

OFFER INFORMATION STATEMENT DATED 1 DECEMBER 2020

(Lodged with the Singapore Exchange Securities Trading Limited (the “SGX-ST”) acting as agent on behalf of the Monetary Authority of Singapore (the “Authority”) on 1 December 2020)

THIS OFFER INFORMATION STATEMENT IS IMPORTANT. BEFORE MAKING ANY INVESTMENT IN THE RIGHTS SHARES (AS DEFINED HEREIN) BEING OFFERED, YOU SHOULD CONSIDER THE INFORMATION PROVIDED IN THIS DOCUMENT CAREFULLY AND CONSIDER WHETHER YOU UNDERSTAND WHAT IS DESCRIBED IN THIS DOCUMENT. YOU SHOULD ALSO CONSIDER WHETHER AN INVESTMENT IN THE RIGHTS SHARES BEING OFFERED IS SUITABLE FOR YOU, TAKING INTO ACCOUNT YOUR INVESTMENT OBJECTIVES AND RISK APPETITE. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR LEGAL, FINANCIAL, TAX OR OTHER PROFESSIONAL ADVISER. YOU ARE RESPONSIBLE FOR YOUR OWN INVESTMENT CHOICES.

The securities offered are issued by Matex International Limited (the “Company”), an entity whose shares are listed for quotation on Catalyst (as defined herein).

Companies listed on Catalyst may carry higher investment risk when compared with larger or more established companies listed on the Main Board of the SGX-ST. In particular, companies may list on Catalyst without a track record of profitability and there is no assurance that there will be a liquid market in the securities traded on Catalyst. A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser.

A copy of this Offer Information Statement has been lodged with the SGX-ST, acting as agent on behalf of the Authority. Neither the Authority nor the SGX-ST has examined or approved the contents of this Offer Information Statement. The Authority and SGX-ST assume no responsibility for the contents of this Offer Information Statement including the correctness of any of the statements or opinions made or report contained in this Offer Information Statement. Lodgement of this Offer Information Statement with the SGX-ST (acting as agent on behalf of the Authority) does not imply that the Securities and Futures Act, or any other legal or regulatory requirements, have been complied with. The Authority and SGX-ST have not, in any way, considered the merits of the Rights Shares being offered for investment.

The Company intends to list the Rights Shares, and an application has been made for permission for the Rights Shares to be listed and quoted on Catalyst. A listing and quotation notice had been obtained from the SGX-ST on 19 November 2020 for the dealing in and listing and quotation of the Rights Shares on Catalyst, subject to compliance with the SGX-ST’s listing requirements. The listing and quotation notice granted by the SGX-ST for the dealing in and listing and quotation of the Rights Shares on Catalyst is in no way reflective of and is not an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries and their securities. The Rights Shares will be admitted to Catalyst and official quotation will commence after all certificates relating thereto have been issued and the allotment letters from The Central Depository (Pte) Limited (“CDP”) have been despatched.

Acceptance of applications will be conditional upon issue of the Rights Shares (as defined below) and upon listing of and quotation for the Rights Shares. Monies paid in respect of any application accepted will be returned if the listing of the Rights Shares does not proceed.

This Offer Information Statement has been prepared solely in relation to the issue of the Rights Shares and shall not be relied upon by any other person or for any other purpose.

After the expiration of six (6) months from the date of lodgement of this Offer Information Statement, no person shall make an offer of Rights Shares, or allot, issue or sell any Rights Shares, on the basis of this Offer Information Statement; and no officer or equivalent person or promoter of the Company will authorise or permit the offer of any Rights Shares, or the allotment, issue or sale of any Rights Shares, on the basis of this Offer Information Statement. Your attention is drawn to the section entitled “**Risk Factors**” in **Appendix A** to this Offer Information Statement which you should read carefully.

This Offer Information Statement has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, CIMB Bank Berhad, Singapore Branch (the “**Sponsor**”) for compliance with the relevant rules of the SGX-ST, this being the SGX-ST Listing Manual Section B: Rules of Catalyst. The Sponsor has not independently verified the contents of this Offer Information Statement. This Offer Information Statement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this Offer Information Statement, including the correctness of any of the statements or opinions made or reports contained in this Offer Information Statement. The contact person for the Sponsor is Mr. Jason Chian, Managing Director, Investment Banking, CIMB Bank Berhad, Singapore Branch, at 50 Raffles Place, #09-01, Singapore 048623, telephone no. (65) 6337 5115. The Sponsor has given its written consent to the inclusion herein of its name in the form and context in which it appears in the Offer Information Statement.



MATEX INTERNATIONAL LIMITED

(Incorporated in the Republic of Singapore on 30 September 1989)
(Company Registration No. 198904222M)

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 106,956,928 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (THE “RIGHTS SHARES”), AT AN ISSUE PRICE OF S\$0.027 FOR EACH RIGHTS SHARE, ON THE BASIS OF TWO (2) RIGHTS SHARES FOR EVERY FIVE (5) EXISTING ORDINARY SHARES IN THE ISSUED AND PAID UP CAPITAL OF THE COMPANY HELD BY SHAREHOLDERS OF THE COMPANY AS AT THE RECORD DATE (AS DEFINED HEREIN), FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE “RIGHTS ISSUE”)

IMPORTANT DATES AND TIMES

Last date and time for splitting and trading of Nil-Paid Rights	:	11 December 2020 at 5:00 p.m.
Last date and time for acceptance and payment for Rights Shares	:	17 December 2020 at 5:00 p.m. (9.30 p.m. for Electronic Applications (as defined herein))
Last date and time for renunciation and payment for Rights Shares	:	17 December 2020 at 5:00 p.m.
Last date and time for excess application and payment for Rights Shares	:	17 December 2020 at 5:00 p.m. (9.30 p.m. for Electronic Applications (as defined herein))

IMPORTANT NOTICE

Capitalised terms used below which are not otherwise defined herein shall have the same meanings as ascribed to them under the “**Definitions**” section of this Offer Information Statement.

For Entitled Depositors and their Renouncees, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares may be made through CDP or by way of an Electronic Application.

For Entitled Scripholders and their Renouncees, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares may be made through the Company’s Share Registrar, RHT Corporate Advisory Pte. Ltd.

For investors who hold Shares through finance companies and/or Depository Agents (including but without limitation those who have paid for Shares using CPF Funds or funds in their SRS Accounts), acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares must be done through their relevant approved banks with which they hold their SRS Accounts, respective finance companies or Depository Agents, and in the case of CPF Investors, their respective approved CPF agent banks. Such investors should provide their relevant approved banks with which they hold their SRS Accounts, respective finance companies, Depository Agents or approved CPF agent banks, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptance of the Rights Shares and (if applicable) application for the Excess Rights Shares on their behalf by the Closing Date. Any acceptance and/or application made or purported to be made directly through CDP, the Share Registrar, the Company and/or by way of Electronic Application at any ATM of a Participating Bank will be rejected.

For Renouncees of Entitled Shareholders or Purchasers whose purchases are settled through finance companies or Depository Agents, acceptances of the Rights Shares represented by the Nil-Paid Rights purchased must be done through the respective finance companies or Depository Agents, as the case may be. Such Renouncees and Purchasers are advised to provide their respective finance companies or Depository Agents, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptances of the Rights Shares on their behalf by the Closing Date. Any acceptance of the Rights Shares by such Renouncees and Purchasers made directly through CDP, the Share Registrar, Electronic Applications and/or the Company will be rejected.

For CPF Investors who had purchased Shares using CPF Funds, acceptances of provisional allotments of Rights Shares and (if applicable) applications for Excess Rights Shares can only be made using, subject to applicable CPF rules and regulations, their CPF Funds. In the case of insufficient CPF Funds or stock limit, CPF Investors would have to top up cash into their CPF Investment Accounts before instructing their respective approved CPF agent banks to accept provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares. CPF Funds cannot, however, be used for the purchase of provisional allotments of Rights Shares directly from the market.

SRS investors and investors who hold Shares through a finance company and/or Depository Agent should read the section “Important Notice to (A) SRS investors and/or (B) Investors who hold Shares through a finance company and/or Depository Agent” on important details relating to the application and acceptance procedures.

IMPORTANT NOTICE

Information herein relating to investors who hold Shares through finance companies and/or Depository Agents (including but without limitation those who have paid for Shares using CPF Funds or funds in their SRS Accounts) is provided in general terms only and such investors should consult their relevant approved banks with which they hold their SRS Accounts, respective finance companies, Depository Agents or approved CPF agent banks.

The existing Shares are listed and quoted on Catalist.

Persons wishing to purchase the Nil-Paid Rights or subscribe for the Rights Shares offered by this Offer Information Statement should, before deciding whether to so purchase or subscribe, carefully read this Offer Information Statement in its entirety in order to make an informed assessment of the affairs of the Company and the Group, including but not limited to, the assets and liabilities, profits and losses, financial position, risk factors, performance and prospects of the Company and the Group, and the rights and liabilities attaching to the Nil-Paid Rights and the Rights Shares. They should rely, and shall be deemed to have relied, on their own independent enquiries and investigations of such affairs of the Company and the Group and any bases and assumptions, upon which financial projections, if any, are made or based, and carefully consider this Offer Information Statement in the light of their personal circumstances (including financial and taxation affairs). It is recommended that such persons seek professional advice from their legal, financial, tax or other professional adviser(s) before deciding whether to acquire the Nil-Paid Rights or the Rights Shares.

No person has been authorised to give any information or to make any representations, other than those contained in this Offer Information Statement, in connection with the Rights Issue or the issue of the Nil-Paid Rights and the Rights Shares and, if given or made, such information or representations must not be relied upon as having been authorised by the Company or the Sponsor.

Save as expressly stated in this Offer Information Statement, nothing contained herein is, or may be relied upon as, a promise or representation as to the future performance, financial position, prospects or policies of the Company and/or the Group. Neither the delivery of this Offer Information Statement nor the allotment and issue of the Nil-Paid Rights or the Rights Shares shall, under any circumstances, constitute a continuing representation, or give rise to any implication, that there has been no change in the affairs of the Company or the Group, or any of the information contained herein since the date hereof. Where such changes occur after the date hereof and are material, or are required to be disclosed by law and/or the SGX-ST, the Company may make an announcement of the same via SGXNET, and if required, lodge a supplementary or replacement document with the SGX-ST, acting as agent on behalf of the Authority. All Entitled Shareholders, their Renouncees and Purchasers should take note of any such announcement or supplementary or replacement document and, upon the release of such announcement or lodgement of such supplementary or replacement document, as the case may be, shall be deemed to have notice of such changes.

The Company and the Sponsor are not making any representation to any person regarding the legality of an investment in the Nil-Paid Rights, the Rights Shares and/or the Shares by such person under any investment or any other laws or regulations. No information in this Offer Information Statement should be considered to be business, legal or tax advice. Each prospective investor should consult his own professional or other adviser(s) for business, legal or tax advice regarding an investment in the Nil-Paid Rights, the Rights Shares and/or the Shares.

IMPORTANT NOTICE

The Company and the Sponsor make no representation, warranty or recommendation whatsoever as to the merits of the Rights Issue, the Nil-Paid Rights, the Rights Shares, the Shares, the Company, the Group or any other matter related thereto or in connection therewith. Nothing in this Offer Information Statement or its accompanying documents shall be construed as a recommendation to accept, purchase or subscribe for the Nil-Paid Rights, the Rights Shares, and/or the Shares. Prospective subscribers of the Rights Shares should rely on their own investigation of the financial condition and affairs of, and appraisal and determination of the merits of investing in, the Company and the Group and shall be deemed to have done so.

This Offer Information Statement and its accompanying documents have been prepared solely for the purpose of the acceptance and subscription of the Rights Shares under the Rights Issue and may not be relied upon by any person other than Entitled Shareholders (and their Renouncees and Purchasers) to whom it is despatched by the Company, or for any other purpose.

The distribution of this Offer Information Statement and/or its accompanying documents may be prohibited or restricted (either absolutely or subject to various requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of these jurisdictions. Entitled Shareholders, their Renouncees, Purchasers or any persons having possession of this Offer Information Statement and/or its accompanying documents are advised to keep themselves informed of and observe such prohibitions and restrictions at their own expense and without liability to the Company and the Sponsor. Please refer to the section “Eligibility of Shareholders to Participate in the Rights Issue” of this Offer Information Statement for further information.

For the avoidance of doubt, the Sponsor has not independently verified the contents of this Offer Information Statement and is not making any representation to any person regarding the accuracy and completeness of the information set out in this Offer Information Statement.

**IMPORTANT NOTICE TO (A) SRS INVESTORS AND/OR
(B) INVESTORS WHO HOLD SHARES THROUGH A
FINANCE COMPANY AND/OR DEPOSITORY AGENT**

Investors who have subscribed for or purchased Shares under the SRS or through a finance company and/or Depository Agent, can only accept their Nil-Paid Rights and (if applicable) apply for Excess Rights Shares by instructing the relevant approved banks in which they hold their SRS Accounts, and their respective finance companies and/or Depository Agents, to do so on their behalf in accordance with this Offer Information Statement.

ANY APPLICATION MADE DIRECTLY BY THE ABOVEMENTIONED INVESTORS TO CDP, THE SHARE REGISTRAR, THE COMPANY OR BY WAY OF ELECTRONIC APPLICATION WILL BE REJECTED.

The abovementioned investors, where applicable, will receive notification letters from their respective SRS Approved Banks, finance companies and/or Depository Agents and should refer to such notification letters for details of the last date and time to submit acceptances and/or applications to their respective approved banks, finance companies and/or Depository Agents. Such investors are advised to provide their respective SRS Approved Banks, finance companies and/or Depository Agents, as the case may be, with the appropriate instructions no later than the deadlines set by them in order for such intermediaries to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date.

SRS Investors

SRS investors who have subscribed for or purchased Shares using their SRS Accounts must use, subject to applicable SRS rules and regulations, monies standing to the credit of their respective SRS Accounts to pay for the acceptance of their Nil-Paid Rights and (if applicable) application for Excess Rights Shares.

Such investors who wish to accept their Nil-Paid Rights and (if applicable) apply for Excess Rights Shares using SRS monies, must instruct the relevant approved banks in which they hold their SRS Accounts to accept their Nil-Paid Rights and (if applicable) apply for Excess Rights Shares on their behalf in accordance with the terms and conditions in this Offer Information Statement. Such investors who have insufficient funds in their SRS Accounts may, subject to the SRS contribution cap, deposit cash into their SRS Accounts with their respective approved banks before instructing their respective approved banks to accept their Nil-Paid Rights and (if applicable) apply for Excess Rights Shares on their behalf. SRS investors are advised to provide their respective approved banks in which they hold their SRS Accounts with the appropriate instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make the relevant acceptance and (if applicable) application on their behalf in accordance with the terms and conditions in this Offer Information Statement by the Closing Date. SRS monies may not, however, be used for the purchase of the Nil-Paid Rights directly from the market.

Holdings through Finance Company and/or Depository Agent

Investors who hold Shares through a finance company and/or a Depository Agent must instruct the relevant finance company and/or Depository Agent to accept their Nil-Paid Rights and (if applicable) apply for Excess Rights Shares on their behalf in accordance with the terms and conditions in this Offer Information Statement.

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CORPORATE INFORMATION

BOARD OF DIRECTORS	:	Dr. John Chen Seow Phun	(Non-Executive Chairman and Independent Director)
		Dr. Tan Pang Kee	(Managing Director and Chief Executive Officer)
		Mr. Tan Guan Liang	(Executive Director)
		Mr. Foo Der Rong	(Independent Director)
		Mr. Wang Dao Fu	(Independent Director)
COMPANY SECRETARY	:	Mr. Chew Kok Liang	
		Ms. Lissa Siau	
REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS	:	1003 Bukit Merah Central #01-10 Inno Centre Singapore 159836	
SHARE REGISTRAR	:	RHT Corporate Advisory Pte. Ltd. 30 Cecil Street #19-08 Prudential Tower Singapore 049712	
SPONSOR	:	CIMB Bank Berhad, Singapore Branch 50 Raffles Place #09-01 Singapore Land Tower Singapore 048623	
LEGAL ADVISER TO THE COMPANY ON SINGAPORE LAW IN RELATION TO THE RIGHTS ISSUE	:	RHTLaw Asia LLP 1 Paya Lebar Link, #06-08 PLQ2 Paya Lebar Quarter Singapore 408533	

DEFINITIONS

For the purpose of this Offer Information Statement, the PAL, the ARE and the ARS, the following definitions apply throughout unless the context otherwise requires or unless otherwise stated:

“1H2019”	:	The financial period of the Company ended 30 June 2019
“1H2020”	:	The financial period of the Company ended 30 June 2020
“Act” or “Companies Act”	:	The Companies Act (Chapter 50) of Singapore, as amended, modified, or supplemented from time to time or re-enactment thereof for the time being in force
“Announcement”	:	The announcement released by the Company on 30 October 2020 in relation to the Rights Issue
“ARE”	:	Application and acceptance form for Rights Shares and Excess Rights Shares to be issued to Entitled Depositors in respect of their provisional allotments of Rights Shares under the Rights Issue
“ARS”	:	Application and acceptance form for Rights Shares to be issued to purchasers of the provisional allotments of Rights Shares under the Rights Issue traded on Catalist through the book entry (scripless) settlement system
“Associate”	:	<p>(a) In relation to any Director, chief executive officer, Substantial Shareholder or Controlling Shareholder (being an individual) means: (i) his immediate family; (ii) the trustees of any trust of which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object; and (iii) any company in which he and his immediate family together (directly or indirectly) have an interest of 30% or more; and</p> <p>(b) In relation to a Substantial Shareholder or a Controlling Shareholder (being a company) means any other company which is its subsidiary or holding company or is a subsidiary of such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30% or more</p>
“Associated Company”	:	A company in which at least 20% but not more than 50% of its shares are held by the Company or Group
“ATM”	:	Automated teller machine of a Participating Bank
“Authority”	:	The Monetary Authority of Singapore

DEFINITIONS

“Board” or “Board of Directors”	:	The board of directors of the Company as at the date of this Offer Information Statement
“Catalist”	:	The sponsor-supervised listing platform of the SGX-ST, the Catalist Board
“Catalist Rules”	:	The SGX-ST’s Listing Manual Section B: Rules of Catalist, as amended, modified or supplemented from time to time
“CDP”	:	The Central Depository (Pte) Limited
“Closing Date”	:	<p>(a) 5.00 p.m. on 17 December 2020, or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company, being the last time and date for acceptance and/or excess application and payment, and renunciation and payment of the Rights Shares under the Rights Issue through CDP or the Share Registrar; or</p> <p>(b) 9.30 p.m. on 17 December 2020, or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company, being the last time and date for acceptance and/or excess application and payment of the Rights Shares under the Rights Issue through an ATM of a Participating Bank</p>
“Code”	:	The Singapore Code on Take-overs and Mergers, as amended, modified or supplemented from time to time
“Company”	:	Matex International Limited
“Concert Parties”	:	<p>(a) Persons acting in concert, as defined in the Code; and</p> <p>(b) With respect to Dr. Tan Pang Kee, means Dr. Tan Pang Kee, Tan Guan Liang, Tan Pang Sim, and Tan Pang Jang</p>
“Constitution”	:	The constitution of the Company, as amended from time to time
“Controlling Shareholder”	:	<p>A person who:</p> <p>(a) holds directly or indirectly 15% or more of the total voting rights in the company. The SGX-ST may determine that a person who satisfies this paragraph is not a Controlling Shareholder; or</p> <p>(b) in fact exercises control over a company</p>

DEFINITIONS

“Council” or “SIC”	:	The Securities Industry Council of Singapore
“CPF”	:	The Central Provident Fund
“CPF Approved Bank”	:	Any bank appointed by the CPF Board to be an agent bank under The Central Provident Fund (Investment Schemes) Regulations
“CPF Board”	:	The board of the CPF established pursuant to the Central Provident Fund Act (Chapter 36) of Singapore
“CPF Funds”	:	Monies standing to the credit of the CPF savings account of CPF members under the CPFIS-OA
“CPF Investment Account”	:	An account opened by a member of CPF with a CPF Approved Bank from which money may be withdrawn for, amongst others, payment to accept and/or apply for Rights Shares and/or Excess Rights Shares pursuant to the Rights Issue, as may be applicable
“CPF Investors”	:	Investors who have purchased Shares pursuant to the CPFIS
“CPFIS”	:	CPF Investment Scheme
“CPFIS-OA”	:	CPF Investment Scheme – Ordinary Account
“CPFIS Shareholders”	:	Shareholders who bought Shares under the CPFIS
“Directors”	:	Directors of the Company as at the date of this Offer Information Statement
“Electronic Application”	:	Acceptance of the Rights Shares and (if applicable) application for the Excess Rights Shares made through an ATM of a Participating Bank in accordance with the terms and conditions of this Offer Information Statement and on the screens of the ATM of the Participating Bank
“Entitled Depositors”	:	Shareholders with Shares standing to the credit of their Securities Account and whose registered addresses with CDP are in Singapore as at the Record Date or who have registered addresses outside Singapore and provided CDP with addresses in Singapore for the service of notices and documents not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days prior to the Record Date

DEFINITIONS

<i>“Entitled Scripholders”</i>	:	Shareholders whose (a) share certificates are not deposited with CDP, (b) Shares are registered in their own names and (c) registered addresses with the Share Registrar are in Singapore as at the Record Date or who have registered addresses outside Singapore and provided the Share Registrar with addresses in Singapore for the service of notices and documents not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days prior to the Record Date, and persons who have tendered to the Share Registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Record Date
<i>“Entitled Shareholders”</i>	:	Entitled Depositors and Entitled Scripholders
<i>“Excess Rights Shares”</i>	:	The additional Rights Shares that Entitled Shareholders will be eligible to apply for in excess of their provisional allotments under the Rights Issue
<i>“Existing Share Capital”</i>	:	The existing issued and paid-up share capital of the Company of 267,392,320 Shares (excluding treasury shares) as at the Latest Practicable Date
<i>“Foreign Purchasers”</i>	:	Persons purchasing the provisional allotments of Rights Shares through the book-entry (scripless) settlement system whose registered addresses with CDP are outside Singapore
<i>“Foreign Shareholders”</i>	:	Shareholders with registered addresses outside Singapore and who have not, at least three (3) Market Days prior to the Record Date, provided CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents
<i>“FY”</i>	:	Financial year ended or ending 31 December, as the case may be, unless otherwise stated
<i>“Group”</i>	:	The Company and its subsidiaries
<i>“Irrevocable Undertaking”</i>	:	The irrevocable undertaking dated 30 October 2020 given by the Undertaking Shareholder to the Company as disclosed in Part 10, paragraph 1(f) of this Offer Information Statement
<i>“Issue Price”</i>	:	The issue price of the Rights Shares, being S\$0.027 for each Rights Share
<i>“Latest Practicable Date”</i>	:	19 November 2020, being the latest practicable date prior to the printing of this Offer Information Statement

DEFINITIONS

“LPS”	:	Loss per share
“Main Board”	:	The Main Board of the SGX-ST
“Market Day”	:	A day on which the SGX-ST is open for trading in securities
“Maximum Subscription Scenario”	:	Where all of the Entitled Shareholders subscribe and pay for their pro rata entitlements of Rights Shares
“Minimum Subscription Scenario”	:	Where none of the other Entitled Shareholders subscribes for their pro rata Rights Shares under the Rights Issue and only the Undertaking Shareholder subscribes pursuant to the Irrevocable Undertaking
“NAV”	:	Net Asset Value
“Nil-Paid Rights”	:	Provisional allotments of the Rights Shares under the Rights Issue
“Offer Information Statement”	:	This offer information statement and, where the context admits, the PAL, the ARE, the ARS and all accompanying documents including any supplementary or replacement document which may be issued by the Company in connection with the Rights Issue
“PAL” or “Provisional Allotment Letter”	:	The provisional allotment letter issued to Entitled Scripholders, setting out the provisional allotments of Rights Shares under the Rights Issue of such Entitled Scripholders
“Participating Banks”	:	DBS Bank Ltd (including POSB), Oversea-Chinese Banking Corporation Limited and United Overseas Bank Limited
“PRC”	:	The People’s Republic of China
“Purchasers”	:	The purchasers of the provisional allotments of Rights Shares traded on Catalist under the book-entry (scripless) settlement system
“Record Date”	:	5.00 p.m. on 30 November 2020, or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company, being the time and date at and on which the Register of Members and Share Transfer Books of the Company will be closed to determine the rights of Entitled Shareholders under the Rights Issue
“Register of Members”	:	Register of members of the Company

DEFINITIONS

<i>“Renouncees”</i>	:	A person in whose favour an Entitled Shareholder renounces all or part of its Nil-Paid Rights
<i>“Rights Issue”</i>	:	The renounceable non-underwritten rights issue by the Company of up to 106,956,928 Rights Shares at an issue price of S\$0.027 for each Rights Share, on the basis of two (2) Rights Shares for every five (5) existing Shares held by Entitled Shareholders as at the Record Date, fractional entitlements to be disregarded
<i>“Rights Shares”</i>	:	Up to 106,956,928 new Shares to be allotted and issued by the Company pursuant to the Rights Issue
<i>“Scripholders”</i>	:	Shareholders whose Shares are registered in their own names and whose share certificates are not deposited with CDP, but whose names appear in the Register of Members of the Company with registered addresses in Singapore as at the Record Date
<i>“Securities Account”</i>	:	Securities account maintained by a Depositor with CDP but does not include a securities sub-account maintained with a Depository Agent
<i>“SFA” or “Securities and Futures Act”</i>	:	The Securities and Futures Act (Chapter 289) of Singapore, as amended, modified, or supplemented from time to time or re-enactment thereof for the time being in force
<i>“SGX-ST”</i>	:	Singapore Exchange Securities Trading Limited
<i>“SGXNET”</i>	:	The SGXNET Corporate Announcement System, being a system network used by listed companies to send information and announcements to SGX-ST or any other system networks prescribed by SGX-ST
<i>“Share Registrar”</i>	:	RHT Corporate Advisory Pte. Ltd.
<i>“Shareholder Loan”</i>	:	The S\$0.8 million shareholder loan which Dr. Tan Pang Kee had extended to the Company for general working capital purposes. The shareholder loan is an interest-free loan with no fixed term of repayment and is reviewed by the Company on a half-yearly basis.

