

METech

METECH INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 199206445M)

RESPONSES TO SGX QUERIES

The Board of Directors (the “**Board**”) of Metech International Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the queries from the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) on 26 June 2024 in relation to the Company’s announcements on the cessation of (i) Mr Chng Hee Kok dated 13 June 2024 (“**Mr Chng’s Cessation Announcement**”), (ii) Mr Wang Zhuo dated 13 June 2024, and (iii) Mr Hwang Kin Soon Ignatius dated 24 June 2024 (“**Mr. Hwang’s Cessation Announcement**”).

SGX-ST’s Queries

(i) Chng Hee Kok (“**Mr Chng**”) was appointed by the Board of Directors of the Company (“**Board**”) on 9 Nov 2023 as Independent Non-Executive Chairman (“**ID**”) and subsequently resigned on 13 June 2024 to pursue other opportunities.

In the response to SGX’s query dated 15 November 2023 on the appointment of Mr Chng by the Board notwithstanding that shareholders had voted against the re-appointment of Mr Chng as an ID at the annual general meeting convened in respect of the financial year ended 30 June 2022, the Nominating Committee had disclosed that it had considered Mr Chng’s wealth of experience in corporate governance matters, given his experience as an ID on other Singapore public-listed companies, especially given his familiarity with the Company and his insights into the current state of the Company, in their assessment of his suitability.

(ii) Wang Zhuo was appointed by the Board on 28 March 2023 as Executive Director and Chief Executive Officer (“**CEO**”) and will cease to be a director and resign as CEO on 28 June 2024 to pursue other career opportunities;

(iii) Hwang Kin Soon Ignatius (“**Mr Hwang**”) was appointed by the Board on 20 May 2024 as Independent Director and will cease to be a director on 29 June 2024 as he has decided not to seek for re-election to pursue other career opportunities;

(iv) The Board will only comprise of 2 independent directors subsequent to the aforementioned cessations; and

(v) There has been 7 cessation of appointments in the past 8 months;

1. Please provide Mr Chng’s explanation on what has changed since his appointment to the Board on 9 Nov 2023 and his decision to resign immediately after just serving seven months on the Board. Why were these not considered at the time of his appointment to the Company? Does Mr Chng have any concerns with regards to the affairs of the Company, which led to his resignation?

Company’s response

Save as disclosed in Mr Chng’s Cessation Announcement, there are no further explanations which have led to his resignation. For the avoidance of doubt, Mr Chng does not have any concerns with regards to the affairs of the Company which had led to his resignation. The Company is also not aware of any concerns with regards to its affairs which may have led to his resignation.

The Company fully respects Mr Chng's decision with regard to his resignation and will look forward to any possible avenues of collaboration with Mr Chng that could utilise his expertise and experience.

2. Please provide Mr Hwang's explanation on what has changed since his appointment to the Board on 20 May 2024 and his decision not to seek re-election at the upcoming annual general meeting after serving just one month on the Board. Why were these not considered at the time of his appointment to the Company? Does Mr Hwang have any concerns with regards to the affairs of the Company, which led to his resignation?

Company's response

The Company had received a letter from Mr Hwang dated 24 June 2024 (the "**Letter**"), indicating that he will not be seeking re-election as an ID of the Company at the forthcoming annual general meeting of the Company scheduled to be held on 29 June 2024.

In the Letter, Mr Hwang explained his decision regarding his re-election due to the following reasons:

- 1) that he has recently taken on a new role as a consultant with Trowers & Hamlins (Singapore) LLP. Hence, he is unable to continue as an ID of the Company due to increased work demands and commitments; and
- 2) he is also involved in, through other entities, the waste management business in Singapore, and there is or will be a conflict (actual, potential or perceived) with his role as an ID of the Company, as the Company also intends to embark on similar waste management business.

Mr Hwang also explained that as the Company is currently undergoing restructuring which will demand a significant portion of Mr Hwang's time, and for the aforementioned reasons, he has decided not to seek re-election at the upcoming annual general meeting of the Company as he will be unable to effectively discharge his duties as a director of the Company.

It should be noted that discussions for the proposed waste management business were ongoing, with nothing concrete at the relevant point when Mr Hwang was appointed to the Board. For the avoidance of doubt, the Company had only entered into a joint venture agreement with Colorful Paradise Agricultural Cooperation Co., Ltd. regarding the proposed waste management business on 25 June 2024, as announced by the Company on the same day.

Save as disclosed in Mr Hwang's announcement of appointment dated 20 May 2024 and Mr Hwang's Cessation Announcement, Mr Hwang does not have any major concerns with regards to the affairs of the Company which had led to his resignation. The Company is also not aware of any concerns with regards to its affairs which may have led to his resignation.

3. Who will be managing the operations of the Company whilst the Company sources for a suitable replacement for the position of CEO? Please note that the person undertaking the responsibilities of a CEO (irregardless of title or position) should be assessed by the Nominating Committee and Sponsor prior to the appointment. The appointment should also be announced accordingly as per Catalist Rule 704(6).

Company's response

Mr Cao Shixuan is currently employed by the Company as a General Manager in the Company's China subsidiary to assist the CEO and as a Board consultant. He will continue his current role and will assist to oversee the operational matters in the interim in consultation with the Board until a suitable candidate has been appointed as CEO.

4. What is the status of the Company's search for new directors and a CEO?

Company's response

The Company is in the process of identifying suitable candidates for the CEO position and new directors. The Company will make the necessary announcement(s) to keep shareholders updated in due course.

The Company is aware of the requirements under Rule 704(7) of the Catalist Rules and the Code of Corporate Governance 2018 following the cessation of Mr Hwang as an ID. The Company will endeavour to fill the vacancy within two months, but in any case no later than three months.

For and on behalf of the Board of Directors of
Metech International Limited

Wang Zhuo
Executive Director and Chief Executive Officer

28 June 2024

*This announcement has been prepared by the Company and reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "**Sponsor**"), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**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 Mr. Pong Chen Yih, Chief Operating Officer, at 7 Temasek Boulevard, #04-02 Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.