

NOT FOR DISTRIBUTION OR PUBLICATION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OF AMERICA (THE UNITED STATES), EUROPEAN ECONOMIC AREA, THE UNITED KINGDOM, CANADA, JAPAN, AUSTRALIA OR ANY OTHER JURISDICTION OUTSIDE SINGAPORE.

THE SECURITIES OF AZTECH GLOBAL LTD. HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE “**SECURITIES ACT**”) AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES EXCEPT PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS UNDER THE SECURITIES ACT. THERE WILL BE NO PUBLIC OFFERING OF THE SECURITIES IN THE UNITED STATES.



AZTECH GLOBAL LTD.

(Company Registration No.: 200909384G)
(Incorporated in the Republic of Singapore on 27 May 2009)

INVITATION IN RESPECT OF 68,120,000 ORDINARY SHARES IN THE CAPITAL OF AZTECH GLOBAL LTD. (THE “OFFER SHARES”) AT AN INVITATION PRICE OF S\$1.28 PER OFFER SHARE (THE “INVITATION”), COMPRISING:

- I. 64,620,000 OFFER SHARES BY WAY OF PLACEMENT; AND**
- II. 3,500,000 OFFER SHARES BY WAY OF PUBLIC OFFER,**

SUBJECT TO THE OVER-ALLOTMENT OPTION OF UP TO 13,600,000 SHARES.

United Overseas Bank Limited and Maybank Kim Eng Securities Pte. Ltd. are the Joint Issue Managers for the Invitation. United Overseas Bank Limited, Maybank Kim Eng Securities Pte. Ltd. and DBS Bank Ltd. are the Joint Global Coordinators, Bookrunners and Underwriters for the Invitation.

*Capitalised terms used herein, unless otherwise defined, have the meanings as defined in the prospectus of the Company dated 4 March 2021 and registered by the Monetary Authority of Singapore on 4 March 2021 (the “**Prospectus**”).*

The Board of Directors wishes to announce that in connection with the Invitation, and for the purpose of Regulation 3A(2)(g) of the Securities and Futures (Market Conduct) (Exemptions) Regulations 2006, Aztech Group Ltd. has granted the Joint Global Coordinators, Bookrunners and Underwriters the Over-allotment Option, exercisable by United Overseas Bank Limited (the “**Stabilising Manager**”) (or any of its affiliates or other persons acting on its behalf), in consultation with the other Joint Global Coordinators, Bookrunners and Underwriters, in full or in part, on one or more occasions, to purchase up to an aggregate of 13,600,000 Shares (representing approximately 20.0% of the total number of Offer Shares) at the Invitation Price, solely to cover the over-allotment of Shares (if any) made in connection with the Invitation.

The Over-allotment Option is exercisable from the Listing Date but no later than the earlier of (i) the date falling 30 days from the Listing Date; or (ii) the date when the Stabilising Manager (or any of its affiliates or other persons acting on its behalf) has bought on the SGX-ST an aggregate of 13,600,000 Shares, representing approximately 20.0% of the total number of Offer Shares, in undertaking stabilising actions. The exercise of the Over-allotment Option will not increase the total number of issued Shares immediately after the completion of the Invitation and the issue of the New Cornerstone Shares.

In connection with the Invitation, the Stabilising Manager (or any of its affiliates or other persons acting on its behalf) may, in consultation with the other Joint Global Coordinators, Bookrunners and Underwriters and at its discretion, over-allot Shares or effect transactions which stabilise or maintain the market price of the Shares at levels that might not otherwise prevail in the open market. Such transactions may be effected on the SGX-ST and in other jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws and regulations, including the Securities and Futures Act and any regulations thereunder. However, there is no assurance that the Stabilising Manager (or any of its affiliates or other persons acting on its behalf) will undertake any stabilising action.

The number of Shares that the Stabilising Manager (or any of its affiliates or other persons acting on its behalf) may buy to undertake stabilising actions shall not exceed 13,600,000 Shares, representing approximately 20.0% of the total number of Offer Shares. Such transactions may commence on or after the Listing Date, and, if commenced, may be discontinued at any time at the Stabilising Manager's sole discretion and must not be effected after the earlier of (i) the date falling 30 days from the Listing Date; or (ii) the date when the Stabilising Manager (or any of its affiliates or other persons acting on its behalf) has bought on the SGX-ST an aggregate of 13,600,000 Shares, representing approximately 20.0% of the total number of Offer Shares, to undertake stabilising actions.

An announcement will be made if and when the Over-allotment Option is exercised.

Issued jointly by

United Overseas Bank Limited
Maybank Kim Eng Securities Pte. Ltd.
DBS Bank Ltd.

For and on behalf of

Aztech Global Ltd.

11 March 2021

IMPORTANT NOTICE

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of securities of the Company in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or to be relied upon in connection with, any contract or commitment whatsoever.

The value of the Shares and the income derived from them may fall as well as rise. Shares are not obligations of, deposits in, or guaranteed by, the Company, the Vendor or the Joint Global Coordinators, Bookrunners and Underwriters or any of their respective affiliates. An investment in the Shares is subject to investment risks, including the possible loss of the principal amount invested. Listing of the Shares on the SGX-ST does not guarantee a liquid market for the Shares.

This announcement is not an offer or sale of the Shares in the United States. The Shares have not been and will not be registered under the Securities Act, or the securities laws of any state of the United States, and may not be offered or sold in the United States absent registration except pursuant to an exemption from, or in a transaction not subject to, the registration requirements under the Securities Act. There will be no public offering of the Shares in the United States. The Shares are being offered and sold outside the United States (including to institutional and other investors in Singapore) in reliance on Regulation S under the Securities Act.

This announcement is not to be distributed or circulated outside of Singapore. Any failure to comply with this restriction may constitute a violation of the Securities Act or the applicable laws of other jurisdictions.