DEFINITIONS

“Shareholders”	:	Registered holders of Shares in the Register of Members of the Company or, where CDP is the registered holder, the term “Shareholders” shall, in relation to such Shares and where the context admits, mean the Depositors who have Shares entered against their names in the Depository Register. Any reference to Shares held by or shareholdings of Shareholders shall include Shares standing to the credit of their respective Securities Accounts
“Shares”	:	Ordinary shares in the capital of the Company
“Singapore”	:	The Republic of Singapore
“Sponsor”	:	CIMB Bank Berhad, Singapore Branch
“SRS”	:	Supplementary Retirement Scheme
“SRS Account”	:	An account opened by a participant in the SRS from which money may be withdrawn for, amongst others, payment for the Rights Shares and Excess Rights Shares
“SRS Approved Banks”	:	Approved banks in which SRS Members hold their accounts under the SRS
“SRS Funds”	:	Monies standing to the credit of the SRS Accounts of SRS Members under the SRS
“SRS Investors”	:	Investors who have previously purchased Shares under SRS
“SRS Members”	:	Members under the SRS
“Substantial Shareholder”	:	A person who holds directly and/or indirectly 5% or more of the total issued share capital of the Company
“S\$” and “cents”	:	Singapore dollars and cents, respectively, the lawful currency of Singapore
“Undertaking Shareholder”	:	Dr. Tan Pang Kee

DEFINITIONS

“Unit Share Market” : The unit share market of the SGX-ST which allows for the trading of odd lots in quantities less than the board lot size

“%” or “per cent.” : Percentage or per centum

The terms **“Depositor”**, **“Depository Agent”** and **“Depository Register”** shall have the same meanings ascribed to them respectively in Section 81SF of the SFA, and the term **“subsidiary”** shall have the meaning ascribed to it in the Companies Act.

Words importing the singular shall, where applicable, include the plural and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. References to persons shall, where applicable, include firms, corporations and other entities.

Any reference to the time of day in this Offer Information Statement, the PAL, the ARE or the ARS shall be a reference to Singapore time unless otherwise stated. Any reference to a date and/or time in this Offer Information Statement, the PAL, the ARE or the ARS in relation to the Rights Issue (including but not limited to the Closing Date and the last dates and times for splitting, acceptance and payment, renunciation and payment, and excess application and payment) shall include such other dates(s) and/or time(s) as may be announced from time to time by or on behalf of the Company.

Any reference in this Offer Information Statement, the PAL, the ARE or the ARS to any enactment is reference to that enactment for the time being amended or re-enacted. Any term defined under the Act, the SFA or the Catalist Rules or such statutory modification thereof and used in this Offer Information Statement shall, where applicable, have the meaning ascribed to it under the Act, SFA, or the Catalist Rules or such statutory modification thereof, as the case may be, unless otherwise provided.

All discrepancies in the figures included herein between the listed amounts and totals thereof are due to rounding. Accordingly, figures shown as totals in this Offer Information Statement may not be an arithmetic aggregation of the figures that precede them.

Any reference to **“we”**, **“us”** and **“our”** in this Offer Information Statement is a reference to the Company, the Group or any member of the Group as the context requires.

Any reference to an “announcement” of or by the Company in this Offer Information Statement includes announcements by the Company posted on the SGX-ST’s website at <http://www.sgx.com>.

SUMMARY OF THE RIGHTS ISSUE

The following is a summary of the principal terms and conditions of the Rights Issue and is derived from, and should be read in conjunction with, the full text of this Offer Information Statement, and is qualified in its entirety by reference to information appearing elsewhere in this Offer Information Statement.

Basis of Provisional Allotment	:	The Rights Issue is made on a renounceable basis to Entitled Shareholders on the basis of two (2) Rights Shares for every five (5) existing Shares standing to the credit of the Securities Accounts of Entitled Depositors or held by Entitled Scripholders, as the case may be, as at the Record Date.
Number of Rights Shares to be Issued	:	Assuming that the share capital of the Company as at the Record Date is the Existing Share Capital, the Company will issue up to 106,956,928 Rights Shares in the Maximum Subscription Scenario and up to 29,629,630 Rights Shares in the Minimum Subscription Scenario.
Issue Price	:	The Issue Price for each Right Share is S\$0.027, payable in full upon acceptance and application.
Discount	:	<p>The Issue Price represents a discount of:</p> <ul style="list-style-type: none"> (a) approximately 22.9% to the closing market price of S\$0.035 per Share on the SGX-ST on 30 October 2020 (being the last Market Day on which the Shares were transacted on the SGX-ST prior to the release of the Announcement); (b) approximately 17.5% to the theoretical ex-rights price of S\$0.033 per Share ("TERP")⁽¹⁾. TERP is calculated based on the closing market price of S\$0.035 per Share on the SGX-ST on 30 October 2020 (being the last Market Day on which the Shares were transacted on the SGX-ST prior to the release of the Announcement).
Status of the Rights Shares	:	The Rights Shares will, upon allotment and issue, rank <i>pari passu</i> in all respects with the then existing Shares, save for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of allotment and issue of the Rights Shares.
Eligibility to Participate	:	Please refer to the section entitled " Eligibility of Shareholders to Participate in the Rights Issue " of this Offer Information Statement.

SUMMARY OF THE RIGHTS ISSUE

- Listing of the Rights Shares** : The Company had on 19 November 2020 obtained the listing and quotation notice from the SGX-ST for the listing and quotation of the Rights Shares on Catalist, subject to the Company's compliance with the SGX-ST's listing requirements.
- The listing and quotation notice granted by the SGX-ST is in no way reflective of and is not to be taken as an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries and their securities.
- Option to Scale Down** : Depending on the level of subscription for the Rights Shares, the Company will, if necessary, scale down the subscription for the Rights Shares and/or excess applications for the Excess Rights Shares by any Shareholder (if such Shareholder chooses to subscribe for its pro rata Rights Shares entitlement and/or apply for Excess Rights Shares) to avoid placing the relevant Shareholder and parties acting in concert with him in the position of incurring a mandatory general offer obligation under the Code as a result of other Shareholders not taking up their Rights Shares entitlement fully; or to avoid the transfer of a controlling interest in the Company, which is prohibited under Rule 803 of the Catalist Rules, unless prior approval of Shareholders is obtained in a general meeting.
- Trading of the Rights Shares** : Upon the listing and quotation of the Rights Shares on the Catalist, the Rights Shares will be traded on the Catalist under the book-entry (scripless) settlement system. For the purposes of trading on the Catalist, each board lot of Shares will comprise 100 Shares. Following the Rights Issue, Shareholders who hold odd lots of the Rights Shares (that is, less than board lots of 100 Shares) and who wish to trade in odd lots on Catalist should note that they are able to do so on the SGX-ST's Unit Share Market.
- Shareholders should note that the market for trading of such odd lots of Shares may be illiquid. There is no assurance that the Shareholders who hold odd lots of Shares will be able to acquire such number of Shares required to make up a board lot, or to dispose of their odd lots (whether in part or in whole) on the SGX-ST's Unit Share Market.
- Trading of Nil-Paid Rights** : Entitled Depositors who wish to trade all or part of their provisional allotments of Rights Shares on the Catalist can do so during the trading period for the Nil-Paid Rights.

SUMMARY OF THE RIGHTS ISSUE

Irrevocable Undertaking : Dr. Tan Pang Kee has given an irrevocable undertaking dated 30 October 2020, to the Company to, amongst others, apply and subscribe for his pro rata entitlement of the Rights Shares and/or unsubscribed Rights Shares up to the amount of the Shareholder Loan PROVIDED ALWAYS that if due to the Irrevocable Undertaking, the Concert Parties are placed in a position of incurring a mandatory general offer obligation under Rule 14 of the Code, the Company shall scale down his subscription amount and the resultant Rights Shares in such a manner so as to avoid placing them in such a position.

Please refer to Part 10, paragraph 1(f) of this Offer Information Statement for details relating to the Irrevocable Undertaking.

Acceptance, Excess Applications and Payment Procedures : Entitled Shareholders will be at liberty to accept in full or in part, decline or otherwise renounce, or in the case of Entitled Depositors only, trade (during the trading period for Nil-Paid Rights prescribed by the SGX-ST) their provisional allotments of Rights Shares and will also be eligible to apply for Excess Rights Shares (each such application, an “**excess application**”).

The Rights Shares that are not validly taken up by Entitled Shareholders or their respective Renouncee(s) or Purchaser(s), any unsold Nil-Paid Rights of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason, in accordance with the terms and conditions contained in this Offer Information Statement, the ARE, the ARS, the PAL and (if applicable) the Constitution of the Company, will be used to satisfy Excess Rights Shares applications (if any), or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit for the benefit of the Company subject to applicable laws and the Catalist Rules.

In the allotment of Excess Rights Shares, preference will be given to Entitled Shareholders for rounding of odd lots, and Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board will rank last in priority for the rounding of odd lots and allotment of Excess Rights Shares. The Company will not make any allotment and issue of any Excess Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by Shareholders in a general meeting.

SUMMARY OF THE RIGHTS ISSUE

For the avoidance of doubt, only Entitled Shareholders (and not Purchasers or Renouncees) shall be entitled to apply for Excess Rights Shares.

The procedures for, and the terms and conditions applicable to, acceptances, renunciations, splittings, and/or sales of the Nil-Paid Rights and for the applications for Excess Rights Shares, including the different modes of acceptance or application and payment, are contained in Appendices B to D to this Offer Information Statement and in the ARE, the ARS and the PAL.

Estimated Proceeds : Assuming the Maximum Subscription Scenario, the estimated net proceeds from the Rights Issue is expected to be approximately S\$2.73 million, after deducting estimated costs and expenses of approximately S\$0.16 million incurred in connection with the Rights Issue.

Assuming the Minimum Subscription Scenario, the Company will utilise the entire gross proceeds to fully offset against the S\$0.8 million Shareholder Loan which Dr. Tan Pang Kee had extended to the Company for general working capital purposes. The Company estimates to incur costs and expenses of approximately S\$0.16 million in connection with the Rights Issue, and such costs and expenses will be paid out of the Company's existing resources as no fresh funds will be raised from the issuance of the Rights Shares.

Use of Proceeds : The Company intends to utilise the proceeds from the Rights Issue, to fully repay Dr. Tan Pang Kee's Shareholder Loan, and strengthen the Group's financial position and capital base.

In addition, the Company intends to utilise the proceeds for general working capital purposes which includes, but not limited to, operating costs of the Group, payment of professional fees, payment of trade-related debts, and payment of staff salaries. The Company envisages more cash to be utilised for its operating activities as the Group is in its business recovery and expansion phase.

The amount and percentage allocation of the use of proceeds for these purposes will depend on the amount of Rights Shares allocated to Dr. Tan Pang Kee and subscription of the Rights Shares by other Entitled Shareholders.

SUMMARY OF THE RIGHTS ISSUE

Pending the deployment of the proceeds, the proceeds may be deposited with banks and/or financial institutions, invested in short-term money market instruments and/or marketable securities, or used for any other purposes on a short-term basis as the Directors may deem appropriate in the interests of the Group.

Use of CPF Funds

: Shareholders who have subscribed for or purchased Shares under the CPFIS-OA must use, subject to applicable CPF rules and regulations, monies standing to the credit of their respective CPF Investment Accounts to pay for the acceptance of their entitlements to the Rights Shares and (if applicable) application for Excess Rights Shares, if they have previously bought their Shares using CPF Funds. Such Shareholders who wish to accept their entitlements to Rights Shares and (if applicable) apply for Excess Rights Shares using CPF Funds must have sufficient funds in their CPF Investment Accounts and must instruct their respective approved banks, where such Shareholder hold their CPF Investment Accounts, to accept their entitlements to the Rights Shares and (if applicable) apply for Excess Rights Shares on their behalf in accordance with this Offer Information Statement. Such Shareholders who have insufficient funds or stock limit may top up cash into their CPF Investment Accounts with their approved banks before instructing their respective approved banks to accept their entitlements to the Rights Shares and (if applicable) apply for Excess Rights Shares. CPF Funds may not, however, be used for the purchase of provisional allotments of Rights Shares directly from the market.

CPF members should also note that CPF Funds cannot be used for the payment of Rights Shares and/or Excess Rights Shares if they submit their acceptances and/or applications directly through CDP, Electronic Applications, the Share Registrar and/or the Company. Any such acceptance and/or application purporting to use CPF Funds for the payment of Rights Shares and/or Excess Rights Shares will be rejected.

Use of SRS Funds

: SRS Investors must use, subject to applicable SRS rules and regulations, monies standing to the credit of their respective SRS Accounts to pay for the acceptance of their Rights Shares and (if applicable) application for Excess Rights Shares.

SUMMARY OF THE RIGHTS ISSUE

Such investors who wish to accept their Rights Shares and (if applicable) apply for Excess Rights Shares using SRS monies, must instruct the relevant SRS Approved Banks in which they hold their SRS Accounts to accept their Rights Shares and (if applicable) apply for Excess Rights Shares on their behalf in accordance with the terms and conditions of this Offer Information Statement.

Such investors who have insufficient funds in their SRS Accounts may, subject to the SRS contribution cap, deposit cash into their SRS Accounts with their respective SRS Approved Banks before instructing their respective SRS Approved Banks to accept their Rights Shares and (if applicable) apply for Excess Rights Shares on their behalf.

SRS monies may not, however, be used for the purchase of the provisional allotments of Rights Shares directly from the market.

Non-underwritten : In view of the Irrevocable Undertaking by Dr. Tan Pang Kee and the savings in costs enjoyed by the Company as a result of not having to bear any underwriting fees, and there being no minimum amount that must be raised from the Rights Issue, the Company has decided to proceed with the Rights Issue on a non-underwritten basis.

The Rights Issue will not be withdrawn after commencement of the ex-rights trading of the Shares pursuant to Rule 820(1) of the Catalist Rules.

Governing Law : Laws of the Republic of Singapore.

Risk Factors : Investing in the Rights Shares involves risks. Please refer to the section “Risk Factors” in Appendix A to this Offer Information Statement for details.

Note:

(1) TERP is calculated based on the following formula, assuming the Rights Issue is fully subscribed:

$$\text{TERP} = \frac{\text{(Market capitalisation of the Company based on the last traded price + gross proceeds from the Rights Issue)}}{\text{Number of Shares after completion of the Rights Issue}}$$

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

1. ENTITLED SHAREHOLDERS

Entitled Shareholders are entitled to participate in the Rights Issue and to receive this Offer Information Statement, together with the ARE or the PAL, as the case may be, and its accompanying documents at their respective Singapore addresses.

Entitled Depositors who do not receive this Offer Information Statement and the AREs may obtain them from CDP or the Share Registrar during the period up to the Closing Date.

Entitled Scripholders who do not receive this Offer Information Statement and the PALs may obtain them from the Share Registrar during the period up to the Closing Date.

Entitled Shareholders will be provisionally allotted the Rights Shares on the basis of their shareholdings as at the Record Date. Entitled Shareholders are at liberty to accept (in full or in part), decline, renounce or, in the case of Entitled Depositors only, trade (during the trading period for Nil-Paid Rights prescribed by the SGX-ST) their provisional allotments of the Rights Shares, and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue. For avoidance of doubt, only Entitled Shareholders (and not Purchasers or the Renouncees of Entitled Shareholders) shall be entitled to apply for additional Rights Shares in excess of their provisional allotment.

All dealings in, and transactions of, the provisional allotments of Rights Shares through Catalist will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs which are issued to Entitled Scripholders will not be valid for delivery pursuant to trades done on Catalist.

The Rights Shares which are not otherwise taken up or allotted for any reason shall be used to satisfy applications for Excess Rights Shares (if any) as the Directors may, in their absolute discretion, deem fit.

In the allotment of Excess Rights Shares, preference will be given to the rounding of odd lots, and Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board of Directors, and the Undertaking Shareholder will rank last in priority for the rounding of odd lots and allotment of Excess Rights Shares. The Company will not make any allotment and issue of any Excess Rights Shares that will result in a transfer of controlling interest in the Company unless otherwise approved by Shareholders in a general meeting.

The procedures for, and the terms and conditions applicable to, the acceptance, splitting and/or renunciation of the Rights Shares and sale of the Nil-Paid Rights, and the application for Excess Rights Shares, including the different modes of acceptances or application and payment, are contained in Appendices B to D of this Offer Information Statement and in the PAL, the ARE and the ARS.

Entitled Depositors should note that all correspondences and notices will be sent to their last registered addresses with CDP. Entitled Depositors are reminded that any request to CDP to update their records or effect any change in address must reach CDP not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days before the Record Date.

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

Entitled Scripholders should note that all correspondences and notices will be sent to their last registered addresses with the Company. Entitled Scripholders are reminded that any request to the Company to update their records or effect any change in address must reach Matex International Limited, c/o RHT Corporate Advisory Pte. Ltd., 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712, not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days before the Record Date. Entitled Scripholders may open Securities Accounts with CDP if they have not already done so and to deposit their share certificates with CDP prior to the Record Date so that their Securities Accounts may be credited by CDP with their Shares and the Rights. Entitled Scripholders should note that their Securities Accounts will only be credited with the Shares on the twelfth (12th) Market Day from the date of lodgement of the share certificates with CDP or such later date subject to the completion of the lodgement process.

2. FOREIGN SHAREHOLDERS

This Offer Information Statement and its accompanying documents relating to the Rights Issue have not been and will not be lodged, registered or filed in any jurisdiction other than in Singapore. The distribution of the Offer Information Statement and its accompanying documents may be prohibited or restricted (either absolutely or unless relevant securities requirements, whether legal or administrative, are complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions.

For practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Singapore, the Offer Information Statement and its accompanying documents have not been and will not be despatched to Foreign Shareholders.

Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue. No provisional allotment of the Rights Shares has been made or will be made to Foreign Shareholders and no purported acceptance thereof or application therefor by any Foreign Shareholder will be valid.

The Offer Information Statement and its accompanying documents will also not be despatched to Foreign Purchasers. Foreign Purchasers may not accept any Nil-Paid Rights credited to their Securities Account unless the Company and its counsel are satisfied that such action would not result in the contravention of any registration or other legal requirement in any jurisdiction.

The Company reserves the right to reject any acceptances of the provisional allotments of the Rights Shares and/or applications for Excess Rights Shares where it believes, or has reason to believe, that such acceptances and/or applications may violate the applicable legislation of any jurisdiction. The Company further reserves the right to treat as invalid any ARE, ARS or PAL or decline to register such application or purported application which (a) appears to the Company or its agent to have been executed in any jurisdiction outside Singapore which may violate the applicable legislation of such jurisdiction, (b) provides an address outside Singapore for the receipt of the share certificate(s) for the Rights Shares or which requires the Company to despatch the share certificate(s) to an address in any jurisdiction outside Singapore, or (c) purports to exclude any deemed representation or warranty. For the avoidance of doubt, even if a Foreign Shareholder has provided a Singapore address as aforesaid, the offer of Rights and/or Rights Shares to him will be subject to compliance with applicable securities laws outside Singapore.

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

It is the responsibility of any person (including, without limitation, custodians, nominees and trustees) outside Singapore wishing to take up their provisional allotment of Rights Shares or apply for Excess Rights Shares under the Rights Issue to satisfy himself as to the full observance of the laws of any relevant territory in connection therewith, including the obtaining of any governmental or other consents which may be required, the compliance with other necessary formalities and the payment of any issue, transfer or other taxes due in such territories. The comments set out in this section are intended as a general guide only and any Foreign Shareholder who is in doubt as to his position should consult his professional advisers without delay.

Receipt of this Offer Information Statement, a PAL, ARE or ARS, or the crediting of Nil-Paid Rights or Rights Shares to a Securities Account will not constitute an offer in those jurisdictions in which it would be illegal to make an offer and, in those circumstances, this Offer Information Statement and the PALs, AREs or ARSs must be treated as sent for information only and should not be copied or redistributed. No person receiving a copy of this Offer Information Statement, a PAL, ARE or ARS and/or a credit of Nil-Paid Rights or Rights Shares to a Securities Account in any territory other than Singapore may treat the same as constituting an invitation or offer to him or her, nor should he or she in any event use any such PAL, ARE or ARS and/or accept any credit of Nil-Paid Rights or Rights Shares to a Securities Account unless, in the relevant territory, such an invitation or offer could lawfully be made to him or her and such PAL, ARE or ARS and/or credit of Nil-Paid Rights or Rights Shares to a Securities Account could lawfully be used or accepted, and any transaction resulting from such use or acceptance could be effected, without contravention of any registration or other legal or regulatory requirements.

Persons (including, without limitation, custodians, nominees and trustees) receiving a copy of this Offer Information Statement and/or a PAL, ARE or ARS or whose Securities Accounts are credited with Nil-Paid Rights should not distribute or send the same or transfer Nil-Paid Rights in or into any jurisdiction where to do so would or might contravene local securities laws or regulations. If this Offer Information Statement, a PAL, ARE or ARS or a credit of Nil-Paid Rights is received by any person in any such territory, or by his agent or nominee, he must not seek to take up the Nil-Paid Rights, and renounce such PAL, ARE or ARS or transfer the Nil-Paid Rights unless the Company determines that such actions would not violate applicable legal or regulatory requirements. Any person (including, without limitation, custodians, nominees and trustees) who forwards this Offer Information Statement, or a PAL, ARE or ARS or transfers Nil-Paid Rights into any such territories (whether pursuant to a contractual or legal obligation or otherwise) should draw the recipient's attention to the contents of this section as well as relevant sections of this Offer Information Statement.

Entitlements to Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders will, if practicable to do so and at the absolute discretion of the Company, be sold as Nil-Paid Rights on the Catalist, as soon as practicable, after dealings in the provisional allotments of Rights Shares commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account expenses to be incurred in relation thereto.

The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed to Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares entered against their names in the depository register maintained by CDP as at the Record Date and sent to them at their own risk by ordinary post. If the amount of net proceeds to be distributed to any single

ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

Foreign Shareholder is less than S\$10.00, such amount shall be dealt with as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company and/or CDP in connection therewith.

The Nil-Paid Rights will be sold at such price or prices as the Company may, in its absolute discretion, decide and no Foreign Shareholder shall have any claim whatsoever against the Company, the Sponsor, CDP, the Share Registrar and/or their respective officers in connection therewith. If such provisional allotments of Rights Shares cannot be sold or are not sold on Catalist as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares, the new Shares represented by such provisional allotments will be allotted and issued to satisfy applications for Excess Rights Shares or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company, the Sponsor, CDP, the Share Registrar and/or their respective officers in connection therewith.

Shareholders should note that the special arrangements described above will apply only to Foreign Shareholders. However, the Company reserves the right to make similar arrangements for the Nil-Paid Rights which would otherwise have been allotted to certain Entitled Shareholders to be sold “nil-paid” on the SGX-ST as soon as practicable after dealings in the Nil-Paid Rights commence, where the beneficial holders of such Rights are restricted or prohibited by the laws of the jurisdiction in which they are located or resident from participating in the Rights Issue.

SHAREHOLDERS WITH REGISTERED ADDRESSES OUTSIDE SINGAPORE WHO WISH TO PARTICIPATE IN THE RIGHTS ISSUE SHOULD HAVE PROVIDED CDP (AT 11 NORTH BUONA VISTA DRIVE, #01-19/20, THE METROPOLIS TOWER 2, SINGAPORE 138589) OR THE SHARE REGISTRAR (AT 30 CECIL STREET, #19-08 PRUDENTIAL TOWER, SINGAPORE 049712), AS THE CASE MAY BE, WITH ADDRESSES IN SINGAPORE FOR THE SERVICE OF NOTICES AND DOCUMENTS, AT LEAST THREE (3) MARKET DAYS PRIOR TO THE RECORD DATE.

