Shares held by the Offeror) by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act, Chapter 50 of Singapore and the Singapore Code on Take-overs and Mergers; and
- (b) the announcement dated 14 June 2021 released by the Company in relation to, *inter alia*, the approval of the Scheme by the requisite majority of Scheme Shareholders at the Scheme Meeting held on 14 June 2021.

*Unless otherwise defined, capitalised terms in this Announcement shall bear the same meaning as set out in the Scheme Document.*

**2. UPDATE ON COURT HEARING TO SANCTION THE SCHEME**

The Company wishes to announce that it has filed HC/SUM 2781/2021/ in HC/OS 424/2021 (the "**Scheme Sanction Application**") to apply for an order for sanction of the Scheme (the "**Court Order**").

The Court has directed that:

- (a) the Scheme Sanction Application be fixed for hearing on 12 July 2021 at 2.30 p.m.<sup>1</sup>;
- (b) any party who objects to the Scheme Sanction Application is to file an affidavit with the Court by 4 p.m. on 28 June 2021. The Company is to file the reply affidavit, if any, with the Court by 4 p.m. on 5 July 2021. All affidavits shall be served by email followed by e-service; and
- (c) the following are to be tendered to the Court by 4 p.m. on 7 July 2021: (i) submissions and bundle of authorities which are to be exchanged and tendered to the Court; (ii) the attendance list of parties who wish to attend, indicating whether the party attending is supporting or opposing the Scheme Sanction Application; and (iii) a time bank.

Subject to the grant of the Court Order and the satisfaction (or, if applicable, waiver) of all the Scheme Conditions in accordance with the Implementation Agreement, the Scheme shall become effective and binding upon the lodgement of the Court Order with ACRA.

A copy of the Scheme Sanction Application will be made available for inspection during normal business hours at the registered office of the Company at 8 Robinson Road, #03-00 ASO Building, Singapore 048544, from the date of this Announcement up till (and including) 12 July 2021<sup>2</sup>.

### 3. INDICATIVE TIMETABLE FOR THE SCHEME

Subject to the grant of the Court Order on 12 July 2021, Scheme Shareholders should note the updated dates for the following events:

Date of Court hearing of the Scheme : 12 July 2021  
Sanction Application ("**Court Hearing Date**")

Expected last day of trading of the WCG : 16 July 2021  
Shares

Expected Record Date : 21 July 2021 at 5.00 p.m.

Expected Effective Date : 22 July 2021<sup>(1)</sup>

Expected date for payment of the Scheme : By 2 August 2021<sup>(2)</sup>  
Consideration

Expected date for the delisting of the : By 3 August 2021  
WCG Shares

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<sup>1</sup> Any Scheme Shareholder who wishes to attend the hearing in respect of the Scheme Sanction Application is requested to inform the Company's solicitors, Rajah & Tann Singapore LLP of 9 Straits View #06-07, Marina One West Tower, Singapore 018937 by way of notice in writing of its intention to do so by email to [projectaspialone@rajahtann.com](mailto:projectaspialone@rajahtann.com) by no later than 12 p.m. on 4 July 2021. The written notice should include the following information: (a) the full name of the person attending the hearing; (b) if the person attending is not a Scheme Shareholder, the full name of the Scheme Shareholder whom said person is representing; (c) whether the person attending is supporting or opposing the Scheme; and (d) whether the person attending intends to make oral submissions at the hearing and, if so, an estimate of the time required for oral submissions.

<sup>2</sup> Prior appointment is required in light of the COVID-19 situation. Please contact our investor relations team via email at [investors@wgc.com.sg](mailto:investors@wgc.com.sg) or via telephone at (65) 6850 0188.

**Notes:**

- (1) The Scheme will only become effective and binding upon lodgement of the Court Order with ACRA. The Court Order will be lodged with ACRA after the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, a list of which is set out in Appendix G to the Scheme Document.
- (2) Assuming that the Effective Date is on 22 July 2021.

Save for the Court Hearing Date, the above dates are indicative only and are subject to the grant of the Court Order on 12 July 2021. Please refer to future announcement(s) by the Company and/or the SGX-ST for the exact dates of these events.

#### **4. RESPONSIBILITY STATEMENT**

The directors of the Company (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement which relate to the Company (excluding information relating to the Offeror) are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading. The directors of the Company jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror, the sole responsibility of the directors of the Company has been to ensure that, through reasonable enquiries, such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The directors of the Company do not accept any responsibility for any information relating to the Offeror or any opinion expressed by the Offeror.

By order of the Board

**WORLD CLASS GLOBAL LIMITED**

22 June 2021

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "Sponsor"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalist.*

*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. Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road, #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.*