COOLAN GROUP LIMITED

(formerly known as New Silkroutes Group Limited)
(Company Registration No.: 199400571K)
Incorporated in the Republic of Singapore

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(1) CLARIFICATION LETTER TO THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") IN RESPECT OF THE OUTCOME OF THE RESUMPTION OF TRADING PROPOSAL (THE "CLARIFICATION LETTER"); AND

(2) RESPONSE RECEIVED FROM THE SGX-ST IN RESPECT OF THE CLARIFICATION LETTER

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*Unless otherwise defined, all capitalised terms used in this announcement shall have the same meanings as ascribed to them in the announcement dated 12 September 2024 (the "**12 September Announcement**").*

1. CLARIFICATION LETTER TO THE SGX-ST

The Board of Directors of Coolan Group Limited (the "**Company**", and together with its subsidiaries, the "**Group**") refers to the 12 September Announcement on the SGX-ST's rejection of the Company's Resumption Proposal (the "**Rejection Letter**") and wishes to inform Shareholders that the Company had, on 2 October 2024, wrote to the SGX-ST to seek the following clarifications on the conditions imposed in paragraph 2 of the Rejection Letter (the "**Conditions**"):

Condition(s) imposed in paragraph 2 of the Rejection Letter	Clarification sought with the SGX-ST
Conditions (a) and (b)	Regarding Conditions (a) and (b), the Company sought the SGX-ST's cooperation in approving the circular relating to the proposed appointment of new auditors as soon as practicable for the Company to have sufficient lead time to prepare its audited financial statements for the financial year ended 30 June 2024 and lay the same at its annual general meeting for the financial year ended 30 June 2024. The Company clarified *inter alia* that its ability to fulfil these Conditions was largely contingent upon the successful transition to a new auditor.
Condition (c)	(i) Regarding the Condition to provide a confirmation to the satisfaction of the SGX-ST that the Company has obtained all the requisite approvals from the various national agencies for connecting HYI's railway to China's Shenhua Railway, the Company sought the SGX-ST's understanding that this Condition may not be fulfilled in the revised resumption of trading proposal (the "**Revised Proposal**"). The Company clarified *inter alia* that the ability to obtain the requisite approvals by 31 December 2024 is beyond the Company's control and will depend on the efficiency of the Chinese government in processing the necessary licences. (ii) Regarding the Condition to provide a confirmation to the satisfaction of the SGX-ST that the Company has obtained all the requisite approvals from the various national agencies for the

	improvement of the coal loading process, the Company sought the SGX-ST's understanding that this Condition may not be fulfilled in the Revised Proposal. The Company clarified *inter alia* that the improvement to the coal loading process was encouraged by the Chinese government but is not a strict regulatory requirement presently, and the Company had decided to continue with its current coal loading process which has no issues. (iii) Regarding the Condition to provide a confirmation to the satisfaction of the SGX-ST that the Company has obtained all the requisite approvals from the various national agencies for the extension of HYI's railway and construction of a new pulverised coal field, the Company sought the SGX-ST's understanding that this Condition may not be fulfilled in the Revised Proposal. The Company clarified *inter alia* that the construction of the new pulverised coal field is currently slated for completion around December 2026 and that it will not be possible to obtain all requisite approvals by the Chinese government by December 2024.
Condition (d)	Regarding Condition 2(d), the Company sought the SGX-ST's understanding that this Condition may not be fulfilled in the Revised Proposal. The Company clarified *inter alia* that it is a common practice in China for construction companies to undertake projects on a debt basis, where the work is performed initially, followed by payment on an instalment basis. Consequently, the Company did not intend to obtain sufficient financing to fund the Upgrades in advance.
Condition (e)	The Company referred to the clarification on Condition 2(c) on why Condition 2(e) will not be fulfilled in the Revised Proposal.
Conditions (f) and (g)	Regarding Conditions 2(f) and 2(g), the Company submitted that it will procure the Independent Review Report by the Company's statutory auditors on (i) the Group's pro-forma financial statements (i.e. balance sheet, income statement and cash flow statement); (ii) the Group's cash flow projections; (iii) HYI's financial projections (including cash flow projections); and (iv) the audited HYI's latest financial statements for the financial year ended 31 December 2023 by a suitable auditing firm, meeting the requirements under Rule 712 of the Listing Manual, with an unmodified audit opinion. The Company will include the aforementioned in its Revised Proposal, which will be submitted to the SGX-ST by 31 December 2024.

2. THE SGX-ST'S RESPONSE

The Company wishes to update shareholders that the SGX-ST had, on 20 February 2025, informed the Company that while the SGX-ST has carefully considered the Company's representations and submissions, it noted that the Company has not made significant progress in meeting the aforementioned Conditions. The SGX-ST hence advised that they were unable to grant the Company a waiver of Conditions (c), (d) and (e) above as there are no extenuating reasons to do so.

Based on the Company's representations and submissions, the SGX-ST granted an extension of time to 30 June 2025 for the Company to comply with the Conditions stated in the Rejection Letter, subject to HYI resuming its operations and the Company fulfilling Conditions (a), (b), (f) and (g) in the Rejection Letter, by 30 April 2025.

The SGX-ST reserves the right to amend and/or vary the above decision and such decision is subject to changes in the SGX-ST's policies.

3. FURTHER ANNOUNCEMENTS

The Company is in the process of assessing its next steps and will continue to make further announcements, in compliance with the requirements of the Listing Manual of the SGX-ST, to update shareholders as and when there are any material developments in relation to the matters set out herein.

Shareholders of the Company are advised to read the 12 September Announcement and any further announcements by the Company carefully and should exercise caution when dealing in the Company's securities. Shareholders and potential investors who are in doubt as to the action they should take should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

BY ORDER OF THE BOARD

Mr. Han Binke
Executive Director and CEO
27 February 2025