Notwithstanding anything herein, Entitled Shareholders and/or any other person having possession of this Offer Information Statement and/or its accompanying documents are advised to inform themselves of and to observe any legal requirements applicable thereto at their own expense and without liability to the Company and the Sponsor. No person in any territory outside Singapore receiving this Offer Information Statement and/or its accompanying documents may treat the same as an offer, invitation or solicitation to subscribe for any Rights Shares unless such offer, invitation or solicitation could lawfully be made without violating any regulatory or legal requirements in such territory. In circumstances where an invitation or offer would contravene any registration or other legal or regulatory requirements, this Offer Information Statement, the ARE, the ARS or the PAL must be treated as sent for information only and should not be copied or redistributed.

This Offer Information Statement and/or its accompanying documents are not intended for distribution outside of Singapore.

EXPECTED TIMETABLE OF KEY EVENTS

The important dates and times for the Rights Issue are as follows (all dates and times referred to below are Singapore dates and times):

Shares trade ex-rights	:	27 November 2020 from 9.00 a.m.
Record Date	:	30 November 2020 at 5:00 p.m.
Lodgement of Offer Information Statement	:	1 December 2020
Despatch of Offer Information Statement (together with the ARE or PAL, as the case may be) to the Entitled Shareholders	:	3 December 2020
Commencement of acceptance of and payment for Rights Shares	:	3 December 2020 from 9.00 a.m.
Commencement of trading of Nil-Paid Rights	:	3 December 2020 from 9.00 a.m.
Last date and time for splitting and trading of Nil-Paid Rights	:	11 December 2020 at 5.00 p.m.
Last date and time for acceptance and payment of Rights Shares	:	17 December 2020 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Last date and time for acceptance of and payment for Rights Shares by Renouncees	:	17 December 2020 at 5.00 p.m.
Last date and time for application and payment of Excess Rights Shares	:	17 December 2020 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Expected date for issuance of Rights Shares	:	23 December 2020
Expected date for crediting of Rights Shares	:	28 December 2020
Expected date for refund of unsuccessful applications (if made through CDP)	:	28 December 2020
Expected date for listing and commencement of trading of Rights Shares	:	28 December 2020 from 9.00 a.m.

Pursuant to Rule 820(1) of the Catalist Rules, the Rights Issue cannot be withdrawn after the Shares have commenced ex-rights trading. Based on the above timetable, the Shares are expected to commence ex-rights trading on 27 November 2020 from 9.00 a.m.

EXPECTED TIMETABLE OF KEY EVENTS

The above timetable is indicative only and is subject to change. As at the Latest Practicable Date, the Company does not expect the above timetable to be modified. However, the Company may, with the approval of the Sponsor, SGX-ST, and/or CDP, modify the above timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce any change to the above timetable through an SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

Note: SRS Investors and investors who hold Shares through a finance company and/or Depository Agent should see the section entitled "Important Notice to (A) SRS Investors and/or (B) Investors Who Hold Shares Through a Finance Company and/or Depository Agent" of this Offer Information Statement. Any application made by these investors directly through CDP or through ATMs will be rejected. Such investors, where applicable, will receive notification letter(s) from their respective approved bank, finance company and/or Depository Agent and should refer to such notification letter(s) for details of the last date and time to submit applications to their respective approved bank, finance company and/or Depository Agent.

TRADING

1. LISTING AND QUOTATION OF THE RIGHTS SHARES

On 19 November 2020, the Company obtained the listing and quotation notice from the SGX-ST for the listing of and quotation of up to 106,956,928 Rights Shares on the Catalist, subject to, amongst others, compliance with the SGX-ST's listing requirements. The listing and quotation notice granted by the SGX-ST is in no way reflective of and is not to be taken as an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries, and/or their securities.

The Rights Shares will be admitted to Catalist and official quotation will commence after all conditions (if any) imposed by the SGX-ST are satisfied, all certificates relating thereto have been issued and the allotment letters from CDP have been despatched. Upon listing and quotation on Catalist, the Rights Shares, when allotted and issued, will be traded under the book-entry (scripless) settlement system. For the purposes of trading on the Catalist, each board lot of Shares will comprise 100 Shares. All dealings in and transactions (including transfers) of the Rights Shares effected through the Catalist and/or the CDP shall be made in accordance with the "Terms and Conditions for Operation of Securities Accounts with the CDP", and "Terms and Conditions for the CDP to act as a Depository for the Rights Shares" as the same may be amended from time to time. Copies of the above are available from the CDP.

2. ARRANGEMENTS FOR SCRIPLESS TRADING

To facilitate scripless trading, Entitled Scripholders and their Renouncees who wish to accept the Rights Shares provisionally allotted to them and (if applicable) apply for Excess Rights Shares, and who wish to trade the Rights Shares issued to them on the Catalist under the book-entry (scripless) settlement system, should open and maintain Securities Accounts with the CDP in their own names (if they do not already maintain such Securities Accounts) before accepting any Rights Shares or applying for any Excess Rights Shares, in order that the number of Rights Shares and, if applicable, the Excess Rights Shares that may be allotted to them may be credited by the CDP into their Securities Accounts.

Entitled Scripholders and their Renouncees who wish to accept and (if applicable) apply for the Excess Rights Shares and have their Rights Shares credited into their Securities Accounts must fill in their Securities Account numbers and/or National Registration Identity Card ("NRIC")/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL, in order for the number of Rights Shares or Excess Rights Shares (as the case may be) that are allotted to them to be credited into their Securities Accounts.

Entitled Scripholders and their Renouncees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or who provide incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with the CDP, will be issued physical share certificate(s) in their own names for the Rights Shares and if applicable, the Excess Rights Shares allotted to them. Such physical share certificate(s), if issued, will be forwarded to them by ordinary post at their own risk, but will not be valid for delivery pursuant to trades done on the Catalist under the book-entry (scripless) settlement system, although they will continue to be prima facie evidence of legal title.

TRADING

If an Entitled Scripholder's address stated in the PAL is different from his address registered with the CDP, he must inform the CDP of his updated address promptly, failing which the notification letter on successful allotment and other correspondence will be sent to his address last registered with the CDP.

A holder of physical share certificate(s) or an Entitled Scripholder who has not deposited his share certificate(s) with the CDP but wishes to trade on the Catalist, must deposit his share certificate(s) with the CDP, together with the duly executed instrument(s) of transfer in favour of the CDP (including any applicable fees) and have his Securities Account credited with the number of Rights Shares or existing Shares, as the case may be, before he can effect the desired trade.

3. TRADING OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES

Entitled Depositors should note that the Nil-Paid Rights will be tradable in board lots, each board lot comprising provisional allotments of 100 Rights Shares, or any other board lot size as the SGX-ST may require. Entitled Depositors who wish to trade in lot sizes other than board lots of 100 can do so on the Unit Share Market.

Entitled Depositors who wish to trade all or part of their provisional allotments of Rights Shares on the Catalist can do so for the period commencing on 3 December 2020 from 9.00 a.m., being the date and time of commencement of the Nil-Paid Rights trading period, and ending on 11 December 2020 at 5.00 p.m. (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), being the last date and time of the Nil-Paid Rights trading period.

4. TRADING OF ODD LOTS

Entitled Shareholders should note that the Rights Issue may result in them holding odd lots of Shares (that is, lots other than board lots of 100 Shares).

Following the Rights Issue, Entitled Shareholders who hold odd lots of Shares and who wish to trade in odd lots of Shares on the Catalist should note that they will be able to do so on the Unit Share Market of the SGX-ST which allows trading of odd lots with a minimum of one (1) Share. The market for trading of such odd lots of Shares may be illiquid.

Shareholders who hold odd lots of the Rights Shares (i.e. less than 100 Shares) and who wish to trade in odd lots on the Catalist should note that there is no assurance that they can acquire such number of Shares to make up one (1) board lot of 100 Shares respectively, or to dispose of their odd lots (whether in part or in whole) on the Unit Share Market.

5. TRADING OF SHARES OF COMPANIES LISTED ON THE CATALIST

Companies listed on the Catalist may carry higher investment risk when compared with larger or more established companies listed on the Main Board of the SGX-ST. In particular, companies may list on the Catalist without a track record of profitability and there is no assurance that there will be a liquid market in the securities traded on Catalist. A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser.

CAUTIONARY NOTE ON FORWARD-LOOKING STATEMENTS

All statements contained in this Offer Information Statement, statements made in public announcements, press releases and oral statements that may be made by the Company or its officers, Directors or employees acting on its behalf, that are not statements of historical fact, constitute “forward-looking statements”. Some of these statements can be identified by words that have a bias towards the future or are forward-looking, such as, without limitation, “anticipate”, “believe”, “could”, “estimate”, “expect”, “forecast”, “if”, “intend”, “may”, “plan”, “possible”, “probable”, “project”, “should”, “will” and “would” or other similar words. However, these words are not the exclusive or exhaustive means of identifying forward-looking statements. All statements regarding the Group’s expected financial position and performance, operating results, business strategies, future plans and prospects are forward-looking statements. These forward-looking statements, including but not limited to statements as to the Group’s revenue and profitability, prospects, future plans or analysis or comments on historical financial performance or position and other matters discussed in this Offer Information Statement regarding matters that are not historical facts, are only predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Group’s actual results, performance or achievements to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements.

Given the risks, uncertainties and other factors that may cause the Group’s actual future results, performance or achievements to be materially different from that expected, expressed or implied by the forward-looking statements in this Offer Information Statement, undue reliance must not be placed on these statements. The Group’s actual results, performance or achievements may differ materially from those anticipated in these forward-looking statements. Neither the Company, the Sponsor, nor any other person represents or warrants that the Group’s actual future results, performance or achievements will be as expected, expressed or implied in those statements.

In light of the volatile global financial markets and global economic uncertainties, especially during this pandemic, any forward-looking statements contained in this Offer Information Statement must be considered with significant caution and reservation.

Further, the Company and its Directors, officers, executives and employees, and the Sponsor disclaim any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances for any reason, even if new information becomes available or other events occur in the future.

However, in the event that the Company becomes aware of new developments, events or circumstances that have arisen after the lodgement of this Offer Information Statement with the SGX-ST, acting as agent on behalf of the Authority, but before the Closing Date of the Rights Issue, and that is materially adverse from the point of view of an investor of the Shares and/or the Rights Shares or are required to be disclosed by law and/or the SGX-ST and/or the Sponsor, the Company may make an announcement of the same via SGXNET and, if required, lodge a supplementary or replacement document with the with the SGX-ST, acting as agent on behalf of the Authority.

The Company is also subject to the provisions of the Catalist Rules regarding corporate disclosure.

TAKE-OVER LIMITS

The Code regulates the acquisition of ordinary shares of public companies listing on SGX-ST, including the Company. Pursuant to the Code, except with the consent of the Council, where:

- (a) any person acquires whether by a series of transactions over a period of time or not, shares which (taken together with shares held or acquired by parties acting in concert with him) carry 30% or more of the voting rights of the Company; or
- (b) any person who, together with parties acting in concert with him, holds not less than 30% but not more than 50% of the voting rights in the Company and such person, or any party acting in concert with him, acquires in any period of six (6) months additional shares carrying more than 1% of the voting rights,

such person must extend a mandatory offer immediately for the remaining Shares in the Company in accordance with the provisions of the Code. In addition to such person, each of the principal members of the group of persons acting in concert with him may, according to the circumstances of the case, have the obligation to extend an offer.

In general, the acquisition of instruments convertible into securities which carry voting rights does not give rise to an obligation to make a mandatory take-over offer under the Code, but the exercise of any conversion rights will be considered an acquisition of voting rights for the purposes of the Code.

Shareholders who are in doubt as to their obligations, if any, to make a mandatory general offer under the Code as a result of any acquisition of Rights Shares pursuant to the Rights Issue should consult the Council and/or their professional advisers immediately.

Mandatory General Offer Requirement under the Code

As at the date hereof, the Company's Managing Director and Chief Executive Officer, Dr. Tan Pang Kee who is also an Executive Director and Controlling Shareholder, is the legal and beneficial owner of 58,343,000 Shares, representing approximately 21.82% of the Company's Existing Share Capital. To demonstrate his support for the Rights Issue and his commitment to, and confidence in, the Group, Dr. Tan Pang Kee has given to the Company the Irrevocable Undertaking pursuant to which he shall, as the Undertaking Shareholder, apply and subscribe for his pro rata entitlement of the Rights Shares and/or unsubscribed Rights Shares up to the amount of the Shareholder Loan PROVIDED ALWAYS that if due to the Irrevocable Undertaking, the Concert Parties are placed in a position of incurring a mandatory general offer obligation under Rule 14 of the Code, the Company shall scale down his subscription amount and the resultant Rights Shares in such a manner so as to avoid placing them in such a position.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

PART 2 – IDENTITY OF DIRECTORS, ADVISERS AND AGENTS

DIRECTORS

- 1. Provide the names and addresses of each of the directors or equivalent persons of the relevant entity.**
-

The names and addresses of each of the Directors are as follows:

Name	Address	Designation
Dr. John Chen Seow Phun	c/o 1003 Bukit Merah Central, #01-10 Inno Centre Singapore 159836	Non-Executive Chairman and Independent Director
Dr. Tan Pang Kee	c/o 1003 Bukit Merah Central, #01-10 Inno Centre Singapore 159836	Managing Director and Chief Executive Officer
Mr. Foo Der Rong	c/o 1003 Bukit Merah Central, #01-10 Inno Centre Singapore 159836	Independent Director
Mr. Wang Dao Fu	c/o 1003 Bukit Merah Central, #01-10 Inno Centre Singapore 159836	Independent Director
Mr. Tan Guan Liang	c/o 1003 Bukit Merah Central, #01-10 Inno Centre Singapore 159836	Executive Director

ADVISERS

- 2. Provide the names and addresses of:**
- (a) the issue manager to the offer, if any;**
 - (b) the underwriter to the offer, if any; and**
 - (c) the legal adviser for or in relation to the offer, if any.**
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SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

Issue Manager of the Rights Issue	:	Not applicable. No manager was appointed.
Underwriter of the Rights Issue	:	Not applicable. The Rights Issue is not underwritten.
Legal Adviser to the Company on Singapore Law in relation to the Rights Issue	:	RHTLaw Asia LLP 1 Paya Lebar Link, #06-08 PLQ2 Paya Lebar Quarter Singapore 408533

REGISTRARS AND AGENTS

3. Provide the names and addresses of the relevant entity's registrars, transfer agents and receiving bankers for the securities or securities-based derivatives contracts being offered, where applicable.
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Share Registrar	:	RHT Corporate Advisory Pte. Ltd. 30 Cecil Street #19-08 Prudential Tower Singapore 049712
Receiving Banker	:	Oversea-Chinese Banking Corporation Limited 63 Chulia Street #10-00 Singapore 049514

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

PART 3 – OFFER STATISTICS AND TIMETABLE

OFFER STATISTICS

1. For each method of offer, state the number of the securities or securities-based derivatives contracts being offered.
-

Method of Offer	:	Renounceable and non-underwritten Rights Issue
Number of Rights Shares	:	Up to 106,956,928 Rights Shares
Basis of Allotment	:	Two (2) Rights Shares for every five (5) existing Shares held by Entitled Shareholders as at the Record Date, fractional entitlements to be disregarded

METHOD AND TIMETABLE

2. Provide the information mentioned in paragraphs 3 to 7 of this Part to the extent applicable to –
- (a) the offer procedure; and
 - (b) where there is more than one group of targeted potential investors and the offer procedure is different for each group, the offer procedure for each group of targeted potential investors.
-

Please refer to paragraphs 3 to 7 below of this Part 3.

3. State the time at, date on, and period during which the offer will be kept open, and the name and address of the person to whom the purchase or subscription applications are to be submitted. If the exact time, date or period is not known on the date of lodgement of the offer information statement, describe the arrangements for announcing the definitive time, date or period. State the circumstances under which the offer period may be extended or shortened, and the duration by which the period may be extended or shortened. Describe the manner in which any extension or early closure of the offer period must be made public.
-

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

Please refer to the Section entitled “**Expected Timetable of Key Events**” of this Offer Information Statement for details of the offer period of the Rights Issue.

The procedures for, and the terms and conditions applicable to, the acceptance, renunciation and/or sale of the provisional allotments of Rights Shares and the application for Excess Rights Shares, including the different modes of acceptances or application and payment, are contained in Appendices B to D of this Offer Information Statement and in the PAL, the ARE and the ARS.

As at the Latest Practicable Date, the Company does not expect the timetable under the Section entitled “**Expected Timetable of Key Events**” of this Offer Information Statement to be modified. However, the Company may, and with the approval of the SGX-ST, the Sponsor and/or CDP, modify the timetable, subject to any limitation under any applicable laws or regulations. In that event, the Company will publicly announce any modification to the timetable or the Closing Date, through a SGXNET announcement to be posted on the internet at the SGX-ST’s website at <http://www.sgx.com>.

4. State the method and time limit for paying up for the securities or securities-based derivatives contracts and, where payment is to be partial, the manner in which, and dates on which, amounts due are to be paid.

The Rights Shares and Excess Rights Shares are payable in full upon acceptance and/or application. Details of the methods of payment for the Rights Shares and the Excess Rights Shares are contained in Appendices B to D to this Offer Information Statement and in the PAL, the ARE and the ARS.

Please refer to the section entitled “**Expected Timetable of Key Events**” of this Offer Information Statement for the last date and time for payment for the Rights Shares and, if applicable, Excess Rights Shares.

5. State, where applicable, the methods of and time limits for –

- (a) the delivery of the documents evidencing title to the securities or securities-based derivatives contracts being offered (including temporary documents of title, if applicable) to subscribers or purchasers; and
 - (b) the book-entry transfers of the securities or securities-based derivatives contracts being offered in favour of subscribers or purchasers.
-

The Rights Shares will be provisionally allotted to the Entitled Shareholders on or about 2 December 2020 by crediting the provisional allotments into the Securities Accounts of the respective Entitled Depositors or through the despatch of the relevant PALs to the Entitled Scripholders, based on their respective shareholdings in the Company as at the Record Date.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

In the case of Entitled Scripholders and their Renouncees with valid acceptances and successful applications of Excess Rights Shares and who have, amongst others, failed to furnish or furnished incorrect or invalid Securities Account numbers in the relevant form comprised in the PAL, share certificate(s) representing such number of Rights Shares will be sent to such Entitled Shareholders by ordinary post, at their own risk, to their mailing addresses in Singapore as maintained with the Share Registrar within ten (10) Market Days after the Closing Date.

In the case of Entitled Depositors, Purchasers, Entitled Scripholders and their Renouncees (who have furnished valid Securities Account numbers in the relevant form(s) comprised in the PAL) with valid acceptances for the Rights Shares and successful applications for Excess Rights Shares, share certificate(s) representing such number of Rights Shares will be sent to CDP within ten (10) Market Days after the Closing Date and CDP will thereafter credit such number of Rights Shares to their relevant Securities Accounts. CDP will then send to the relevant subscribers, at their own risk, a notification letter stating the number of Rights Shares credited to their Securities Accounts.

Please refer to Appendices B to D of this Offer Information Statement and the ARE, the ARS and the PAL for further details.

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- 6. In the case of any pre-emptive rights to subscribe for or purchase the securities or securities-based derivatives contracts being offered, state the procedure for the exercise of any right of pre-emption, the negotiability of such rights and the treatment of such rights which are not exercised.**
-

Not applicable. No pre-emptive rights have been offered.

- 7. Provide a full description of the manner in which results of the allotment or allocation of the securities or securities-based derivatives contracts are to be made public and, where appropriate, the manner for refunding excess amounts paid by applicants (including whether interest will be paid).**
-

Results of the Rights Issue

The Company will publicly announce the results of the allotment or the allocation of the Rights Shares, as soon as it is practicable after the Closing Date through a SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

Manner of Refund

If any acceptance of Rights Shares is invalid and/or if no Excess Rights Shares are allotted to Entitled Depositors or if the number of Excess Rights Shares allotted to them is less than that applied for, the amount paid on acceptance and/or application and/or the surplus application monies (as the case may be) will be returned or refunded by CDP, on behalf of the Company, to such Entitled Depositors, without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days after the Closing Date by any one or a combination of the following:

- (a) by crediting their bank accounts with the Participating Banks at their own risk (if they accept and (if applicable) apply by way of an Electronic Application), the receipt by such bank being a good discharge to the Company and CDP of their obligations, if any, thereunder; and/or
- (b) by means of a crossed cheque drawn on a bank in Singapore and sent by ordinary post at their own risk to their mailing addresses in Singapore in the records of CDP, or in such other manner as they may have agreed with CDP for the payment of any cash distributions (if they accept and (if applicable) apply through CDP).

If any acceptance of Rights Shares is invalid and/or if no Excess Rights Shares are allotted to Entitled Scripholders or if the number of Excess Rights Shares allotted to them is less than that applied for, the amount paid on acceptance and/or application and/or the surplus application monies (as the case may be) will be returned or refunded by the Company, to such Entitled Scripholders, without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days after the Closing Date by a crossed cheque drawn on a bank in Singapore and sent by ordinary post and at their own risk to their mailing addresses in Singapore as maintained with the Share Registrar.

Please refer to Appendices B to D of this Offer Information Statement and the ARE, the ARS and the PAL for further details.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

PART 4 – KEY INFORMATION

USE OF PROCEEDS FROM OFFER AND EXPENSES INCURRED

- 1. In the same section, provide the information set out in paragraphs 2 to 7 of this Part.**
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Please refer to paragraphs 2 to 7 below of this Part 4.

- 2. Disclose the estimated amount of the proceeds from the offer (net of the estimated amount of expenses incurred in connection with the offer) (called in this paragraph and paragraph 3 of this Part the net proceeds). Where only a part of the net proceeds will go to the relevant entity, indicate the amount of the net proceeds that will be raised by the relevant entity. If none of the proceeds will go to the relevant entity, provide a statement of that fact.**
-

Based on the Existing Share Capital, the gross proceeds arising are approximately S\$2.89 million under the Maximum Subscription Scenario and S\$0.8 million under the Minimum Subscription Scenario.

The estimated expenses of the Rights Issue are expected to be S\$0.16 million. The aggregate payment for the subscription by the Undertaking Shareholder pursuant to the Irrevocable Undertaking will be fully offset against the S\$0.8 million Shareholder Loan which Dr. Tan Pang Kee had extended to the Company for general working capital purposes.

Assuming the Maximum Subscription Scenario, the estimated net proceeds from the Rights Issue is expected to be approximately S\$2.73 million, after deducting estimated costs and expenses of approximately S\$0.16 million incurred in connection with the Rights Issue.

Assuming the Minimum Subscription Scenario, the Company will utilise the entire gross proceeds to fully offset against the S\$0.8 million Shareholder Loan which Dr. Tan Pang Kee had extended to the Company for general working capital purposes. Professional fees and expenses relating to the Rights Issue will be paid out of the Company's existing resources as no fresh funds will be raised from the issuance of the Rights Shares.

All of the net proceeds will go to the Company and will be utilised in the manner set out in paragraph 3 of Part 4 of this Offer Information Statement.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

3. Disclose how the net proceeds raised by the relevant entity from the offer will be allocated to each principal intended use. If the anticipated proceeds will not be sufficient to fund all of the intended uses, disclose the order of priority of such uses, as well as the amount and sources of other funds needed. Disclose also how the proceeds will be used pending their eventual utilisation for the proposed uses. Where specific uses are not known for any portion of the proceeds, disclose the general uses for which the proceeds are proposed to be applied. Where the offer is not fully underwritten on a firm commitment basis, state the minimum amount which, in the reasonable opinion of the directors or equivalent persons of the relevant entity, must be raised by the offer of securities or securities-based derivatives contracts.
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The Company intends to use the entire net proceeds under the Maximum Subscription Scenario and the Minimum Subscription Scenario in accordance to the proportions set out below:

Use of Net Proceeds	Maximum Subscription Scenario		Minimum Subscription Scenario	
	Allocation of the Net Proceeds (S\$' million)	Approximate Allocation of the Net Proceeds (%)	Allocation of the Net Proceeds (S\$' million)	Approximate Allocation of the Net Proceeds (%)
Repayment of Shareholder Loan	0.80	29.3	0.80	100.0
General working capital purposes	1.93	70.7	–	–
Net proceeds arising from the Rights Issue (S\$' million)	2.73		0.8	

The amount and percentage allocation of the use of proceeds for these purposes will depend on the amount of Rights Shares allocated to Dr. Tan Pang Kee and subscription of the Rights Shares by other Entitled Shareholders.

General working capital includes, but is not limited to, operating costs of the Group, payment of professional fees, payment of trade-related debts, and payment of staff salaries. The Company envisages more cash to be utilised for its operating activities as the Group is in its business recovery and expansion phase.

Pending the deployment of the net proceeds, the net proceeds may be deposited with banks and/or financial institutions, invested in short-term money market instruments and/or marketable securities, or used for any other purposes on a short-term basis as the Directors may deem appropriate in the interests of the Group.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

The Company will make periodic announcements on the utilisation of the net proceeds as and when such proceeds are materially disbursed and will provide a status report on the use of the net proceeds in the Company's annual report(s) until such time the net proceeds have been fully utilised. Where the proceeds have been used for working capital, the Company will also provide a breakdown with specific details on the use of net proceeds for working capital in the announcements and status reports. Where there is a material deviation in the use of the net proceeds, the Company will announce the reasons for such deviation.

Based on the reasonable opinion of the Directors as at the date of this Offer Information Statement, there is no minimum amount which must be raised from the Rights Issue.

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4. **For each dollar of the proceeds from the offer that will be raised by the relevant entity, state the estimated amount that will be allocated to each principal intended use and the estimated amount that will be used to pay for expenses incurred in connection with the offer.**
-

Based on the intended use of net proceeds as set out in paragraph 3 of this Part, for each dollar of gross proceeds raised from the Rights Issue, the estimated amount that will be allocated for the intended use and to pay for costs and expenses incurred in relation to the Rights Issue are as follows:

For each dollar of gross proceeds raised	Maximum Subscription Scenario (cents)	Minimum Subscription Scenario (cents)
Repayment of Shareholder Loan	27.7	100.0
General working capital purposes	66.8	–
Estimated costs and expenses relating to the Rights Issue	5.5	–
Total	100.0	100.0

Assuming the Minimum Subscription Scenario, the Company will utilise the entire gross proceeds to fully offset against the S\$0.8 million Shareholder Loan which Dr. Tan Pang Kee had extended to the Company for general working capital purposes. Professional fees and expenses relating to the Rights Issue will be paid out of the Company's existing resources as no fresh funds will be raised from the issuance of the Rights Shares.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

5. **If any material part of the proceeds to be raised by the relevant entity will be used, directly or indirectly, to acquire or refinance the acquisition of any asset, business or entity, briefly describe the asset, business or entity and state its purchase price. Provide information on the status of the acquisition and the estimated completion date. Where funds have already been expended for the acquisition, state the amount that has been paid by the relevant entity, or, if the relevant entity is the holding company or holding entity of a group, the amount that has been paid by the relevant entity or any other entity in the group as at the latest practicable date. If the asset, business or entity has been or will be acquired from an interested person of the relevant entity, identify the interested person and state how the cost to the relevant entity is or will be determined and whether the acquisition is on an arm's length basis.**
-

As at the Latest Practicable Date, there is no intention to use the net proceeds, directly or indirectly, to acquire or refinance the acquisition of an asset other than in the ordinary course of business. Nevertheless, in the event that an opportunity arises for the Company to acquire any specific asset which the Directors deem to be in the interest of the Company to acquire, the Company may, subject to such announcement and/or approval of Shareholders being obtained if required by the Catalist Rules, utilise part of the net proceeds to finance such acquisition.

6. **If any material part of the proceeds to be raised by the relevant entity will be used to discharge, reduce or retire the indebtedness of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, of the group, describe the maturity of such indebtedness and, for indebtedness incurred within the past year, the uses to which the proceeds giving rise to such indebtedness were put.**
-

As stated above at paragraph 3, the Company will utilise approximately S\$800,000 of the proceeds from the Rights Issue to offset the Shareholder Loan which had been provided to the Company for the purposes of providing working capital for the business of the Group. The Shareholder Loan is an interest-free loan with no fixed term of repayment and is reviewed by the Company on a half-yearly basis.

7. **In the section containing the information mentioned in paragraphs 2 to 6 of this Part or in an adjoining section, disclose the amount of discount or commission agreed upon between the underwriters, or other placement or selling agents in relation to the offer, and the person making the offer. If it is not possible to state the amount of discount or commission, the method by which it is to be determined must be explained.**
-

In view of the Irrevocable Undertaking by Dr. Tan Pang Kee and the savings in costs enjoyed by the Company as a result of not having to bear any underwriting fees, and there being no minimum amount that must be raised from the Rights Issue, the Company has decided to proceed with the Rights Issue on a non-underwritten basis, and no placement or selling agents have been appointed in relation to the Rights Issue.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

INFORMATION ON THE RELEVANT ENTITY

8. Provide the following information:

- (a) the address and telephone and facsimile numbers of the relevant entity's registered office and principal place of business (if different from those of its registered office), and the email address of the relevant entity or a representative of the relevant entity;

Registered Office and Principal Place of Business	:	1003 Bukit Merah Central, #01-10 Inno Centre Singapore 159836
Tel	:	(65) 6861 0028
Fax	:	(65) 6861 0128
Email	:	info@matex.com.sg

- (b) the nature of the operations and principal activities of the relevant entity or, if it is the holding company or holding entity of a group, of the group;

The principal activities of the Company are the formulation, manufacturing and sale of specialty chemicals focusing on dyestuff and auxiliaries for the textile industry.

As at the Latest Practicable Date, the subsidiaries and Associated Companies of the Company are as follows:

Name of subsidiary	Country of incorporation	Principal activities	Ownership interest (%)
<u>Held by the Company</u>			
Matex Holdings Pte Ltd ("MHPL")	Singapore	General wholesale trading & dyestuffs manufacturing	100
Dedot Pte Ltd ("DPL")	Singapore	Dormant	100
Unimatex Sdn Bhd ("USB")	Malaysia	Formulating, manufacturing and sale of dyestuffs, auxiliaries and optical brighteners	100
Dedot Sdn Bhd ("DSB")	Malaysia	Dormant	100
Amly Chemicals Co., Ltd ("ACL")	PRC	Manufacturing and sale of dyestuffs, auxiliaries and textile chemicals	100

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Name of subsidiary	Country of incorporation	Principal activities	Ownership interest (%)
Matex Chemicals Technologies (Shanghai) Co., Ltd (“ MTL ”)	PRC	General wholesale trading	100
Matex Chemicals (Taixing) Co., Ltd (“ MCT ”)	PRC	Manufacturing and sale of dyestuffs	60
Shanghai Matex Chemicals Co., Ltd (“ SMC ”)	PRC	Sale of dyestuffs	60
<u>Held by subsidiary, MHPL</u>			
Dedot Trading (Shanghai) Co., Ltd (“ DTS ”)	PRC	Import, export and wholesale of all kinds of garments, textile products and chemical products.	100

(c) the general development of the business from the beginning of the period comprising the 3 most recently completed financial years to the latest practicable date, indicating any material change in the affairs of the relevant entity or the group, as the case may be, since –

- (i) the end of the most recently completed financial year for which financial statements of the relevant entity have been published; or**
- (ii) the end of any subsequent period covered by interim financial statements, if interim financial statements have been published;**

The developments in the Group’s business in chronological order from the beginning of the period comprising the three (3) most recently completed financial years to the Latest Practicable Date are set out below. The developments included in this section have been extracted from the related announcements, interim results announcements and annual reports released by the Company via SGXNET and the information presented herein is correct as at the date of each of the relevant announcements. Shareholders are advised to refer to the public announcements released by the Company on SGXNET for further details on these developments.

FY2017

On 11 January 2017, the Company announced the appointment of Mr. Wang Dao Fu as an Independent Director, Chairman of Remuneration Committee and member of Audit and Nominating Committees with effect from 11 January 2017.

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On 15 March 2017, the Company announced that its wholly-owned subsidiary, MHPL has increased its issued and paid-up share capital from S\$1 to S\$1,000,000 by the allotment and issuance of additional 999,999 ordinary shares for a total consideration of S\$999,999 to the Company.

From 12 to 14 April 2017, the Group participated in the 17th China International Dye Industry, Pigment and Textile Chemicals Exhibition – China Interdye 2017 at the Shanghai World Expo Exhibition & Convention Center. It launched Megapro ECO®, a system which eliminated the need for salt in exhaust dyeing. This is an environmental revolution which the Group is working on closely with its strategic partners and customers to commercialise it quickly.

On 1 November 2017, the Company announced the appointment of Mr. Chew Kok Liang and Ms Siau Kuei Lian as the Joint Company Secretaries in place of Mr. Teo Chin Kee with effect from 1 November 2017.

On 1 November 2017, the Company announced the appointment of RHT Corporate Advisory Pte. Ltd. as the Company's Share Registrar in place of M & C Services Private Limited with effect from 1 November 2017. Following the change of the Company's Share Registrar, the Register of Members and Index is kept at 9 Raffles Place, #29-01 Republic Plaza Tower 1, Singapore 048619 with effect from 1 November 2017.

On 23 November 2017, the Company had incorporated a new wholly-owned subsidiary, MTL, in PRC with a registered capital of RMB200,000. The principal activity of MTL is the trading of speciality chemicals and equipment in the PRC.

FY2018

The Company became a Bluesign® System Partner committed to support Bluesign's vision to manage inputs and responsible actions. The Bluesign® system unites the entire textile supply chain to jointly reduce its impact on people and the environment.

FY2019

On 22 June 2019, the Company held the official global launch of Megapro ECO® at ITMA 2019 Barcelona and Planet Textiles 2019: The Sustainable Textiles Summit at Fira de Barcelona, a global forum for leading key experts and practitioners in the fields of sustainability for textile and manufacturing across the fashion value chain.

On 5 September 2019, the Company announced the registered address of the Company's Share Registrar, RHT Corporate Advisory Pte. Ltd., where the Company's Register of Members and Index is kept, will be relocated to 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712 with effect from 16 September 2019.

On 6 November 2019, with Megapro ECO®, the Group won the Singapore Apex Corporate Sustainability Awards under the Sustainable Solutions Category. The Singapore Apex Corporate Sustainability Award recognises companies whose business operations or solutions have demonstrated excellence in embodying the Ten Principles of the United Nations Global Compact, in the areas of environment, human rights, labour and anti-corruption.

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Following the transformation of its fuel source at the Group's Taixing plant, the Group has continued to upgrade its older equipment as well as automating part of its production facilities. As a result, the Group's production capacity has significantly increased from 5,000 tonnes per year to 15,000 tonnes per year currently.

1 January 2020 to Latest Practicable Date

On 22 January 2020, the Company announced that it intends to dissolve its dormant wholly owned subsidiaries, DPL in Singapore and DSB in Malaysia. To facilitate the dissolution of the subsidiaries, the Company had completed the transfer of shares and assets of DTS, the wholly owned subsidiary of DPL, to one of the Company's other subsidiaries, MHPL.

In early 2020, due to the respective country lockdowns and social distancing measures arising from the COVID-19 pandemic, the Group's operations were disrupted. Following the easing of such restrictions, the Group gradually resumed operations in the PRC starting in February 2020, and in Singapore and Malaysia starting in June 2020.

On 28 September 2020, the Company announced that it had conducted an extraordinary general meeting in relation to the proposed change of auditors from Messrs Ernst & Young LLP to Messrs Moore Stephens LLP. Shareholders had approved the proposed change, and with immediate effect, Messrs Moore Stephens LLP is the statutory auditor for the Company.

Save as disclosed in this Offer Information Statement and in public announcements released by the Company, there has been no material change to the affairs of the Group during the period from 1 January 2020 to the Latest Practicable Date.

(d) the equity capital and the loan capital of the relevant entity as at the latest practicable date, showing –

(i) in the case of the equity capital, the issued capital; or

(ii) in the case of the loan capital, the total amount of the debentures issued and outstanding, together with the rate of interest payable thereon;

Issued and paid-up share capital	:	S\$23,406,000 divided into 267,392,320 Shares
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Loan capital	:	Nil
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(e) where –

- (i) the relevant entity is a corporation, the number of shares of the relevant entity owned by each substantial shareholder as at the latest practicable date; or
- (ii) the relevant entity is not a corporation, the amount of equity interests in the relevant entity owned by each substantial interest-holder as at the latest practicable date;

The interests of the Directors and Substantial Shareholders in the Shares, as at the Latest Practicable Date, as recorded in the Register of Directors' Shareholdings and the Register of Substantial Shareholdings are as follows:

	Direct Interest		Deemed Interest	
	Number of Shares ⁽¹⁾	%	Number of Shares	%
Directors				
Tan Pang Kee	58,343,000	21.82	–	–
Tan Guan Liang	590,000	0.22	–	–
John Chen Seow Phun	100,000	0.04	–	–
Substantial Shareholders (other than Directors)				
Khua Kian Keong	28,850,000 ⁽²⁾	10.79	–	–

Notes:

(1) Based on 267,392,320 shares in issue as at the Latest Practicable Date

(2) 28,850,000 shares of Mr. Khua Kian Keong are held under DBS Nominees (Private) Limited

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- (f) any legal or arbitration proceedings, including those which are pending or known to be contemplated, which may have, or which have had in the 12 months immediately preceding the date of lodgement of the offer information statement, a material effect on the financial position or profitability of the relevant entity or, where the relevant entity is a holding company or holding entity of a group, of the group;
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As at the Latest Practicable Date, the Board is not aware of any legal or arbitration proceedings pending or threatened or known to be contemplated by or against the Group which might or which have had in the twelve (12) months immediately preceding the date of this Offer Information Statement, a material effect on the financial position or profitability of the Company or the Group taken as a whole or of any facts likely to give rise to such litigation or arbitration claim.

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- (g) where any securities, securities-based derivatives contracts or equity interests of the relevant entity have been issued within the 12 months immediately preceding the latest practicable date –
- (i) if the securities, securities-based derivatives contracts or equity interests have been issued for cash, state the prices at which the securities or securities-based derivatives contracts have been issued and the number of securities, securities-based derivatives contracts or equity interests issued at each price; or
 - (ii) if the securities, securities-based derivatives contracts or equity interests have been issued for services, state the nature and value of the services and give the name and address of the person who received the securities, securities-based derivatives contracts or equity interests;

-
- (a) No securities or equity interests of the Company have been issued for cash within the twelve (12) months immediately preceding the Latest Practicable Date.
- (b) No securities or equity interests of the Company have been issued for services within the twelve (12) months immediately preceding the Latest Practicable Date.

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- (h) a summary of each material contract, other than a contract entered into in the ordinary course of business, to which the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any member of the group is a party, for the period of 2 years immediately preceding the date of lodgement of the offer information statement, including the parties to the contract, the date and general nature of the contract, and the amount of any consideration passing to or from the relevant entity or any other member of the group, as the case may be.

Neither the Company nor any of its subsidiaries have entered into any material contract (not being contracts entered into in the ordinary course of business carried on or intended to be carried on by the Company or any of its subsidiaries) during the two (2) years preceding the Latest Practicable Date.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

PART 5 – OPERATING AND FINANCIAL REVIEW AND PROSPECTS

OPERATING RESULTS

1. Provide selected data from –

- (a) the audited income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, the audited consolidated income statement of the relevant entity or the audited combined income statement of the group, for each financial year (being one of the 3 most recently completed financial years) for which that statement has been published; and
- (b) any interim income statement of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, any interim consolidated income statement of the relevant entity or interim combined income statement of the group, for any subsequent period for which that statement has been published.

The audited consolidated income statements of the Group for FY2017, FY2018, FY2019, and the unaudited income statements of the Group for 1H2020 are as set out below:

	FY2017	Audited FY2018	FY2019	Unaudited 1H2020
	S\$'000	S\$'000	S\$'000	S\$'000
Revenue	50,584	43,346	38,303	12,998
Cost of sales	(48,655)	(36,965)	(34,711)	(10,972)
Gross Profit	1,929	6,381	3,592	2,026
Other operating income	–	497	519	308
Selling and distribution expenses	(3,369)	(2,611)	(2,612)	(886)
General and administrative expenses	(10,031)	(7,989)	(11,401)	(3,862)
Other operating expenses	(1,555)	(62)	(82)	–
Write-back of impairment losses/(impairment losses) on financial assets	(1,048)	(761)	784	59
Finance income	437	102	62	43
Finance expenses	(779)	(832)	(573)	(246)
Loss before tax	(14,416)	(5,275)	(9,711)	(2,558)
Income tax	(287)	(246)	(105)	(59)
Loss after tax	(14,703)	(5,521)	(9,816)	(2,617)

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	FY2017	Audited FY2018	FY2019	Unaudited 1H2020
	S\$'000	S\$'000	S\$'000	S\$'000
Other comprehensive income/(loss):				
Currency translation difference	(326)	(480)	(694)	231
Other comprehensive income/(loss), net of tax	(326)	(480)	(694)	231
Total comprehensive loss	(15,029)	(6,001)	(10,510)	(2,386)
Loss of the year/period attributable to:				
Owners of the company	(9,628)	(3,721)	(6,247)	(1,542)
Non-controlling interests	(5,075)	(1,800)	(3,569)	(1,075)
	(14,703)	(5,521)	(9,816)	(2,617)
Total comprehensive loss attributable to:				
Owners of the company	(9,707)	(3,949)	(6,729)	(1,435)
Non-controlling interests	(5,322)	(2,052)	(3,781)	(951)
	(15,029)	(6,001)	(10,510)	(2,386)

2. The data mentioned in paragraph 1 of this Part must include the line items in the audited income statement, audited consolidated income statement, audited combined income statement, interim income statement, interim consolidated income statement or interim combined income statement, as the case may be, and must in addition include the following items:
- (a) dividends declared per share in both the currency of the financial statements and the Singapore currency, including the formula used for any adjustment to dividends declared;
 - (b) earnings or loss per share;
 - (c) earnings or loss per share, after any adjustment to reflect the sale of new securities or securities-based derivatives contracts.
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No dividends were declared for FY2017, FY2018, FY2019 and 1H2020.

Financial year	<u>FY2017</u>	<u>Audited</u> <u>FY2018</u>	<u>FY2019</u>	<u>Unaudited</u> <u>1H2020</u>
Dividend per share (cents)	–	–	–	–
LPS before the Rights Issue (cents)	3.60	1.39	2.34	0.58
LPS after adjusting for the Rights Issue under the Maximum Subscription Scenario⁽¹⁾	2.57	0.99	1.67	0.41
LPS after adjusting for the Rights Issue under the Minimum Subscription Scenario⁽²⁾	3.24	1.25	2.10	0.52

Notes:

- (1) For illustrative purposes only, based on the enlarged issued and paid-up share capital following the allotment and issuance of the 106,956,928 Rights Shares.
- (2) For illustrative purposes only, based on the enlarged issued and paid-up share capital following the allotment and issuance of the 29,629,630 Rights Shares.

3. Despite paragraph 1 of this Part, where –

(a) unaudited financial statements of the relevant entity or, if the relevant entity is the holding company or holding entity of a group, the unaudited consolidated financial statements of the relevant entity or unaudited combined financial statements of the group, have been published in respect of the most recently completed financial year; and

(b) the audited financial statements for that year are unavailable,

the data mentioned in paragraph 1 of this Part in respect of the most recently completed financial year may be provided from such unaudited financial statements, if the directors or equivalent persons of the relevant entity include a statement in the offer information statement that to the best of their knowledge, they are not aware of any reason which could cause the unaudited financial statements to be significantly different from the audited financial statements for the most recently completed financial year.

Not applicable. The audited financial statements in respect of FY2019, which is the most recently completed financial year, have been published and are made available on the SGX website at <https://www.sgx.com/>.

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4. In respect of –

- (a) each financial year (being one of the 3 most recently completed financial years) for which financial statements have been published; and
- (b) any subsequent period for which interim financial statements have been published,

provide information regarding any significant factor, including any unusual or infrequent event or new development, which materially affected profit or loss before tax of the relevant entity or, if it is the holding company or holding entity of a group, of the group, and indicate the extent to which such profit or loss before tax of the relevant entity or the group, as the case may be, was so affected. Describe any other significant component of revenue or expenditure necessary to understand the profit or loss before tax for each of these financial periods.

A review of the operations, business and financial performance of the Group are set out below. Save as disclosed in this Offer Information Statement, the Directors are not aware of any significant factor, including any unusual or infrequent event or new development, which materially affected profit or loss before tax of the Group.

1H2020 versus 1H2019

Revenue

The Group recorded a total revenue of S\$13.0 million for 1H2020, a drop of S\$6.7 million or 33.9% in the Group's revenue as compared to the corresponding period 1H2019 of S\$19.7 million. The decrease in the revenue for 1H2020 was mainly due to the impact of COVID-19 pandemic that disrupted the Group's business and operations since early 2020.

Gross Profit

Gross profit for the period increased by S\$0.7 million to S\$2.0 million in 1H2020 despite the lower revenue. This was mainly due to the reclassification of S\$0.6 million idle production cost from cost of sales to general and administrative expenses. The idle production cost was the result of the continued closure of the factories of PRC subsidiaries during the pandemic.

Net Operating Expenses

Net operating expenses decreased by S\$0.7 million from S\$5.1 million in 1H2019 to S\$4.4 million in 1H2020. The decrease was mainly the result of a drop in general and administrative expenses by S\$0.2 million or 5.0%, of which S\$0.4 million was attributable to the decrease in depreciation of property, plant and equipment and right-of-use assets due to fully depreciated assets and disposal of idling assets in 2019, and S\$0.5 million was attributable to the decrease in staff salaries and wages and directors' remuneration, as a result of the restructuring. The decrease in general and administrative expenses was partially offset by the reclassification of idle production cost of S\$0.6 million. Due to the COVID-19 pandemic, lesser travelling and entertainment expenses were incurred in 1H2020 and this resulted in a decrease of S\$0.5 million in selling and distribution expenses.

Other operating income included government financial grants (particularly, Singapore's Jobs Support Scheme) of S\$0.15 million.

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Net Financial Expense

The Group recorded a net financial expense of S\$0.2 million in 1H2020, as compared to an amount of S\$0.24 million in 1H2019. The decrease of S\$0.16 million in finance expenses was mainly due to replacement of higher interest rate loans with lower interest rate loans in 1H2020.

Tax

Taxation was in line with profits made by profitable subsidiaries in the PRC and Malaysia.

Net Results

As a result of the above, the Group registered a loss before tax of S\$2.6 million for 1H2020 as compared to loss before tax of S\$4.1 million for 1H2019. The loss for the period attributable to owners of the Company is approximately S\$1.5 million in 1H2020, as compared to the loss for the period of S\$2.6 million recorded in 1H2019.

FY2019 versus FY2018

Revenue

The Group recorded a total revenue of S\$38.3 million for FY2019, a drop of S\$5.0 million or 11.6% in comparison to S\$43.3 million for FY2018. The reduction in sales during the year was mainly attributable to the decline in our sales in the PRC as a result of decline in production due to safety and environmental upgrades required by the PRC government.

Gross Profit

As a result of the decline in revenue, impairment losses on inventory and with much of the direct cost, such as labour cost, remaining status quo during the year, the Group's FY2019 gross profit decreased by S\$2.8 million or 43.7% to S\$3.6 million (FY2018: S\$6.4 million).

Net Operating Expenses

Net operating expenses increased by S\$1.9 million from S\$10.9 million in FY2018 to S\$12.8 million in FY2019. The increase was mainly a result of an increase in general and administrative expenses by S\$3.4 million or 42.5%, where increase in depreciation of property, plant and equipment and right-of-use assets amounting to S\$0.3 million, increase in amortisation of intangible assets amounting to S\$0.2 million, one-off expense of waste disposal fee of S\$1.3 million and S\$1.3 million impairment losses on a right-of-use asset were the main causes of the increase in general and administrative expenses. During the year, there was a write back of impairment losses on trade receivables of S\$0.78 million as compared to an impairment loss of S\$0.76 million in FY2018, which was mainly due to recovery of debts in trade receivables at the end of the FY. Selling and distribution expenses remained the same at S\$2.6 million for both years. In addition to the abovementioned increase in expenses, other operating income recorded for the year was about S\$0.5 million, the same as per FY2018.

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Net Financial Expense

The Group recorded a net financial expense of S\$0.51 million in FY2019, as compared to S\$0.73 million in FY2018. The decrease in net financial expense was mainly due to a decrease in financial income of S\$0.04 million as well as a decrease in financial cost of S\$0.26 million, which was mainly a result of the decline in the Group's borrowings.

Tax

Taxation was in line with profits made by profitable subsidiaries in the PRC and Malaysia. The reduction in tax amount incurred in FY2019 was due to lower profits generated for the year.

Net Results

As a result of the above, the Group registered a loss before tax of S\$9.7 million for FY2019 as compared to loss before tax of S\$5.3 million for FY2018. The loss after tax attributable to equity holders of the Company was S\$6.2 million in FY2019, as compared to the loss after tax of S\$3.7 million recorded in FY2018.

FY2018 versus FY2017

Revenue

The Group recorded a total revenue of S\$43.3 million for FY2018, a drop of S\$7.3 million or 14.3% in comparison to S\$50.6 million for FY2017. The reduction in sales during the year was mainly attributable to the decline in sales in the PRC as a result of decline in production. Following the transformation of its fuel source at the Group's Taixing plant, the Group has continued to upgrade the old equipment as well as automating part of our production facilities during the second half of the year.

Gross Profit

Though there was a decline in revenue, the Group's FY2018 gross profit increased by S\$4.5 million or 230.8% to S\$6.4 million (FY2017: S\$1.9 million), reflecting an improvement of gross margin from 3.8% in FY2017 to 14.7% in FY2018. This was the result of higher selling price achieved as compared to FY2017 and better control over the cost of production.

Net Operating Expenses

Net operating expenses decreased by S\$5.1 million from S\$16.0 million in FY2017 to S\$10.9 million in FY2018. The decrease was the result of a decrease in general and administrative expenses and impairment losses on financial assets by S\$2.3 million or 21.0%, mainly due to decrease in impairment of trade receivable and the foreign exchange difference. The decrease in operating expenses was also due to the decrease in selling and distribution expenses by S\$0.8 million or 22.5%, which was mainly attributable to decrease in sales commission paid to sales agents. The significant decrease in other operating expenses of S\$1.5 million further reduced the net operating expenses. The decrease in other operating

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expenses is mainly due to the absence of loss incurred in respect to disposal of fixed assets, property, plant and equipment written off and cost incurred in segregation of wastewater from clean water in FY2017.

In addition to the mentioned reduction in expenses, the decrease in net operating expenses was also partly a result of increase in other operating income of approximately S\$0.5 million. The operating income mainly consisted of grants received from government.

Net Financial Expense

The Group recorded a net financial expense of S\$0.73 million in FY2018, as compared to an amount of S\$0.34 million in FY2017. The increase in net financial expense was mainly due to decrease in financial income of approximately S\$0.34 million and slight increase in financial cost of S\$0.05 million. The reduction of financial income was attributable to the decline in interest income earned from lower amount of fixed deposit placed with banks, at a lower interest rate.

Tax

Taxation was in line with profits made by profitable subsidiaries in the PRC and Malaysia. The reduction in tax amount incurred in FY2018 was due to lower profits generated for the year.

Net Results

As a result of the above, the Group registered a loss before tax of S\$5.3 million for FY2018 as compared to loss before tax of S\$14.4 million for FY2017. The loss after tax attributable to equity holders of the Company was approximately S\$3.7 million in FY2018, as compared to the loss after tax of S\$9.6m recorded in FY2017.

FINANCIAL POSITION

5. **Provide selected data from the balance sheet of the relevant entity or, if it is the holding company or holding entity of a group, the group as at the end of –**
- (a) **the most recently completed financial year for which audited financial statements have been published; or**
 - (b) **if interim financial statements have been published for any subsequent period, that period.**
-

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The audited consolidated statement of financial position of the Group as at 31 December 2019 as well as the unaudited consolidated statement of financial position of the Group as at 30 June 2020 is set out below:

	Audited	Unaudited
	As at	As at
	31 Dec 2019	30 Jun 2020
	S\$'000	S\$'000
ASSETS		
Non-current assets		
Property, plant and equipment	12,788	12,272
Right-of-use assets	735	665
Intangible assets	653	565
Investment in subsidiaries	—	—
Long term prepaid and deferred expenses	129	67
Trade and notes receivables	226	28
Total non-current assets	14,531	13,597
Current assets		
Inventories	12,222	11,734
Trades and notes receivables	8,527	6,135
Other receivables and deposits	1,501	1,757
Prepayments	403	251
Fixed deposits	1,771	1,500
Cash and bank balances	3,218	3,854
Total current assets	27,642	25,231
Total assets	42,173	38,828
LIABILITIES		
Current liabilities		
Trade payables	6,337	4,081
Bill payables to banks	535	709
Other payables and accruals	5,832	5,862
Contract liabilities	368	9
Lease liabilities	417	388
Term loans	6,176	8,029
Total current liabilities	19,665	19,079
Net current assets	7,977	6,152

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	Audited As at 31 Dec 2019 S\$'000	Unaudited As at 30 Jun 2020 S\$'000
Non-current liabilities		
Lease liabilities	624	422
Other long-term liabilities	178	–
Deferred tax liabilities	45	53
Total non-current liabilities	847	474
Net assets	21,661	19,275
Equity		
Share capital	23,406	23,406
Capital reserve	294	294
General reserve	4,417	4,417
Enterprise expansion fund	4,417	4,417
Translation reserve	(789)	(682)
Retained losses	(14,840)	(16,382)
	16,905	15,470
Non-controlling interests	4,756	3,805
Total equity	21,661	19,275

6. The data mentioned in paragraph 5 of this Part must include the line items in the audited or interim balance sheet of the relevant entity or the group, as the case may be, and must in addition include the following items:
- (a) number of shares after any adjustment to reflect the sale of new securities or securities-based derivatives contracts;
 - (b) net assets or liabilities per share;
 - (c) net assets or liabilities per share after any adjustment to reflect the sale of new securities or securities-based derivatives contracts.
-

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

	Audited As at 31 Dec 2019	Unaudited As at 30 Jun 2020
Before the Rights Issue		
NAV attributable to Shareholders (S\$'000)	16,905	15,470
Number of Shares before the Rights Issue	267,392,320	267,392,320
NAV per Share (cents)	6.32	5.79
After the Rights Issue (under the Maximum Subscription Scenario)		
NAV attributable to Shareholders (S\$'000)	16,905	15,470
Add: Net Proceeds from the Rights Issue (S\$'000)	2,731	2,731
Adjusted NAV after the Rights Issue (S\$'000)	19,636	18,201
Number of Shares after Rights Issue	374,349,248	374,349,248
Adjusted NAV per Share after the Rights Issue ⁽¹⁾ (cents)	5.25	4.86
After the Rights Issue (under the Minimum Subscription Scenario)		
NAV attributable to Shareholders (S\$'000)	16,905	15,470
Add: Net Proceeds from the Rights Issue (S\$'000)	800	800
Adjusted NAV after the Rights Issue (S\$'000)	17,705	16,270
Number of Shares after Rights Issue	297,021,950	297,021,950
Adjusted NAV per Share after the Rights Issue ⁽¹⁾ (cents)	5.96	5.48

Note:

- (1) The adjusted NAV per Share after the Rights Issue was calculated on the assumption that the Rights Shares were issued at the end of the respective financial period and added to the number of Shares in issue for the respective financial period.

LIQUIDITY AND CAPITAL RESOURCES

7. Provide an evaluation of the material sources and amounts of cash flows from operating, investing and financing activities in respect of –
- (a) the most recently completed financial year for which financial statements have been published; and
- (b) if interim financial statements have been published for any subsequent period, that period.
-

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

The cash flow statements of the Group for FY2019 (audited) and 1H2020 (unaudited) are set out below:

	Audited FY2019 S\$'000	Unaudited 1H2020 S\$'000
Cash flows from operating activities:		
Loss before taxation	(9,711)	(2,558)
Adjustments:		
Interest expense	573	246
Interest income	(62)	(43)
(Write-back of impairment)/impairment losses on trade receivables	(784)	–
Write-back of impairment losses on financial assets	–	(59)
Loss/(gain) on disposal of property, plant and equipment	1	(39)
Depreciation of property, plant and equipment	1,909	775
Depreciation of right-of use assets	188	76
Impairment of right-of-use assets	1,272	–
Amortisation of intangible assets	162	81
(Write-back of allowance)/Allowance for inventory obsolescence	472	(1)
Exchange differences	257	(216)
Operating cash flows before changes in working capital	(5,723)	(1,738)
Decrease/(increase) in inventories	(217)	681
Decrease in trade and other receivables	2,200	2,486
Decrease/(increase) in note receivables from banks	1,729	127
Decrease in advances to suppliers	61	215
Decrease/(increase) in prepayments	278	2
(Decrease)/increase in trade and other payables	2,316	(2,395)
(Decrease)/increase in contract liabilities	157	(541)
Increase/(decrease) in tax payables	–	8
Net Cash (used) in/generated from operations	801	(1,155)
Interest received	62	43
Interest paid	(573)	(246)
Income tax (paid)/refunded	(239)	(26)
Net cash (used in)/generated from operating activities	51	(1,384)

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	Audited FY2019 S\$'000	Unaudited 1H2020 S\$'000
Cash flows from investing activities:		
Purchase of property, plant and equipment	(1,407)	(59)
Purchase of intangible assets	–	–
Proceeds from disposal of property, plant and equipment	9	65
Net cash (used in)/generated from investing activities	(1,398)	6
Cash flows from financing activities:		
(Increase)/Decrease in restricted cash	(267)	267
Proceeds from loans and borrowings	–	3,306
Repayment of loans and borrowings	(1,777)	(1,575)
Payment of principal portion of lease liabilities	(439)	(209)
Increase/(decrease) in bill payables to banks	397	163
Net cash (used in)/generated from financing activities	(2,086)	1,952
Net increase/(decrease) in cash and cash equivalents	(3,433)	574
Cash and cash equivalents at beginning of the financial year/period	6,879	3,222
Effect of exchange rate differences in cash and cash equivalents	(224)	58
Cash and cash equivalents at end of the financial year/period	3,222	3,854

A review of the cash flow position of the Group for the relevant periods are set out below:

1H2020

Net cash used in operating activities

In 1H2020, approximately S\$1.4 million of net cash was used to fund the operating activities, which was a result of operating loss before changes in working capital of S\$1.7 million, net working capital inflows of approximately S\$0.6 million and net interest and tax expense of S\$0.2 million.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

Net cash generated from investing activities

In 1H2020, the Group's net cash inflow from investing activities amounted to approximately S\$0.006 million, which was mainly due to the proceeds from the disposal of property, plant and equipment of S\$0.065 million and was offset by the purchase of property, plant and equipment of S\$0.059 million.

Net cash generated from financing activities

In 1H2020, the Group's net cash inflow from financing activities amounted to approximately S\$2.0 million. This was mainly due to the increase in loans and borrowings of S\$3.3 million, reduction in restricted cash of S\$0.3 million, increase in bills payable to banks of S\$0.2 million, and offset by loan repayments of S\$1.5 million and lease liabilities repayment of S\$0.2 million.

FY2019

Net cash generated from operating activities

In FY2019, approximately S\$0.1 million of net cash was generated from operating activities, which was a result of operating loss before changes in working capital of S\$5.7 million, net working capital inflows of approximately S\$6.5 million and net interest and tax paid of S\$0.7 million.

Net cash used in investing activities

In FY2019, the Group's net cash outflow from investing activities amounted to S\$1.4 million, which was mainly due to purchases of property, plant and equipment.

Net cash used in financing activities

In FY2019, the Group's net cash outflow from financing activities amounted to approximately S\$2.1 million. This was mainly due to increase in restricted cash of S\$0.3 million, loan repayment of S\$1.8 million, repayment of lease liabilities of S\$0.4 million, partially offset by an increase in bill payables to banks of S\$0.4 million.

-
8. **Provide a statement by the directors or equivalent persons of the relevant entity as to whether, in their reasonable opinion, the working capital available to the relevant entity or, if it is the holding company or holding entity of a group, to the group, as at the date of lodgement of the offer information statement, is sufficient for at least the next 12 months and, if insufficient, how the additional working capital considered by the directors or equivalent persons to be necessary is proposed to be provided. When ascertaining whether working capital is sufficient, any financing facilities which are not available as at the date of lodgement of the prospectus must not be included, but net proceeds from the offer may be taken into account if the offer is fully underwritten. Where the offer is not fully underwritten, minimum net proceeds may be included only if it is an express condition of the offer that minimum net proceeds are to be raised and that the application moneys will be returned to investors if the minimum net proceeds are not raised.**
-

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

As at the date of this Offer Information Statement, the Directors are of the reasonable opinion that, barring unforeseen circumstances and after taking into consideration the Group's internal resources, operating cash flow, present banking facilities, the Shareholder Loan, and the net proceeds of the Rights Issue, the working capital available to the Group is sufficient to meet its requirements for the next twelve months.

- 9. If the relevant entity or any other entity in the group is in breach of any of the terms and conditions or covenants associated with any credit arrangement or bank loan which could materially affect the relevant entity's financial position and results or business operations, or the investments by holders of securities or securities-based derivatives contracts in the relevant entity, provide –**

- (a) a statement of that fact;**
 - (b) details of the credit arrangement or bank loan; and**
 - (c) any action taken or to be taken by the relevant entity or other entity in the group, as the case may be, to rectify the situation (including the status of any restructuring negotiations or agreement, if applicable).**
-

To the best of the Directors' knowledge at the Latest Practicable Date, the Directors are not aware of any breach by any entity in the Group of any terms and conditions or covenants associated with any credit arrangement or bank loan, which could materially affect the Group's financial position and results or business operations, or the investments by holders of securities in the Company.

TREND INFORMATION AND PROFIT FORECAST OR PROFIT ESTIMATE

- 10. Discuss –**

- (a) the business and financial prospects of the relevant entity or, if it is the holding company or holding entity of a group, the group, for the next 12 months from the latest practicable date; and**
 - (b) any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources for at least the current financial year, or that may cause financial information disclosed in the offer information statement to be not necessarily indicative of the future operating results or financial condition. If there are no such trends, uncertainties, demands, commitments or events, provide an appropriate statement to that effect.**
-

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

The discussion on the business and financial prospects for the Group as set out herein may contain forward-looking statements and are subject to certain risks. Please refer to the Section entitled “**Cautionary Note on Forward-Looking Statements**” of this Offer Information Statement for further details.

Certain business factors or risks which could materially affect the Group’s profitability are set out in the section “**Risk Factors**” set out in Appendix A to this Offer Information Statement. There are uncertainties, demands, commitments or events that may have a material and adverse impact on the business, results of operations, financial condition and prospects of the Group, should they take place.

Barring unforeseen circumstances and the risk factors described under the section “**Risk Factors**” set out in Appendix A to this Offer Information Statement occurring, the Directors are of the view that the outlook for the Group’s businesses for the next twelve (12) months remains challenging. The Group will continue to explore opportunities to expand its businesses via strategic investments and acquisitions, to grow the Group’s revenue. The Group will also continue efforts in controlling costs and reducing overheads to streamline operations to improve overall efficiency. In addition, the Group aims to improve its bottom line by selling higher yielding margin products and service solutions to increase its overall profit margins. With the stabilisation of the COVID-19 situation in Singapore and China, the Group has seen revenue increases since April 2020. Barring any unforeseen circumstances, the Group expects (i) a steady recovery for the rest of the year, (ii) to meet its liability obligations to banks and creditors, (iii) no cash flow issues to meet its operations needs and (iv) no material impairment of assets.

Save as disclosed in this Offer Information Statement, the latest audited financial statements for FY2019, the unaudited financial statements for 1H2020 and public announcements, and barring unforeseen circumstances, the Directors are not aware of any known trends, uncertainties, demands, commitments or events which are reasonably likely to have a material effect on net sales or revenues, profitability, liquidity or capital resources, or that may cause financial information disclosed in this Offer Information Statement to be not necessarily indicative of the future operating results or financial condition.

For the avoidance of doubt, the risk factors set out in the section “**Risk Factors**” set out in Appendix A to this Offer Information Statement are only summaries, and they are not an exhaustive description, of all uncertainties, demands, commitments or events. There may be additional uncertainties, demands and commitments or events not presently known to the Group or that the Group may currently deem immaterial, which could affect its business, results of operations, financial condition and prospects.

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11. **Where a profit forecast is disclosed, state the extent to which projected sales or revenues are based on secured contracts or orders, and the reasons for expecting to achieve the projected sales or revenues and profit, and discuss the impact of any likely change in business and operating conditions on the forecast.**
-

Not applicable. There is no profit forecast disclosed.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

- 12. Where a profit forecast or profit estimate is disclosed, state all principal assumptions, if any, upon which the directors or equivalent persons of the relevant entity have based their profit forecast or profit estimate, as the case may be.**
-

Not applicable. There is no profit forecast or profit estimate disclosed.

- 13. Where a profit forecast is disclosed, include a statement by an auditor of the relevant entity as to whether the profit forecast is properly prepared on the basis of the assumptions mentioned in paragraph 12 of this Part, is consistent with the accounting policies adopted by the relevant entity, and is presented in accordance with the accounting standards adopted by the relevant entity in the preparation of its financial statements.**
-

Not applicable. There is no profit forecast disclosed.

- 14. Where the profit forecast disclosed is in respect of a period ending on a date not later than the end of the current financial year of the relevant entity, provide in addition to the statement mentioned in paragraph 13 of this Part –**

- (a) a statement by the issue manager to the offer, or by any other person whose profession or reputation gives authority to the statement made by that person, that the profit forecast has been stated by the directors or equivalent persons of the relevant entity after due and careful enquiry and consideration; or**
 - (b) a statement by an auditor of the relevant entity, prepared on the basis of the auditor's examination of the evidence supporting the assumptions mentioned in paragraph 12 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to the auditor's attention which gives the auditor reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.**
-

Not applicable. There is no profit forecast disclosed.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

15. Where the profit forecast disclosed is in respect of a period ending on a date after the end of the current financial year of the relevant entity, provide in addition to the statement mentioned in paragraph 13 of this Part –
- (a) a statement by the issue manager to the offer, or by any other person whose profession or reputation gives authority to the statement made by that person, prepared on the basis of an examination by that issue manager or person of the evidence supporting the assumptions mentioned in paragraph 12 of this Part, to the effect that no matter has come to the attention of that issue manager or person reason which gives that issue manager or person reason to believe that the assumptions do not provide reasonable grounds for the profit forecast; or
 - (b) a statement by an auditor of the relevant entity, prepared on the basis of the auditor's examination of the evidence supporting the assumptions mentioned in paragraph 12 of this Part and in accordance with the Singapore Standards on Auditing or such other auditing standards as may be approved in any particular case by the Authority, to the effect that no matter has come to the auditor's attention which gives the auditor reason to believe that the assumptions do not provide reasonable grounds for the profit forecast.

Not applicable. There is no profit forecast disclosed.

SIGNIFICANT CHANGES

16. Disclose any event that has occurred from the end of –
- (a) the most recently completed financial year for which financial statements have been published; or
 - (b) if interim financial statements have been published for any subsequent period, that period,

to the latest practicable date which may have a material effect on the financial position and results of the relevant entity or, if it is the holding company or holding entity of a group, the group, or, if there is no such event, provide an appropriate statement to that effect.

Save as disclosed in this Offer Information Statement, the Company's annual reports, the unaudited financial statements for 1H2020, circulars and in the public announcements made by the Company via SGXNET, the Directors are not aware of any event which has occurred since 30 June 2020 up to the Latest Practicable Date which may have a material effect on the financial position and results of the Group.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

MEANING OF “PUBLISHED”

17. In this Part, “published” includes publication in a prospectus, in an annual report or on the SGXNET.
-

Noted.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

PART 6 – THE OFFER AND LISTING

1. **Indicate the price at which the securities or securities-based derivatives contracts are being offered and the amount of any expense specifically charged to the subscriber or purchaser. If it is not possible to state the offer price at the date of lodgement of the offer information statement, state the method by which the offer price is to be determined and explain how the relevant entity will inform investors of the final offer price.**
-

The Issue Price for each Rights Share is S\$0.027, payable in full upon acceptance and application.

The expenses incurred in the Rights Issue will not be specifically charged to the subscribers of the Rights Shares. The expenses associated with the Rights Issue will be deducted from the gross proceeds received by the Company (except in the Minimum Subscription Scenario, where expenses associated with the Rights Issue will be paid out of the Company's existing resources as no fresh funds will be raised from the issuance of the Rights Shares).

A non-refundable administrative fee will be incurred for each successful Electronic Application made through the ATMs of the respective Participating Banks, and such administrative fee will be borne by the subscribers or purchasers of the Rights Shares.

2. **If there is no established market for the securities or securities-based derivatives contracts being offered, provide information regarding the manner of determining the offer price, the exercise price or conversion price, if any, including the person who establishes the price or is responsible for the determination of the price, the various factors considered in such determination and the parameters or elements used as a basis for determining the price.**
-

The Shares are, and the Rights Shares will be, traded on Catalist.

3. **If –**
- (a) any of the relevant entity's shareholders or equity interest-holders have pre-emptive rights to subscribe for or purchase the securities or securities-based derivatives contracts being offered; and**
 - (b) the exercise of the rights by the shareholder or equity interest-holder is restricted, withdrawn or waived,**

indicate the reasons for such restriction, withdrawal or waiver, the beneficiary of such restriction, withdrawal or waiver, if any, and the basis for the offer price.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

None of the Shareholders have pre-emptive rights to subscribe for the Rights Shares.

As there may be prohibitions or restrictions against the offering of the Rights Shares in certain jurisdictions, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the “**Eligibility of Shareholders to Participate in the Rights Issue**” section of this Offer Information Statement for further details.

- 4. If securities or securities-based derivatives contracts of the same class as those securities or securities-based derivatives contracts being offered are listed for quotation on any approved exchange –**
- (a) in a case where the first-mentioned securities or securities-based derivatives contracts have been listed for quotation on the approved exchange for at least 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities or securities-based derivatives contracts –**
 - (i) for each of the 12 calendar months immediately preceding the calendar month in which the latest practicable date falls; and**
 - (ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date; or**
 - (b) in a case where the first-mentioned securities or securities-based derivatives contracts have been listed for quotation on the approved exchange for less than 12 months immediately preceding the latest practicable date, disclose the highest and lowest market prices of the first-mentioned securities or securities-based derivatives contracts –**
 - (i) for each calendar month immediately preceding the calendar month in which the latest practicable date falls; and**
 - (ii) for the period from the beginning of the calendar month in which the latest practicable date falls to the latest practicable date;**
 - (c) disclose any significant trading suspension that has occurred on the approved exchange during the 3 years immediately preceding the latest practicable date or, if the securities or securities-based derivatives contracts have been listed for quotation for less than 3 years, during the period from the date on which the securities or securities-based derivatives contracts were first listed to the latest practicable date; and**
 - (d) disclose information on any lack of liquidity, if the securities or securities-based derivatives contracts are not regularly traded on the approved exchange.**
-

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

- (a) The Rights Shares to be issued upon subscription are of the same class as the Shares and the Shares are listed for quotation on Catalist.

The price range and volume of the Shares traded on the SGX-ST for each of the last twelve (12) calendar months immediately preceding the calendar month in which the Latest Practicable Date falls and for the period from 1 November 2020 to the Latest Practicable Date are as follows:

Month	High (S\$)	Low (S\$)	Volume of Shares Traded (’000)
October 2019	0.010	0.010	7,000
November 2019	0.010	0.010	322,300
December 2019	0.017	0.010	106,000
January 2020	0.014	0.009	901,000
February 2020	0.015	0.010	100,000
March 2020	—	—	—
April 2020	0.025	0.007	46,573,700
May 2020	0.030	0.016	1,068,600
June 2020	0.024	0.014	48,149,100
July 2020	0.042	0.019	45,583,200
August 2020	0.053	0.020	154,500,800
September 2020	0.054	0.025	83,823,300
October 2020	0.042	0.027	109,814,700
1 November 2020 to Latest Practicable Date (inclusive)	0.034	0.028	38,840,000

Source: Bloomberg L.P. Please note that Bloomberg L.P. has not consented for the purposes of Sections 249 and 277 of the SFA to the inclusion of the information above which is publicly available and is thereby not liable for these statements under Section 253 and Section 254 of the SFA. The Company has included the above information in its proper form and context and has not verified the accuracy of the content of these statements. The Company is not aware of any disclaimers made by Bloomberg L.P. in relation to these quotes.

- (b) Not applicable. The Shares have been listed on the SGX-ST for more than twelve (12) months immediately preceding the Latest Practicable Date.
- (c) There has been no trading suspension of the Shares on the SGX-ST during the three (3) years immediately preceding the Latest Practicable Date.
- (d) Please refer to the above table for the volume of Shares traded for the period from 1 October 2019 to the Latest Practicable Date. Based on the information set out therein, the Shares have been regularly traded on the SGX-ST.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

5. Where the securities or securities-based derivatives contracts being offered are not identical to the securities or securities-based derivatives contracts already issued by the relevant entity, provide –

- (a) a statement of the rights, preferences and restrictions attached to the securities or securities-based derivatives contracts being offered; and
- (b) an indication of the resolutions, authorisations and approvals by virtue of which the entity may create or issue further securities or securities-based derivatives contracts, to rank in priority to or *equally* with the securities or securities-based derivatives contracts being offered.

(a) The Rights Shares, when issued, will rank *pari passu* in all respects with the then existing Shares, save for any dividends, rights, allotments or other distributions, the Record Date for which falls before the date of issue of the Rights Shares.

(b) The Rights Shares are to be issued pursuant to the general share issue mandate approved by the Shareholders at the annual general meeting held on 29 June 2020.

PLAN OF DISTRIBUTION

6. Indicate the amount, and outline briefly the plan of distribution, of the securities or securities-based derivatives contracts that are to be offered otherwise than through underwriters. If the securities or securities-based derivatives contracts are to be offered through the selling efforts of any broker or dealer, describe the plan of distribution and the terms of any agreement or understanding with such entities. If known, identify each broker or dealer that will participate in the offer and state the amount to be offered through each broker or dealer.

The Rights Issue is proposed to be offered on a renounceable non-underwritten basis by the Company of up to 106,956,928 Rights Shares at the Issue Price of S\$0.027, on the basis of two (2) Rights Shares for every five (5) existing Shares held by the Shareholders as at the Record Date, fractional entitlements to be disregarded.

The Rights Shares are payable in full upon acceptance and/or application, and upon allotment and issue, will rank *pari passu* in all respects with the then existing Shares for any dividends, rights, allotments or other distributions, the Record Date for which falls on or after the date of issue of the Rights Shares.

Entitled Shareholders will be provisionally allotted Rights Shares under the Rights Issue on the basis of their shareholdings as at the Record Date. Entitled Shareholders are eligible to participate in the Rights Issue and to receive this Offer Information Statement together with the ARE or PAL, as the case may be, and other accompanying documents at their respective Singapore addresses.

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Entitled Shareholders may accept, decline, or otherwise renounce or trade, in whole or in part, their Nil-Paid Rights and will be eligible to apply for additional Rights Shares in excess of their Nil-Paid Rights. Entitled Depositors will also be able to trade their Nil-Paid Rights on Catalist under the book-entry (scripless) settlement system during the Nil-Paid Rights trading period prescribed by the SGX-ST.

In accordance with the terms and conditions contained in this Offer Information Statement, the ARE, the ARS, the PAL and (if applicable) the Constitution of the Company, the Rights Shares represented by the provisional allotments of (a) Entitled Shareholders who decline, do not accept, or elect not to renounce or trade their Nil-Paid Rights under the Rights Issue and/or (b) ineligible Shareholders (including Foreign Shareholders), will be used to satisfy excess applications (if any), or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit for the benefit of the Company subject to applicable laws and the Catalist Rules.

In the allotment of Excess Rights Shares, preference will be given to Shareholders for the rounding of odd lots, and Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the board of Directors of the Company will rank last in priority for rounding of odd lots and allotment of Excess Rights Shares. For the avoidance of doubt, only Entitled Shareholders (and not Purchasers or Renouncees) shall be entitled to apply for Excess Rights Shares.

The Rights Shares are not offered through the selling efforts of any broker or dealer.

The allotment and issue of the Rights Shares pursuant to the Rights Issue is governed by the terms and conditions as set out in this Offer Information Statement, the PAL, the ARE and the ARS.

As there may be prohibitions or restrictions against the offering of Rights Shares in certain jurisdictions, only Entitled Shareholders are eligible to participate in the Rights Issue. Please refer to the section “**Eligibility of Shareholders to Participate in the Rights Issue**” of this Offer Information Statement for further details.

7. Provide a summary of the features of the underwriting relationship together with the amount of securities or securities-based derivatives contracts being underwritten by each underwriter.

Not applicable. The Rights Issue is not underwritten.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

PART 7 – ADDITIONAL INFORMATION

STATEMENTS BY EXPERTS

- 1. Where a statement or report attributed to a person as an expert is included in the offer information statement, provide such person's name, address and qualifications.**
-

Not applicable. No statement or report attributed to a person as an expert is included in this Offer Information Statement.

- 2. Where the offer information statement contains any statement (including what purports to be a copy of, or extract from, a report, memorandum or valuation) made by an expert –**

- (a) state the date on which the statement was made;**
 - (b) state whether or not it was prepared by the expert for the purpose of incorporation in the offer information statement; and**
 - (c) include a statement that the expert has given, and has not withdrawn, his or her written consent to the issue of the offer information statement with the inclusion of the statement in the form and context in which it is included in the offer information statement.**
-

Not applicable. No statement has been made by an expert in this Offer Information Statement.

- 3. The information mentioned in paragraphs 1 and 2 of this Part need not be provided in the offer information statement if the statement attributed to the expert is a statement to which the exemption under regulation 33(2) applies.**
-

Not applicable. No statement has been made by an expert in this Offer Information Statement.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

CONSENTS FROM ISSUE MANAGERS AND UNDERWRITERS

4. Where a person is named in the offer information statement as the issue manager or underwriter (but not a sub-underwriter) to the offer, include a statement that the person has given, and has not withdrawn, his or her written consent to being named in the offer information statement as the issue manager or underwriter, as the case may be, to the offer.

Not applicable. There is no issue manager or underwriter to the offer.

OTHER MATTERS

5. Include particulars of any other matters not disclosed under any other paragraph of this Schedule which could materially affect, directly or indirectly –
- (a) the relevant entity's business operations or financial position or results; or
 - (b) investments by holders of securities or securities-based derivatives contracts in the relevant entity.

Save as disclosed below and in this Offer Information Statement, the Company's annual reports, circulars and SGXNET announcements, and to the best of the Directors' knowledge and belief, the Directors are not aware of any other particulars of any other matters not disclosed under any other paragraph of this Offer Information Statement which could materially affect, directly or indirectly, the Company's business operations or financial position or results or investments by the holders of securities in the Company.

PART 8 – ADDITIONAL INFORMATION REQUIRED FOR OFFER OF DEBENTURES OR UNITS OF DEBENTURES

Not applicable.

PART 9 – ADDITIONAL INFORMATION REQUIRED FOR CONVERTIBLE DEBENTURES

Not applicable.

SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

PART 10 – ADDITIONAL INFORMATION REQUIRED FOR OFFER OF SECURITIES OR SECURITIES-BASED DERIVATIVES CONTRACTS BY WAY OF RIGHTS ISSUE

1. Provide –

- (a) the particulars of the rights issue;**
 - (b) the last day and time for splitting of the provisional allotment of the securities or securities-based derivatives contracts to be issued pursuant to the rights issue;**
 - (c) the last day and time for acceptance of and payment for the securities or securities-based derivatives contracts to be issued pursuant to the rights issue;**
 - (d) the last day and time for renunciation of and payment by the Renouncee for the securities or securities-based derivatives contracts to be issued pursuant to the rights issue;**
 - (e) the terms and conditions of the offer of securities or securities-based derivatives contracts to be issued pursuant to the rights issue;**
-

- (a) Please refer to the section **“Summary of the Rights Issue”** of this Offer Information Statement for the particulars of the Rights Issue.
 - (b) The last date and time for the splitting of the provisional allotment of the Rights Shares is on 11 December 2020 at 5.00 pm (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Please refer to the Section of this Offer Information Statement entitled **“Expected Timetable of Key Events”** for more details.
 - (c) The last date and time for acceptance of and payment for the Rights Shares is on 17 December 2020 at 5.00 pm. (at 9.30 p.m. for Electronic Applications via ATM of Participating Banks) (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Please refer to the Section of this Offer Information Statement entitled **“Expected Timetable of Key Events”** for more details.
 - (d) The last date and time for acceptance of and payment by the Renouncee for the Rights Shares is on 17 December 2020 at 5.00 p.m. (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Please refer to the Section of this Offer Information Statement entitled **“Expected Timetable of Key Events”** for more details.
 - (e) The terms and conditions of the Rights Issue are as set out in this Offer Information Statement, including Appendices B to D, and in the PAL, the ARE and the ARS.
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SIXTEENTH SCHEDULE OF THE SECURITIES AND FUTURES (OFFERS OF INVESTMENTS) (SECURITIES AND SECURITIES-BASED DERIVATIVES CONTRACTS) REGULATIONS 2018

- (f) the particulars of any undertaking from the substantial shareholders or substantial equity interest-holders, as the case may be, of the relevant entity to subscribe for their entitlements; and**

To demonstrate his support for the Rights Issue, the Undertaking Shareholder, Dr. Tan Pang Kee, who holds approximately 21.82% (or 58,343,000 Shares) of the Company's Existing Share Capital as at the date of the Latest Practicable Date, has provided the Company with an Irrevocable Undertaking that he will, subject to the terms of the Irrevocable Undertaking, subscribe in full for his pro rata entitlement of Rights Shares (entitlement pro rata vis-à-vis all other Shareholders) and/or unsubscribed Rights Shares up to the amount of the Shareholder Loan PROVIDED ALWAYS that if due to the Irrevocable Undertaking, the Concert Parties are placed in a position of incurring a mandatory general offer obligation under Rule 14 of the Code, the Company shall scale down his subscription amount and the resultant Rights Shares in such a manner so as to avoid placing them in such a position.

- (g) if the rights issue is or will not be underwritten, the reason for not underwriting the issue.**

The Rights Issue will not be underwritten. In view of the Irrevocable Undertaking by Dr. Tan Pang Kee and the savings in costs enjoyed by the Company as a result of not having to bear any underwriting fees, and there being no minimum amount that must be raised from the Rights Issue, the Company has decided to proceed with the Rights Issue on a non-underwritten basis.

PART 11 – ADDITIONAL INFORMATION REQUIRED FOR OFFER INFORMATION STATEMENT FOR PURPOSES OF SECTION 277(1AC)(A)(I) OF ACT

Not applicable.

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8A OF THE CATALIST RULES

WORKING CAPITAL

1. Provide a review of the working capital for the last three financial years and the latest half year, if applicable.

The total current assets, total current liabilities and working capital of the Group for FY2017, FY2018, FY2019 and 1H2020 are as follows:

	FY2017 S\$'000 (Audited)	FY2018 S\$'000 (Audited)	FY2019 S\$'000 (Audited)	1H2020 S\$'000 (Unaudited)
Total Current Assets	46,079	35,364	27,642	25,231
Total Current Liabilities	23,592	18,722	19,665	19,079
Working Capital	22,487	16,642	7,977	6,152

A review of the working capital of the Group for the relevant periods is set out below:

Overview

While the net current assets of the Group have been decreasing year-on-year from FY2017 to 1H2020, the rate of decrease has been falling as well. In addition, it is worth noting that the current ratio of the time periods outlined above is always above one (1), which is indicative of the Group's short-term solvency and liquidity.

1H2020 versus FY2019

The decrease in net current assets of S\$1.825 million from S\$7.977 million in **FY2019** to S\$6.152 million in **1H2020** was mainly due to an increase in term loans (increased by S\$1.853 million) and a larger decrease in trade and notes receivables (decreased by S\$2.392 million), partially offset by the decrease in trade payables (decreased by S\$2.256 million), which was mainly due to a reduction in sales. Accordingly, this led to an overall decrease in net current assets.

FY2019 versus FY2018

The decrease in net current assets of S\$8.645 million from S\$16.642 million in **FY2018** to S\$7.997 million in **FY2019** was mainly due to the significant decrease in the Group's cash at banks and on hand (decreased by S\$3.625 million), a significant decrease in the Group's trade and notes receivables (decreased by S\$3.268 million), an increase in trade payables (increased by S\$1.289 million), and a decrease in inventories (decreased by S\$0.598 million). Accordingly, this led to an overall decrease in net current assets.

FY2017 versus FY2018

The decrease in net current assets of S\$5.845 million from S\$22.487 million in **FY2017** to S\$16.642 million in **FY2018** was mainly due to the significant decrease in the Group's trade and notes receivables (decrease by S\$5.922 million), a significant decrease in the Group's

**ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER
APPENDIX 8A OF THE CATALIST RULES**

cash at banks and on hand (decrease by S\$2.052 million) and a significant decrease of advances to suppliers (decreased by S\$3.417 million), partially offset by a decrease in other payables and accruals (decreased by S\$1.863 million), an increase in inventories (increased by S\$1.163 million), an increase in other receivables and deposits (increased by S\$1.060 million) as well as a decrease in term loans (decreased by S\$0.682 million). Accordingly, this led to an overall decrease in net current assets.

ADDITIONAL DISCLOSURE REQUIREMENTS FOR RIGHTS ISSUES UNDER APPENDIX 8A OF THE LISTING MANUAL

CONVERTIBLE SECURITIES

- 2. Where the rights issue or bought deal involves an issue of convertible securities, such as company warrants or convertible debt, the information in Rule 832 of the Catalyst Rules.**
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Not applicable. The Rights Issue does not involve an issue of convertible securities.

- 3. Where the rights issue or bought deal is underwritten and the exercise or conversion price is based on a price fixing formula, to state that the exercise or conversion price must be fixed and announced before trading of nil-paid rights commences.**
-

Not applicable. The Rights Issue does not involve an issue of convertible securities and will not be underwritten.

RESPONSIBILITY STATEMENTS

- 4. A statement by the sponsor and each financial adviser in the form set out in Practice Note 12A of the Catalyst Rules.**
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To the best of the Sponsor's knowledge and belief, this Offer Information Statement constitutes full and true disclosure of all material facts about the Rights Issue, the Company and its subsidiaries and the Sponsor is not aware of any facts the omission of which would make any statement in the document misleading.

No profit forecast is contained in this Offer Information Statement.

APPENDIX A – RISK FACTORS

RISK FACTORS

To the best of the Directors' knowledge and belief as at the Latest Practicable Date, all the risk factors that are material to Shareholders and prospective investors in making an informed judgment on the Rights Issue (save for those which have already been disclosed to the general public) are set out below. The risks described below are not intended to be exhaustive. In addition to the risks described below, the Group could be affected by risks relating to the industry and countries in which the Group operates as well as economic, business, market and political risks. In addition, there may be additional risks not presently known to the Group, or that the Group currently deems immaterial, but which could affect its operations. If any of the following considerations and uncertainties develops into actual events, the business, results of operations, financial condition and prospects of the Group could be materially and adversely affected. In that event, the trading price of the Shares and/or the Rights Shares could decline, and investors may lose all or part of their investment in the Shares and/or the Rights Shares.

There may be additional risks not presently known to the Group, or that the Group may currently deem immaterial, which could affect its operations, possibly materially. If any of the following considerations and uncertainties develops into actual events, the business, financial considerations and results of operations of the Company and the Group could be materially and adversely affected. In such cases, the trading price of the Shares could decline and a prospective investor or subscriber may lose all or part of his investment in the Shares and the Rights Shares.

*Prospective investors should carefully consider and evaluate these terms and conditions and all other information contained in this Offer Information Statement before deciding whether to invest in the Shares and/or the Rights Shares. Prospective investors should also note that certain of the statements set forth below constitute "forward-looking statements" that involve risks and uncertainties – please see the section "**Cautionary Note on Forward-Looking Statements**" of this Offer Information Statement for further details.*

RISKS RELATING TO THE GROUP'S BUSINESS AND INDUSTRY

The ongoing COVID-19 global outbreak and any future occurrence of force majeure events, natural disasters, industrial accidents or outbreaks of contagious diseases may have a material and adverse effect on the Group's business operations, financial condition, results of operations and prospects.

The emergence of COVID-19 pandemic has had affected, among others, the trading business globally, and that had resulted in a significant decline in the demand for products within the textile industry. Globally, government financial schemes are expected to continue, and this will help companies to mitigate some losses and stay afloat during this pandemic.

The Group will continue to increase its cost control measures such as, reducing directors remuneration and buying raw materials at better prices. In addition, the Group aims to improve its bottom line by selling higher yielding margin products and service solutions to increase its overall profit margins.

With the stabilisation of the COVID-19 situation in Singapore and the PRC, barring any unforeseen circumstances, the Group expects the following:

- (a) a steady recovery for the rest of the year;
- (b) meeting its liability obligations to banks and creditors;

APPENDIX A – RISK FACTORS

- (c) no cash flows issues to meet its operational needs; and
- (d) no material impairment of assets.

While as at the Latest Practicable Date, there are no positive cases of COVID-19 amongst the Group's employees, there is no guarantee that they will not be suspected of having COVID-19, or no guarantee of the Group's factories not being identified as a possible cluster of COVID-19 cases, requiring the Group's employees to be quarantined and the Group's factories and affected premises being required to undergo disinfection. Any quarantine or suspension of the Group's operations will affect its results of operations.

If in the future there is an outbreak of SARS, bird flu, Ebola or any contagious diseases, it could similarly affect the Group's operations and its employees, where there are suspected or positive cases. The Group may have to temporarily shut down the affected premises and quarantine the relevant employees to prevent the spread of the disease. This will result in delays and may have an adverse effect on the Group's business, results of operation and its financial performance.

The Group is loss-making and has negative operation cash flow, and may remain unprofitable.

The Group has been loss-making and recorded loss after tax of S\$14.703 million, S\$5.521 million and S\$9.816 million respectively for FY2017, FY2018 and FY2019. Indeed, for 1H2020, the Group recorded loss after tax of S\$2.617 million. Additionally, the Group also had negative operating cash flow in FY2018, and most recently for 1H2020.

The Group expects operating expenses to increase in future in connection with the continued development and expansion of its business operations. In addition, the Group may continue to experience negative operating cash flow. In the event that revenue generated from the Group's operations prove insufficient for its working capital, it may need to access the capital markets for debt or equity financing to fund its business operations. Additional financing may result in a dilution of existing Shareholders' investments, and there is no assurance that the Group will be able to obtain any additional financing on terms that are acceptable to it or at all. If the Group is unable to achieve profitability or obtain financing, the business operations, financial condition, results of operations and prospects of the Group may be materially and adversely affected.

The developments of the ongoing trade war between the United States of America ("US") and the PRC.

In light of the uncertainty and volatility in the developments regarding the trade war between the US and the PRC, large apparel companies may seek to diversify their risk in manufacturing operations away from the PRC, putting a downward pressure on the PRC's global market share in the export of textile products. The availability of new work orders from existing customers, new work orders from new customers and continued work orders from existing customers, will decrease. This decrease in demand for the Group's services will translate into a downward pressure on the price of the Group's services and products. Consequently, adversely affecting the Group's revenue and profit margin.

APPENDIX A – RISK FACTORS

The tightening of environmental and safety regulations in the PRC may have a material and adverse impact on the Group's business operations in the PRC.

Due to the pollutive nature of the Company's business and industry and compounded by the growing public awareness for the need to reduce pollution to the environment, companies worldwide are facing increasing pressure from governments and the public to reduce pollution to the environment. The existing stringent environmental and safety compliance measures implemented by the PRC government in recent years has led to disruptions in the Group's production facilities in the PRC. In the same vein, if the PRC government further tightens its regulations, this will cause an even greater drag on the Group's overall financial performance.

The Group's business is dependent on the textile industry. Any decrease in demand could adversely affect its business, results of operations, financial condition and prospects.

The principal activities of the Group are the formulation, manufacturing and sale of specialty chemicals focusing on dyestuff and auxiliaries for the textile industry. The textile industry is in turn dependent on, amongst others, the demand for textiles, particularly from consumers. In the event of any diminished demand, the textile industry and consequently, the demand for the Group's products will also decrease. Should there be insufficient demand for its products, the Group's business operations, financial performance and prospects may be adversely affected.

The Group's business is dependent on the supply and costs of raw materials. Any disruption in the supply or fluctuation in the price of our raw materials could adversely affect its business, results of operations, financial condition and prospects.

Price and availability of raw materials could fluctuate significantly as a result of changing market conditions, government policies and regulations and climate as general economic conditions, causing significant shortage or disruption in the supply of or a material change in the market price of raw materials. Furthermore, the supply of the necessary raw materials for fabric dye manufacturing is a captive market, where choices of suppliers are severely limited. This limits any room for price negotiation between the Group and its suppliers, and subsequently results in higher raw material costs. Any increase in raw material costs without corresponding increase in selling price would reduce our profit margin. There may be instances where the Group may not be able to fully recover from increases in the cost of raw materials due to contractual arrangements or to weakness in demand for, or oversupply of, its products. As such, any disruption in the supply of or fluctuation in the price of our raw materials could have an adverse effect on the Group's business, results of operations, financial condition and prospects.

The Group is exposed to the credit risks of its customers.

The Group's primary exposure to credit risk arises through its trade receivables. Credit risk is managed through the application of credit approval, setting credit limits, and monitoring procedures. Although the Group regularly reviews its credit exposure to its customers, credit risk will nevertheless arise from events or circumstances that are difficult to anticipate or detect or are beyond the control of the Group. Such events may arise due to risks including, but not limited to, political, social, legal, economic and foreign exchange risks and accordingly, this will have an adverse impact on the Group's financial performance, financial position and prospects. Such events may impact on our customer's ability to make timely payment and our enforcement for payments may not be effective.

APPENDIX A – RISK FACTORS

The Group faces intense competition in its business.

The Group operates in a highly competitive industry and faces substantial competition, and many of its competitors have a longer track record. If the Group is not as efficient as its competitors, or is unable to acquire or develop new production technologies required to meet demand, its competitiveness will be adversely affected. Additionally, the Group's competitors may have significantly greater financial, technical and marketing resources, stronger brand recognition, more extensive customer base or are better entrenched in markets that the Group operates in or which it may venture into in the future. The Group's competitors may also have the ability to respond more quickly to new or emerging production technologies, may adapt more quickly to changes in customer requirements and may devote greater resources to the provision, promotion and sales of their products than the Group.

Increased competition may also result in a downward pressure on the prices of the Group's products and affect profit margins. There can be no assurance that the Group will be able to compete successfully against its competitors in the future. Accordingly, the business operations, financial condition, results of operations and prospects of the Group may be materially and adversely affected if it is not able to compete effectively.

The Group's business is located in Singapore, Malaysia and the PRC, which makes it sensitive to regulatory, economic, social, political, consumer sentiment and competitive conditions therein.

The Group operates in Singapore, Malaysia and the PRC. This focus makes the Group particularly sensitive to, amongst others, regulatory, social, political, economic and competitive conditions, and changes therein that are beyond its control. Any change thereto may have a material and adverse effect on its business operations, financial position, results of operations and prospects. The business faces risks which it faces include the following:

- (a) laws and policies affecting trade, investment and taxes, including laws and policies relating to the foreign ownership, repatriation of funds and withholding taxes, and changes in these laws;
- (b) inflation, interest rates and general conditions;
- (c) changes in local regulatory requirements;
- (d) differing degrees of protection for intellectual property;
- (e) the instability of foreign economies and governments;
- (f) policies governing world trade;
- (g) fluctuating foreign exchange rates;
- (h) the spread of communicable diseases in such jurisdictions, which may impact business in such jurisdictions; and
- (i) natural disasters, war and acts of terrorism.

APPENDIX A – RISK FACTORS

An adverse development related to any of the abovementioned factors and other risks associated with international trade may have a material and adverse effect on the Group's business operations, financial condition, results of operation and prospects if our Group is unable to adapt our business strategies or operations accordingly.

The Group may fail to successfully implement its business plans.

The growth and future success of the Group is dependent on, among others, the successful completion of business plans proposed to be undertaken by the Group and the sufficiency of demand for its products. There is no assurance that actual demand for the Group's products after its business plans are completed will be similar to the amount of demand predicted.

Further, the successful implementation of these plans depends on the Group's ability to obtain timely and sufficient funding, and the ability to attract the necessary employees to support its business plans. The execution of its expansion strategy may also place a strain on managerial, operational and financial reserves. The management capabilities of the senior management team may not be able to increase proportionally with the pace of expansion. Should the Group fail to implement its expansion plans or should there be insufficient demand for its products, its business operations, financial performance and prospects may be adversely affected.

The Group's future success is dependent on its key management personnel and its ability to recruit suitable and qualified employees.

The future success of the Group depends upon the capabilities and efforts of the Group's management team and their ability to hire and retain key management personnel as well as suitable and qualified employees. The ability of the Group to continue to attract, retain and motivate key personnel will have an impact on its operations.

The loss of the services of one or more of these individuals without timely adequate replacements or the inability to attract new suitably qualified personnel at a reasonable cost would have a material adverse effect on the financial performance and operations of the Group. In addition, the Group may lose business to the organisations that members of the key management of the Group may join after leaving their positions with the Group. Although we have entered into service contracts with certain key management personnel of the Group, the Group cannot assure Shareholders that it will be able to continue to engage their services in the future. If the Group is unable to retain or recruit suitable and qualified employees, the Group's business, financial condition and results of operations may be adversely affected.

The Group's insurance policies do not cover all operating risks.

The Group maintains insurance policies covering fire insurance, insurance relating to machinery damage, foreign worker's medical insurance and work injury compensation insurance. However, the Group does not maintain insurance policies for accidents resulting in damage to the environment and subsequently a possible shut down by the regulators, or insurance that covers losses arising from certain operating risks such as acts of terrorism. Further, the Group also does not maintain insurance policies for its raw material inventory as the typical quick turnover of the raw material inventory makes it impractical to do so. Moreover, the Group may not be able to obtain certain types of insurance at a reasonable cost or at all.

With respect to losses which are covered by the Group's insurance policies, it may be difficult and it may take time to recover such losses from insurers, especially if these losses are incurred outside Singapore. In addition, the Group may not be able to recover the full amount from the

APPENDIX A – RISK FACTORS

insurer. There can be no assurance that the Group's policies would be sufficient to cover all potential losses, regardless of the cause, or whether we can recover such losses, or whether the recovery for such losses will be subject to protracted delays. Further, any significant loss may still have a material adverse impact on the Group's business continuity which may consequently affect its financial condition and/or performance.

The Group believes that its existing insurance policies are adequate for the Group's existing business and operations and the Group will review and procure the necessary additional insurance coverage as and when the need arises. However, significant disruption to the Group's operations or damage to its properties or assets, whether as a result of fire and/or other causes, may still have a material adverse impact on the Group's results, operations or financial condition. There is no assurance that any claims made or decided against the Group will be covered by insurance, or if covered, will not exceed the limits of the coverage.

The Group may seek opportunities for growth through acquisitions, joint ventures, investments and partnerships, which may not be successful.

The Group has sought to expand its presence in the region in recent years and may seek opportunities for growth through strategic alliances, joint ventures, investments and partnerships. There is no assurance that the Group can successfully expand its presence in the region, otherwise maintain the financial performance of the Group, meet anticipated financial performance expectations of the Group or that such transactions and initiatives or any of these efforts will be successful. The acquisitions and investments that the Group may make, or joint ventures and partnerships that the Group may enter into, may expose the Group to additional business or operating risks or uncertainties, including but not limited to the following:

- (a) inability to effectively integrate and manage the acquired businesses;
- (b) inability of the Group to exert control over the actions of its joint venture partners, including any non-performance, default or bankruptcy of the joint venture partners;
- (c) time and resources expended to coordinate internal systems, controls, procedures and policies;
- (d) disruption to ongoing business and diversion of management's time and attention from the day-to-day operations and other business concerns;
- (e) risk of entering markets that the Group may have no or limited prior experience or dealing with new counterparties;
- (f) potential loss of key employees and customers of the existing business and acquired businesses;
- (g) risk that an investment or acquisition may reduce the Group's future earnings; and
- (h) exposure to unknown liabilities.

The expansion of the business may expose the Group to risks related to the new business ventures as well as to the economic, legal and regulatory conditions that are different from the business ventures which the Group currently operates in. Accordingly, there is no assurance of success or the sustainability of the Group's business in these new business ventures. If the Group

APPENDIX A – RISK FACTORS

is unable to adapt or assimilate its operations to the new business ventures, this could have a material adverse effect on the business, financial condition, results of operations and prospects of the Group.

The Group is subject to risks associated with debt financing.

Due to the large capital requirements of our business, the Group finances a substantial portion of its business from loans and credit facilities. There can be no assurance that the Group's existing financing options will always remain available at interest rates, terms and conditions acceptable to it, or that it will be able to renew the maturity dates of existing loans and credit facilities. Particularly, the Shareholder Loan is an interest-free loan with no fixed term of repayment and is reviewed by the Company on a half-yearly basis.

The Group's ability to obtain the same is subject to, amongst others, macroeconomic factors such as the condition of the global economy. Any increase in the interest rate environment will increase expense and depress the Group's profitability. There can be no assurance that suitable financing will be available in the required amounts or on acceptable terms, and this may result in, amongst others, a negative impact on the Group's profitability. Additionally, the Group's debt financing arrangements are subject to various terms and conditions.

In the event that the Group is unable to maintain its existing financing options, loans and credit facilities, or is unable to meet payments due thereunder in a timely manner (in which case the Group may be the subject of claims by lenders seeking to recover their loans) the business operations, financial condition, results of operations and prospects of the Group may be materially and adversely affected.

The Group's business, financial condition, results of operations and prospects may be adversely affected by exchange rate instability.

The Group's functional reporting currency for statutory financial statements is presented in Singapore Dollars ("SGD"). However, its revenue, costs and purchases are also in United States Dollars ("USD"), Malaysian Ringgit ("RM") and the PRC's Renminbi ("RMB"). Fluctuations in foreign exchange rates may impact the Group's competitiveness and affect its sale, profitability, financial condition and prospects.

To the extent that sales, purchases and expenses are not naturally matched in the same currency and there are timing differences between collections and payments, the Group will be exposed to any adverse fluctuations in the exchange rates between the various currencies and SGD, which is its reporting currency. Additionally, any currency exchange gain or loss resulting from the translation is recognised as other comprehensive income and accumulated in the foreign currency translation reserve, under equity. If the resulting transactional gains and/or losses, and translation differences, are significant, they may materially affect the Group's financial condition and results of operations of the Group. In addition, the computation of bank covenants and debt ratios may also be affected.

While there are hedging instruments available to reduce the Group's exposure to exchange rate fluctuations, the cost of such hedging instruments may fluctuate significantly over time and can outweigh the potential benefit from the reduced currency volatility. As at the Latest Practicable Date, the Group has not entered into any hedging transactions to reduce its exposure to foreign currency exchange risks. In future, the Group may hedge its material foreign currency translations after taking into consideration the quantum and impact of its foreign exchange risk exposure as well as the transaction costs of any hedging policy, and the prevailing economic and operating conditions. In any event, the availability and effectiveness of these hedges may be limited and the Group may not be able to hedge its exposure successfully, or at all.

APPENDIX A – RISK FACTORS

Risks Relating to the Rights Issue, the Rights Shares and the Shares

The Company's Share price may be volatile.

The market price for the Shares may be highly volatile and can fluctuate significantly and rapidly in response to, amongst others, the following factors, some of which are beyond the Group's control, namely:

- (a) variations in the Group's operating results;
- (b) changes in the Group's assets and liabilities;
- (c) announcements made by the Group in relation to significant acquisitions, strategic alliances or joint ventures;
- (d) success or failure of the Company's management team in implementing business and growth strategies;
- (e) gain or loss of an important business relationship or contract;
- (f) additions or departures of key personnel;
- (g) changes in securities analysts' recommendations, perceptions or estimates of the Group's financial performance;
- (h) changes in the share prices of companies with similar business to the Group that are listed in Singapore, or elsewhere;
- (i) changes in conditions affecting the industry, the general economic conditions or stock market sentiments or other events or factors;
- (j) changes in governmental regulations;
- (k) changes in accounting policies;
- (l) fluctuations in stock market prices and volume;
- (m) involvement in litigation;
- (n) negative publicity involving the Group or any Director or executive officer of the Group or any of its Associates; and
- (o) general economic, stock and credit market conditions.

An active trading market in the Company's Shares and Nil-Paid Rights may not develop.

Active and liquid trading for securities generally result in lower volatilities in price and more efficient execution of buy and sell orders for investors. Generally, the liquidity of the market for a particular share is dependent on, amongst others, the size of the free float, the price of each board lot, institutional interests, and the business prospects of the Group as well as the prevailing market sentiment. There is no assurance that the liquidity of the Shares or the volume of the Shares as traded on the Catalist may not change or decline after the Rights Issue.

APPENDIX A – RISK FACTORS

There is also no certainty that an active trading market for the Nil-Paid Rights on the Catalist will develop during the Rights Trading Period. Even if an active market develops, the trading price of the “nil-paid” rights, which depends on the trading price of the Shares, may be volatile.

Future sale or issuance of Shares could adversely affect the Share price.

Any future sale, availability or issuance of a large number of Shares can have a downward pressure on the Group’s Share price. The sale of a significant number of Shares in the public market after the Rights Issue, or the perception that such sales may occur, could materially and adversely affect the market price of the Shares. These factors will also weaken the Group’s ability to sell additional equity securities.

There can be no assurance that the Rights Issue will raise more than as per the Minimum Subscription Scenario and the Group may require additional funding for its growth plans and such funding may result in a dilution of Shareholders’ investment.

There can be no assurance that Shareholders are able or willing to participate in the Rights Issue and consequently, there can be no assurance that the Rights Issue will raise more than as per the Minimum Subscription Scenario.

Additionally, the Group has attempted to estimate its funding requirements in order to implement its growth plans, as set out in Part 4 of the Offer Information Statement. In the event that the costs of implementing such plans should exceed these estimates significantly or the Group comes across opportunities to grow through expansion plans which cannot be predicted at this juncture and the funds generated from its operations prove insufficient for such purposes, the Group may need to raise additional funds to meet these funding requirements.

These additional funds may be raised by issuing equity or debt securities or by borrowing from banks or from other resources. The Group cannot ensure that it will be able to obtain any additional financing on terms that are acceptable to it, or at all. If the Group fails to obtain additional financing on terms that are acceptable to it, the Group will not be able to implement such plans fully. Such financing, even if obtained, may be accompanied by conditions that limit the Company’s ability to pay dividends or require the Company to seek lenders’ consent for the payment of dividends or restrict the Group’s freedom to operate its business by requiring lenders’ consent for certain corporate actions.

In the event a Shareholder is unable or unwilling to participate in certain additional fund-raising exercises, he may suffer potential dilution in his investment.

The Group’s working capital requirements, financing plans and capital expenditure needs may vary from those presently expected. If the Group does not meet its goals with respect to revenues, or if costs are higher than anticipated or if there are changes to its current financing plans, substantial additional funds may be required. To the extent that funds generated from operations have been exhausted, the Group may have to raise additional funds to meet new financial requirements. These additional funds may be raised by way of a placement or by further rights offering (which would be subject to Shareholders’ approval if necessary) or through the issuance of new Shares.

In such events, if any Shareholder is unable or unwilling to participate in such fund raising, such Shareholder may suffer a dilution in his investment.

APPENDIX A – RISK FACTORS

Investors may not be able to participate in future issues of the Company's Shares.

In the event that the Company issues new Shares, the Company will be under no obligation to offer those Shares to the existing Shareholders at the time of issue, except where the Company elects to conduct a rights issue. If the Company decides to offer to its Shareholders rights to subscribe for additional Shares or any rights of any other nature or other equity issues, the Company will have the discretion and be subject to the relevant laws, rules and regulations as to the procedures to be followed in making such rights offering available to the Company's existing Shareholders or in disposing of such rights for the benefit of such Shareholders and making the net proceeds available to them.

The Company may choose not to offer the rights or other equity issues to its Shareholders or investors having an address outside Singapore, hence overseas Shareholders or investors may be unable to participate in future offerings of its Shares and may experience dilution of their interests in the Company.

The Company may not be able to pay dividends in the future.

The Company's ability to declare dividends to Shareholders will depend on, amongst others, the future financial performance and distributable reserves of the Group. The Company's future financial performance and distributable reserves depend on several factors such as the successful implementation of the Group's strategies, general economic conditions, and the demand for the Group's services.

Many of these factors may be beyond the control of the Group. As such, there is no assurance that the Company will be able to pay dividends to Shareholders after the completion of the Rights Issue. In the event that any entity in the Group enters into any loan agreements in the future, covenants therein may also limit when and how much dividends which the Company can declare and pay.

Shareholders should bear these risks in mind when deciding whether or not to participate in the Rights Issue as they may lose some or all of their investment in the Company.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

1. INTRODUCTION

- 1.1. Entitled Depositors are entitled to receive this Offer Information Statement and the ARE which forms part of this Offer Information Statement. For the purposes of this Offer Information Statement, any reference to an application by way of an Electronic Application without reference to such an Electronic Application being made through an ATM shall, where the Entitled Depositor is a Depository Agent, be taken to include an application made via the SGX-SFG Service.
- 1.2. The provisional allotments of Rights Shares are governed by the terms and conditions of this Offer Information Statement, (if applicable) the Constitution of the Company and the instructions in the ARE.

The number of Rights Shares provisionally allotted to each Entitled Depositor is indicated in the ARE (fractional entitlements (if any) having been disregarded).

The Securities Accounts of Entitled Depositors have been credited by CDP with the provisional allotments of Rights Shares as indicated in the ARE. Entitled Depositors may accept their provisional allotments of Rights Shares in full or in part and are eligible to apply for Rights Shares in excess of their provisional allotments under the Rights Issue. Full instructions for the acceptance of and payment for the provisional allotments of Rights Shares and payment for Excess Rights Shares are set out in the Offer Information Statement as well as the ARE.

- 1.3. If an Entitled Depositor wishes to accept his provisional allotment of Rights Shares specified in the ARE, in full or in part, and (if applicable) apply for Excess Rights Shares, he may do so by way of an Electronic Application or by completing and signing the relevant sections of the ARE. An Entitled Depositor should ensure that the ARE is accurately completed and signed, failing which the acceptance of the provisional allotment of Rights Shares and (if applicable) application for Excess Rights Shares may be rejected.

For and on behalf of the Company, CDP reserves the right to refuse to accept any acceptance(s) and (if applicable) excess application(s) if the ARE is not accurately completed and signed or if the “Free Balance” of your Securities Account is not credited with, or is credited with less than the relevant number of Rights Shares accepted as at the last time and date for acceptance, application and payment or for any other reason(s) whatsoever the acceptance and (if applicable) the excess application is in breach of the terms of the ARE or the Offer Information Statement, at CDP’s absolute discretion, and to return all monies received to the person(s) entitled thereto **BY CREDITING HIS/THEIR BANK ACCOUNT(S) WITH THE RELEVANT PARTICIPATING BANK** (if he/they accept and (if applicable) apply through an ATM of a Participating Bank or through an accepted electronic payment services (such as PayNow) or electronic service delivery networks (“**Accepted Electronic Service**”)), as the case may be, (in each case) **AT HIS/THEIR OWN RISK** or in such other manner as he/they may have agreed with CDP for the payment of any cash distributions without interest or any share of revenue or other benefit arising therefrom (if he/they accept and (if applicable) apply through CDP).

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

AN ENTITLED DEPOSITOR MAY ACCEPT HIS PROVISIONAL ALLOTMENT OF RIGHTS SHARES SPECIFIED IN HIS ARE AND (IF APPLICABLE) APPLY FOR EXCESS RIGHTS SHARES EITHER THROUGH CDP AND/OR BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK OR ACCEPTED ELECTRONIC SERVICE. WHERE AN ENTITLED DEPOSITOR IS A DEPOSITORY AGENT, IT MAY MAKE ITS ACCEPTANCE AND EXCESS APPLICATION (IF APPLICABLE) VIA THE SGX-SFG SERVICE.

Where an acceptance, application and/or payment does not conform strictly to the terms set out under this Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Right Shares and/or Excess Rights Shares in relation to the Rights Issue or which does not comply with the instructions for an Electronic Application, or in the case of an application by the ARE, the ARS, the PAL, and/or any other application form for the Rights Shares and/or Excess Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed, unsigned, signed but not in its originality or which is accompanied by an improperly or insufficiently drawn remittance, the Company and/or CDP may, at their/its absolute discretion, reject or treat as invalid any such acceptance, application, payment and/or other process of remittances at any time after receipt in such manner as they/it may deem fit.

- 1.4.** Unless expressly provided to the contrary in this Offer Information Statement, the ARE and/or the ARS with respect to enforcement against Entitled Depositors or their renounees, a person who is not a party to any contracts made pursuant to this Offer Information Statement, the ARE or the ARS has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B, of Singapore to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.
- 1.5.** Details on the acceptance for provisional allotment of Rights Shares and (if applicable) application for Excess Rights Shares are set out in paragraphs 2 to 4 of this Appendix B.

2. MODE OF ACCEPTANCE AND APPLICATION

2.1. Acceptance/Application by way of Electronic Application through an ATM of a Participating Bank

Instructions for Electronic Applications through ATMs to accept the Rights Shares provisionally allotted or (if applicable) to apply for Excess Rights Shares will appear on the ATM screens of the respective Participating Banks. Please refer to Appendix C of this Offer Information Statement for the additional terms and conditions for Electronic Applications through an ATM of a Participating Bank.

Instructions for Electronic Applications through an Accepted Electronic Service are set out in the ARE.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

IF AN ENTITLED DEPOSITOR MAKES AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK OR THROUGH AN ACCEPTED ELECTRONIC SERVICE, HE WOULD HAVE IRREVOCABLY AUTHORISED THE RELEVANT BANK TO DEDUCT THE FULL AMOUNT PAYABLE FROM HIS BANK ACCOUNT IN RESPECT OF SUCH APPLICATION. IN THE CASE OF AN ENTITLED DEPOSITOR WHO HAS ACCEPTED THE RIGHTS SHARES PROVISIONALLY ALLOTTED TO HIM BY WAY OF THE ARE AND/OR THE ARS AND/OR HAS APPLIED FOR EXCESS RIGHTS SHARES BY WAY OF THE ARE AND ALSO BY WAY OF AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK OR AN ACCEPTED ELECTRONIC SERVICE, THE COMPANY AND/OR CDP SHALL BE AUTHORISED AND ENTITLED TO ACCEPT HIS INSTRUCTIONS IN WHICHEVER MODE OR COMBINATION AS THE COMPANY AND/OR CDP MAY, IN THEIR ABSOLUTE DISCRETION, DEEM FIT.

2.2. Acceptance/Application through CDP

If the Entitled Depositor wishes to accept the provisional allotment of Rights Shares and (if applicable) apply for Excess Rights Shares through CDP, he must:

- (a) complete and sign the ARE. In particular, he must state in Part C(i) of the ARE the total number of Rights Shares provisionally allotted to him which he wishes to accept and the number of Excess Rights Shares applied for and in Part C(ii) of the ARE the 6 digits of the Cashier's Order/Banker's Draft; and deliver the duly completed and original signed ARE accompanied by **A SINGLE REMITTANCE** for the full amount payable for the relevant number of Rights Shares accepted and (if applicable) Excess Rights Shares applied for by post, **AT THE SENDER'S OWN RISK**, in the self-addressed envelope provided, to **MATEX INTERNATIONAL LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147**,
- (b) in each case so as to arrive not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The payment for the relevant number of Rights Shares accepted and (if applicable) Excess Rights Shares applied for at the Issue Price must be made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to **"CDP – MATEX INTL RIGHTS ISSUE ACCOUNT"** and crossed **"NOT NEGOTIABLE, A/C PAYEE ONLY"** with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR: (A) DIFFERENT SECURITIES ACCOUNTS WILL BE ACCEPTED. NO OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

2.3. Acceptance through the SGX-SFG Service (for Depository Agents only)

Depository Agents may accept the provisional allotment of Rights Shares and (if applicable) apply for Excess Rights Shares through the SGX-SFG service provided by CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents. CDP has been authorised by the Company to receive acceptances on its behalf. Such acceptances and (if applicable) applications will be deemed irrevocable and are subject to each of the terms and conditions contained in the ARE and this Offer Information Statement as if the ARE had been completed, signed and submitted to CDP.

2.4. Insufficient Payment

If no remittance is attached or the remittance attached is less than the full amount payable for the provisional allotment of Rights Shares accepted by the Entitled Depositor and (if applicable) the Excess Rights Shares applied for by the Entitled Depositor; the attention of the Entitled Depositor is drawn to paragraphs 1.3 and 5.2 of this Appendix B which set out the circumstances and manner in which the Company and CDP shall be authorised and entitled to determine and appropriate all amounts received by CDP on the Company's behalf whether under the ARE, the ARS or any other application form for Rights Shares in relation to the Rights Issue.

2.5. Acceptance of Part of Provisional Allotments of Rights Shares and Trading of Provisional Allotments of Rights Shares

An Entitled Depositor may choose to accept his provisional allotment of Rights Shares specified in the ARE in full or in part. If an Entitled Depositor wishes to accept part of his provisional allotment of Rights Shares and trade the balance of his provisional allotment of Rights Shares on the SGX-ST, he should:

- (a) complete and sign the ARE for the number of Rights Shares provisionally allotted which he wishes to accept and submit the duly completed and original signed ARE together with payment in the prescribed manner as described in paragraph 2.2 above to CDP; or
- (b) accept and subscribe for that part of his provisional allotment of Rights Shares by way of Electronic Application(s) in the prescribed manner as described in paragraph 2.1 or 2.3 above.

The balance of his provisional allotment of Rights Shares may be sold as soon as dealings therein commence on the SGX-ST.

Entitled Depositors who wish to trade all or part of their provisional allotments of Rights Shares on the SGX-ST during the provisional allotment trading period should note that the provisional allotments of Rights Shares will be tradable in board lots, each board lot comprising provisional allotments of 100 Rights Shares, or any other board lot size which the SGX-ST may require. Such Entitled Depositors may start trading in their provisional allotments of Rights Shares as soon as dealings therein commence on the SGX-ST. Entitled Depositors who wish to trade in lot sizes other than mentioned above may do so in the Unit Share Market of the SGX-ST during the provisional allotment trading period.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

2.6. Sale of Provisional Allotments of Rights Shares

The ARE need not be forwarded to the purchasers of the provisional allotments of Rights Shares (“**Purchasers**”) as arrangements will be made by CDP for separate ARS to be issued to the Purchasers. Purchasers should note that CDP will, for and on behalf of the Company, send the ARS, accompanied by this Offer Information Statement and other accompanying documents, **BY ORDINARY POST AND AT THE PURCHASERS’ OWN RISK**, to their respective Singapore addresses as maintained in the records of CDP. Purchasers should ensure that their ARSs are accurately completed and signed, failing which their acceptances of the provisional allotments of Rights Shares may be rejected. Purchasers who do not receive the ARS, accompanied by this Offer Information Statement and other accompanying documents, may obtain the same from CDP or the Share Registrar, for the period up to **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Purchasers should also note that if they make any purchase on or around the last trading day of the Nil-Paid Rights, this Offer Information Statement and its accompanying documents might not be despatched in time for the subscription of the Rights Shares. You may obtain a copy from the CDP. Alternatively, you may accept and subscribe by way of Electronic Applications in the prescribed manner as described in paragraph 2.1 above.

This Offer Information Statement and its accompanying documents will not be despatched to Purchasers whose registered addresses with CDP are not in Singapore (“**Foreign Purchasers**”). Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

PURCHASERS SHOULD INFORM THEIR FINANCE COMPANIES OR DEPOSITORY AGENTS IF THEIR PURCHASES OF SUCH PROVISIONAL ALLOTMENTS OF RIGHTS SHARES ARE SETTLED THROUGH THESE INTERMEDIARIES. IN SUCH INSTANCES, IF THE PURCHASERS WISH TO ACCEPT THE RIGHTS SHARES REPRESENTED BY THE PROVISIONAL ALLOTMENTS OF RIGHTS SHARES PURCHASED, THEY WILL NEED TO GO THROUGH THESE INTERMEDIARIES, WHO WILL THEN ACCEPT THE PROVISIONAL ALLOTMENTS OF RIGHTS SHARES ON THEIR BEHALF.

2.7. Renunciation of Provisional Allotments of Rights Shares

Entitled Depositors who wish to renounce in full or in part their provisional allotments of Rights Shares in favour of a third party should complete the relevant transfer forms with CDP (including any accompanying documents as may be required by CDP) for the number of provisional allotments of Rights Shares which they wish to renounce. Such renunciation shall be made in accordance with the “Terms and Conditions for Operations of Securities Accounts with CDP”, as the same may be amended from time to time, copies of which are available from CDP. As CDP requires at least three (3) Market Days to effect such renunciation, Entitled Depositors who wish to renounce are advised to do so early to allow sufficient time for CDP to send the ARS and other accompanying documents, for and on behalf of the Company, to the Renounee by ordinary post and **AT HIS OWN RISK**, to his Singapore address as maintained in the records of CDP and for the Renounee to accept his provisional allotments of Rights Shares. The last time and date for acceptance of the provisional allotments of Rights Shares and payment for the Rights Shares by the Renounee is **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

3. COMBINATION APPLICATION

In the event that the Entitled Depositor or the Purchaser accepts his provisional allotments of Rights Shares by way of the ARE and/or the ARS and/or has applied for Excess Rights Shares by way of the ARE and also by way of Electronic Application(s), the Company and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor or the Purchaser shall be regarded as having irrevocably authorised the Company and/or CDP to apply all amounts received whether under the ARE, the ARS and (if applicable) any other acceptance of Rights Shares provisionally allotted to him and/or application for Excess Rights Shares (including an Electronic Application(s)) in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit.

4. ILLUSTRATIVE EXAMPLES (ASSUMPTION: ON THE BASIS OF TWO (2) RIGHTS SHARES FOR EVERY FIVE (5) EXISTING ORDINARY SHARES AT AN ISSUE PRICE OF S\$0.027)

As an illustration, if an Entitled Depositor has 10,000 Shares standing to the credit of his Securities Account as at the Record Date, the Entitled Depositor will be provisionally allotted 4,000 Rights Shares as set out in his ARE. The Entitled Depositor's alternative courses of action, and the necessary procedures to be taken under each course of action, are summarised below:

Alternatives

- (a) Accept his entire provisional allotment of 4,000 Rights Shares and (if applicable) apply for Excess Rights Shares

Procedures to be taken

- (1) Accept his entire provisional allotment of 4,000 Rights Shares and (if applicable) apply for Excess Rights Shares by way of an Electronic Application through an ATM of a Participating Bank or an Accepted Electronic Service as described herein not later than **9.30 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

Alternatives

Procedures to be taken

- (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance in full of his provisional allotment of 4,000 Rights Shares and (if applicable) the number of Excess Rights Shares applied for and forward the original signed ARE together with a single remittance for S\$108.00 (or, if applicable, such higher amount in respect of the total number of Rights Shares accepted and Excess Rights Shares applied for) by way of a Cashier's Order or Banker's Draft drawn in Singapore currency on a bank in Singapore, and made payable to **"CDP – MATEX INTL RIGHTS ISSUE ACCOUNT"** and crossed **"NOT NEGOTIABLE, A/C PAYEE ONLY"** for the full amount due on acceptance and (if applicable) application, by post, at his own risk, in the self-addressed envelope provided to **MATEX INTERNATIONAL C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** so as to arrive not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) and with the name and Securities Account number of the Entitled Depositor clearly written in block letters on the reverse side of the Cashier's Order or Banker's Draft.

NO COMBINED CASHIER'S ORDER OR BANKER'S DRAFT FOR DIFFERENT SECURITIES ACCOUNTS OR OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

Alternatives

- (b) Accept a portion of his provisional allotment of Rights Shares, for example 2,000 provisionally allotted Rights Shares, not apply for Excess Rights Shares and trade the balance on the SGX-ST.

Procedures to be taken

- (1) Accept his provisional allotment of 2,000 Rights Shares by way of an Electronic Application through an ATM of a Participating Bank or an Accepted Electronic Service as described herein not later than **9.30 p.m. on 17 December 2020**; or
- (2) Complete and sign the ARE in accordance with the instructions contained therein for the acceptance of his provisional allotment of 2,000 Rights Shares, and forward the original signed ARE, together with a single remittance for S\$54.00, in the prescribed manner described in alternative (a)(2) above, to CDP, so as to arrive not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The balance of the provisional allotment of 2,000 Rights Shares which is not accepted by the Entitled Depositor may be traded on the SGX-ST during the provisional allotment trading period. Entitled Depositors should note that the provisional allotments of Rights Shares would be tradable in the ready market, each board lot comprising provisional allotments size of 100 Rights Shares or any other board lot size which the SGX-ST may require.

- (c) Accept a portion of his provisional allotment of Rights Shares, for example 2,000 provisionally allotted Rights Shares, and reject the balance.

- (1) Accept his provisional allotment of 2,000 Rights Shares by way of an Electronic Application through an ATM of a Participating Bank or an Accepted Electronic Service as described herein not later than **9.30 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

Alternatives

Procedures to be taken

- (2) Complete and sign the ARE in accordance with the instructions contained herein for the acceptance of his provisional allotment of 2,000 Rights Shares and forward the original signed ARE together with a single remittance for S\$54.00, in the prescribed manner described in alternative (a)(2) above to CDP so as to arrive not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The balance of the provisional allotment of 2,000 Rights Shares which is not accepted by the Entitled Depositor will automatically lapse and cease to be available for acceptance by that Entitled Depositor if an acceptance is not made through an ATM of a Participating Bank or an Accepted Electronic Service by **9.30 p.m. on 17 December 2020** or if an acceptance is not made through CDP by **5.00 p.m. on 17 December 2020**.

5. TIMING AND OTHER IMPORTANT INFORMATION

5.1. Timing

THE LAST TIME AND DATE FOR ACCEPTANCES AND (IF APPLICABLE) EXCESS APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES IN RELATION TO THE RIGHTS ISSUE IS:

- (a) **9.30 P.M. ON 17 DECEMBER 2020 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY) IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH AN ATM OF A PARTICIPATING BANK OR THROUGH AN ACCEPTED ELECTRONIC SERVICE; AND**
- (b) **5.00 P.M. ON 17 DECEMBER 2020 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY) IF ACCEPTANCE AND (IF APPLICABLE) EXCESS APPLICATION AND PAYMENT FOR THE RIGHTS SHARES IS MADE THROUGH CDP OR SGX-SFG SERVICE.**

If acceptance and payment for the Rights Shares in the prescribed manner as set out in the ARE, the ARS, or the PAL (as the case may be) and this Offer Information Statement is not received through an ATM of a Participating Bank or an Accepted Electronic Service by **9.30 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) or through CDP by **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company) from any Entitled Depositor or Purchaser, the

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

provisional allotments of Rights Shares shall be deemed to have been declined and shall forthwith lapse and become void, and such provisional allotments not so accepted will be used to satisfy excess applications, if any, or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit. All monies received in connection therewith will be returned by CDP for and on behalf of the Company to the Entitled Depositors or the Purchasers, as the case may be, without interest or any share of revenue or other benefit arising therefrom, by ordinary post **AT THE ENTITLED DEPOSITOR'S OR PURCHASER'S OWN RISK (AS THE CASE MAY BE)** to their mailing address as maintained in the records of CDP.

IF AN ENTITLED DEPOSITOR OR PURCHASER (AS THE CASE MAY BE) IS IN ANY DOUBT AS TO THE ACTION HE SHOULD TAKE, HE SHOULD CONSULT HIS STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

5.2. Appropriation

Without prejudice to paragraph 1.3 of this Appendix B, an Entitled Depositor should note that:

- (a) by accepting his provisional allotment of Rights Shares and/or applying for Excess Rights Shares, he acknowledges that, in the case where the amount of remittance payable to the Company in respect of his acceptance of the Rights Shares provisionally allotted to him and (if applicable) in respect of his application for Excess Rights Shares as per the instructions received by CDP whether under the ARE, the ARS and/or in any other application form for Rights Shares in relation to the Rights Issue differs from the amount actually received by CDP, the Company and CDP shall be authorised and entitled to determine and appropriate all amounts received by CDP on the Company's behalf for each application on its own whether under the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue as follows: firstly, towards payment of all amounts payable in respect of his acceptance of the Rights Shares provisionally allotted to him; and secondly, (if applicable) towards payment of all amounts payable in respect of his application for Excess Rights Shares. The determination and appropriation by the Company and CDP shall be conclusive and binding;
- (b) if the Entitled Depositor has attached a remittance to the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue made through CDP, he would have irrevocably authorised the Company and CDP, in applying the amounts payable for his acceptance of the Rights Shares and (if applicable) his application for Excess Rights Shares, to apply the amount of the remittance which is attached to the ARE, the ARS and/or any other application form for Rights Shares in relation to the Rights Issue made through CDP; and
- (c) in the event that the Entitled Depositor accepts the Rights Shares provisionally allotted to him by way of the ARE and/or the ARS and/or has applied for Excess Rights Shares by way of the ARE and also by way of Electronic Application(s), the Company and/or CDP shall be authorised and entitled to accept his instructions in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit. Without prejudice to the generality of the foregoing, in such a case, the Entitled Depositor shall be deemed as having irrevocably authorised the Company and/or CDP to apply all amounts received whether under the ARE, the ARS and/or any other acceptance and/or application for Excess Rights Shares (including Electronic Application(s)) in whichever mode or combination as the Company and/or CDP may, in their/its absolute discretion, deem fit.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

5.3. Availability of Excess Rights Shares

The Excess Rights Shares available for application are subject to the terms and conditions contained in the ARE, this Offer Information Statement and (if applicable) the Constitution of the Company. Applications for Excess Rights Shares will, at the Directors' absolute discretion, be satisfied from such Rights Shares as are not validly taken up by the Entitled Shareholders, the original allottee(s) or their respective Renouncee(s) or the Purchaser(s) of the provisional allotments of Rights Shares together with the aggregated fractional entitlements to the Rights Shares, any unsold "**nil-paid**" provisional allotment of Rights Shares (if any) of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the ARE and this Offer Information Statement. In the event that applications are received by the Company for more Excess Rights Shares than are available, the Excess Rights Shares available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. **CDP TAKES NO RESPONSIBILITY FOR ANY DECISION THAT THE DIRECTORS MAY MAKE.** In the allotment of Excess Rights Shares, preference will be given to the rounding of odd lots, and Substantial Shareholders and Directors will rank last in priority. The Company reserves the right to refuse any application for Excess Rights Shares, in whole or in part, without assigning any reason whatsoever. In the event that the number of Excess Rights Shares allotted to an Entitled Depositor is less than the number of Excess Rights Shares applied for, the Entitled Depositor shall be deemed to have accepted the number of Excess Rights Shares actually allotted to him.

If no Excess Rights Shares are allotted or if the number of Excess Rights Shares allotted is less than that applied for, the amount paid on application or the surplus application monies, as the case may be, will be refunded to such Entitled Depositors, without interest or any share of revenue or other benefit arising therefrom, within three (3) business days after the commencement of trading of the Rights Shares, by crediting their bank accounts with the relevant Participating Bank **AT THEIR OWN RISK** (if they had applied for Excess Rights Shares by way of an Electronic Application through an ATM of a Participating Bank or an Accepted Electronic Service), the receipt by such banks being a good discharge to the Company and CDP of their obligations, if any, thereunder, or by means of a crossed cheque in Singapore currency drawn on a bank in Singapore and sent **BY ORDINARY POST AT THEIR OWN RISK** to their mailing address as maintained in the records of CDP or in such other manner as they may have agreed with CDP for the payment of any cash distributions (if they had applied for Excess Rights Shares through CDP).

5.4. Deadlines

It should be particularly noted that unless:

- (a) acceptance of the provisional allotment of Rights Shares is made by the Entitled Depositors or the Purchasers (as the case may be) by way of an Electronic Application through an ATM of a Participating Bank or an Accepted Electronic Service and payment of the full amount payable for such Rights Shares is effected by **9.30 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or

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- (b) the duly completed and original signed ARE or ARS accompanied by a single remittance for the full amount payable for the relevant number of Rights Shares accepted and (if applicable) Excess Rights Shares applied for at the Issue Price, made in Singapore currency in the form of a Cashier's Order or Banker's Draft drawn on a bank in Singapore and made payable to "**CDP – MATEX INTL RIGHTS ISSUE ACCOUNT**" and crossed "**NOT NEGOTIABLE, A/C PAYEE ONLY**" with the names and Securities Account numbers of the Entitled Depositors or the Purchasers (as the case may be) clearly written in block letters on the reverse side of the Cashier's order or Banker's Draft is submitted by post in the self-addressed envelope provided, **AT THE SENDER'S OWN RISK**, to **MATEX INTERNATIONAL LIMITED C/O THE CENTRAL DEPOSITORY (PTE) LIMITED, ROBINSON ROAD POST OFFICE, P.O. BOX 1597, SINGAPORE 903147** by **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company); or
- (c) acceptance is made by a Depository Agent via the SGX-SFG Service and payment in Singapore currency by way of telegraphic transfer by the Depository Agent/(s) for the Rights Shares is effected by **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company),

the provisional allotment of Rights Shares will be deemed to have been declined and shall forthwith lapse and become void and cease to be capable of acceptance.

All monies received in connection therewith will be returned to the Entitled Depositors or the Purchasers (as the case may be) without interest or any share of revenue or other benefit arising therefrom **BY ORDINARY POST** and at the **ENTITLED DEPOSITOR'S OR PURCHASERS' OWN RISK (AS THE CASE MAY BE)** to their mailing addresses as maintained in the records of CDP.

ACCEPTANCES AND/OR APPLICATIONS ACCOMPANIED BY ANY OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL NOT BE ACCEPTED.

5.5. Certificates

The certificates for the Rights Shares and Excess Rights Shares will be registered in the name of CDP or its nominee. Upon the crediting of the Rights Shares and Excess Rights Shares, CDP will send to you, **BY ORDINARY POST AND AT YOUR OWN RISK**, a notification letter showing the number of Rights Shares and Excess Rights Shares credited to your Securities Account.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

5.6. General

For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of Rights Shares provisionally allotted and credited to your Securities Account. You can verify the number of Rights Shares provisionally allotted and credited to your Securities Account online if you have registered for CDP Internet Access. Alternatively, you may proceed personally to CDP with your identity card or passport to verify the number of Rights Shares provisionally allotted and credited to your Securities Account.

It is your responsibility to ensure that the ARE and/or ARS is accurately completed in all respects and signed in its originality. The Company and/or CDP will be authorised and entitled to reject any acceptance and/or application which does not comply with the terms and instructions contained herein and in the ARE and/or ARS, or which is otherwise incomplete, incorrect, unsigned, signed but not in its originality or invalid in any respect. Any decision to reject the ARE and/or ARS on the grounds that it has been signed but not in its originality, incompletely, incorrectly or invalidly signed, completed or submitted will be final and binding, and neither CDP nor the Company accepts any responsibility or liability for the consequences of such a decision.

EXCEPT AS SPECIFICALLY PROVIDED FOR IN THIS OFFER INFORMATION STATEMENT, ACCEPTANCE OF THE PROVISIONAL ALLOTMENT OF RIGHTS SHARES AND (IF APPLICABLE) YOUR APPLICATION FOR EXCESS RIGHTS SHARES IS IRREVOCABLE.

No acknowledgement will be given for any submissions sent by post, deposited into boxes located at CDP's premises or submitted by hand at CDP's counters.

All communications, notices, documents and remittances to be delivered or sent to you will be sent by **ORDINARY POST** to your mailing address as maintained in the records of CDP, and **AT YOUR OWN RISK**.

6. PERSONAL DATA PRIVACY

By completing and delivering an ARE or an ARS and in the case of an Electronic Application, by pressing the "Enter" or "OK" or "Confirm" or "Yes" key, an Entitled Depositor or a Purchaser (i) consents to the collection, use and disclosure of his personal data by the Participating Banks, the Share Registrar, Securities Clearing and Computer Services (Pte) Ltd, the SGX-ST, and the Company (the "**Relevant Persons**") for the purpose of facilitating his application for the Rights Shares, and in order for the Relevant Persons to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warrants that where he discloses the personal data of another person, such disclosure is in compliance with applicable law; and (iii) agrees that he will indemnify the Relevant Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his breach of warranty.

APPENDIX B – PROCEDURES FOR ACCEPTANCE, PAYMENT AND EXCESS APPLICATION BY ENTITLED DEPOSITORS

7. PROCEDURE TO COMPLETE THE ARE/ARS

7.1. Know your holdings and entitlement

A. KNOW YOUR HOLDINGS & ENTITLEMENT

Number of Shares currently held by you

XX.XXX

Shares as at
XX January 2020
(Record Date)

Number of Rights Shares provisionally allotted*

XX.XXX

Issue Price

\$S\$.XX per Rights Shares

This is your shareholdings as at the Record Date.

This is the date to determine your rights entitlements.

This is your number of Rights Entitlement.

This is price that you need to pay when you subscribe for one Rights Unit.

7.2. Select your application options

B. SELECT YOUR APPLICATION OPTIONS

1. PayNow Scan the above QR code using your banking app. **Enter in the PayNow reference: XXXX<last 8 digits of your securities account number> e.g. XXXX12345677.** Payment amount must correspond to the number of rights shares subscribed, including excess. Make payment by **9.30 p.m. on XX August 2020.** You do not need to return this form.

2. ATM Follow the procedures set out on the ATM screen of a Participating Bank. Submit your application by **9.30 p.m. on XX August 2020.** Participating Banks are XXX, XXX and XXX.

3. Form Complete section C below and submit this form by **5.00 p.m. on XX August 2020,** together with **BANKER'S DRAFT/CASHIER'S ORDER** payable to "**CDP-XXXXXX RIGHTS ISSUE ACCOUNT**". Write your name and securities account number on the back of the Banker's Draft/Cashier's Order.

This is the last date and time to subscribe for the rights share through ATM and CDP.

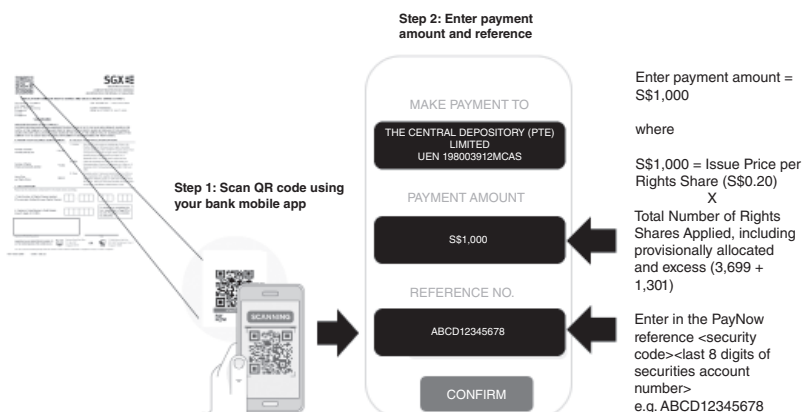
You can apply your rights shares through ATMs of these participating banks.

This is the payee name to be issued on your Cashier's Order where XXXXX is the name of the issuer.

Note: Please refer to the ARE/ARS for the actual holdings, entitlements, Record Date, Issue Price, Closing Date for subscription, PayNow reference, list of participating ATM banks and payee name on the Banker's Draft/Cashier's Order.

7.3. Application via PayNow

1. Daily limit to meet your transfer request
2. Notification to alert you on the transfer and refund status
3. Security code, pre-printed on the form under Section B PayNow
4. Last 8 digits of securities account number, pre-printed on the form
5. Payment amount = Issue Price per Rights Share X Total Number of Rights Shares Applied (including provisionally allocated and express), rounded down to the nearest cent.



1. Please make sure the security code and your last 8 digits of securities account number are entered correctly. CDP will reject the application if it is not a valid security code and/or securities account and arrange for refund to your originating bank account. To be notified on the refund, please turn on the setting in your bank account notifications.

2. You can send up to S\$200,000 per transaction via PayNow capped at your daily fund transfer limit set with your bank, whichever is lower. You can submit multiple PayNow transactions on the same day and across different days if you require to make a payment more than your limit.

3. CDP aggregates payments received on the same day as one instruction.

4. CDP will determine the number of rights applied using total payment received on each day, ignoring resultant fractional cent payable if any.

- Post allocation, CDP will refund any excess amount to your DCS bank account

7.4. Application via Form

Please read the instructions overleaf and fill in the blanks below accordingly.

[illegible]

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Date _____

Fill in the total number of the rights shares and excess rights shares (for ARE)/ number of rights shares (for ARS) that you wish to subscribe within the boxes.

Fill in the 6 digits of the CO/BD number (eg. 001764) within the boxes.

Sign within the box.

- (1) If the total number Rights Shares applied exceeds the provisional allotted holdings in your CDP Securities Account as at Closing Date, the remaining application will be put under excess and subjected to the excess allocation basis.
- (2) The total number of Rights Shares applied will be based on cash amount stated in your Cashier's Order/Banker's Draft. The total number of Rights Shares will be appropriated accordingly if the applied quantity exceeds this amount.
- (3) Please note to submit one (1) Banker's Draft/Cashier's Order per application form.

7.5. Sample of a Cashier's Order

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APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK

The procedures for Electronic Applications through ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks (the “**Steps**”).

Please read carefully the terms and conditions of this Offer Information Statement, the Steps, and the additional terms and conditions for Electronic Applications through an ATM of a Participating Bank set out in this Appendix C before making an Electronic Application through an ATM of a Participating Bank. An ATM card issued by one (1) Participating Bank cannot be used to accept provisional allotment of Rights Shares and (if applicable) apply for Excess Rights Shares at an ATM belonging to other Participating Banks. Any Electronic Application through an ATM of a Participating Bank which does not strictly conform to the instructions set out on the screens of the ATM of a Participating Bank through which the Electronic Application is made will be rejected.

Any reference to the “**Applicant**” in this Appendix C and the Steps shall mean the Entitled Depositor or his Renouncee or the Purchaser of the provisional allotments of Rights Shares who accepts the provisional allotments of Rights Shares or (as the case may be) who applies for the Rights Shares through an ATM of a Participating Bank. An Applicant must have an existing bank account with, and be an ATM cardholder of, one (1) of the Participating Banks before he can make an Electronic Application through an ATM of that Participating Bank. The actions that the Applicant must take at ATMs of the Participating Banks are set out on the ATM screens of the relevant Participating Banks. Upon the completion of his Electronic Application transaction through an ATM of a Participating Bank, the Applicant will receive an ATM transaction slip (the “**Transaction Record**”), confirming the details of his Electronic Application. The Transaction Record is for retention by the Applicant and should not be submitted with any ARE and/or ARS.

For investors who hold Shares through finance companies or Depository Agents, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares must be done through the respective finance companies, or Depository Agents. Such investors are advised to provide their respective finance companies, or Depository Agents, as the case may be, with the appropriate instructions early in order for such intermediaries to make the relevant acceptance and (if applicable) applications for Excess Rights Shares on their behalf by the Closing Date of the Rights Issue. Any acceptance and (if applicable) application made directly through CDP, Electronic Applications at ATMs of the Participating Banks, the Share Registrar and/or the Company will be rejected.

For SRS Investors, acceptances of the Rights Shares and (if applicable) applications for Excess Rights Shares must be done through the relevant approved banks in which they hold their SRS accounts. Such investors are advised to provide their respective approved banks in which they hold their SRS accounts with the appropriate instructions no later than the deadlines set by them in order for such intermediaries to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date of the Rights Issue. Any acceptance and/or application by such investors made directly through CDP, Electronic Applications for Rights Shares at ATMs of Participating Banks, the Share Registrar and/or the Company will be rejected.

An Applicant, including one who has a joint bank account with a Participating Bank, must ensure that he enters his own Securities Account number when using the ATM card issued to him by the Participating Bank in his own name. Using his own Securities Account number with an ATM card which is not issued to him by that Participating Bank in his own name will render his acceptance or (as the case may be) excess application liable to be rejected.

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK

The Electronic Application through an ATM of a Participating Bank shall be made on, and subject to, the terms and conditions of this Offer Information Statement, including but not limited to, the terms and conditions appearing below:

1. In connection with his Electronic Application through an ATM of a Participating Bank for the Rights Shares, the Applicant is required to confirm statements to the following effect in the course of activating the ATM of a Participating Bank for his Electronic Application:
 - (a) **that he has received a copy of this Offer Information Statement and has read, understood and agreed to all the terms and conditions of acceptance of and (as the case may be) application for the Rights Shares under the Rights Issue and this Offer Information Statement prior to effecting the Electronic Application and agrees to be bound by the same; and**
 - (b) **that he consents to the disclosure of his name, NRIC/passport number, address, nationality, Securities Account number and application details (the “Relevant Particulars”) from his account with that Participating Bank to the Share Registrar, CDP, CPF Board, the SGX-ST, and the Company (the “Relevant Parties”).**

His application will not be successfully completed and cannot be recorded as a completed transaction in the ATM of a Participating Bank unless he presses the **“Enter”** or **“OK”** or **“Confirm”** or **“Yes”** key, as the case may be. By doing so, the Applicant shall be treated as signifying his confirmation of each of the two statements above. In respect of statement 1(b) above, his confirmation, by pressing the **“Enter”** or **“OK”** or **“Confirm”** or **“Yes”** key, as the case may be, shall signify and shall be treated as his written permission, given in accordance with the relevant laws of Singapore including Section 47(2) and the Third Schedule of the Banking Act, Chapter 19 of Singapore, to the disclosure by the Participating Bank of the Relevant Particulars to the Relevant Parties.

2. An Applicant may make an Electronic Application through an ATM of any Participating Bank for the Rights Shares using cash only by authorising such Participating Bank to deduct the full amount payable from his bank account with such Participating Bank.
3. The Applicant irrevocably agrees and undertakes to subscribe for and to accept up to the aggregate of the number of Rights Shares provisionally allotted and Excess Rights Shares applied for as stated on the Transaction Record or the number of Rights Shares standing to the credit of the **“Free Balance”** of his Securities Account as at the Closing Date (whichever is the lesser number). In the event that the Company decides to allot any lesser number of Excess Rights Shares or not to allot any number of Excess Rights Shares to the Applicant, the Applicant agrees to accept the Company’s decision as final and binding.
4. If the Applicant’s Electronic Application through an ATM of a Participating Bank is successful, his confirmation (by his action of pressing the **“Enter”** or **“OK”** or **“Confirm”** or **“Yes”** key, as the case may be, on the ATM screen of a Participating Bank) of the number of Rights Shares accepted and/or Excess Rights Shares applied for shall signify and shall be treated as his acceptance of the number of Rights Shares accepted and/or Excess Rights Shares applied for that may be allotted to him.

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK

5. In the event that the Applicant accepts the Rights Shares both by way of the ARE and/or the ARS (as the case may be) and also by Electronic Application through an ATM of a Participating Bank, the Company and/or CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or combination thereof as the Company and/or CDP may, in their/its absolute discretion, deem fit. In determining the number of Rights Shares which the Applicant has validly given instructions to accept, the Applicant shall be deemed to have irrevocably given instructions to accept the lesser of the number of provisionally allotted Rights Shares which are standing to the credit of the "Free Balance" of his Securities Account as at the Closing Date and the aggregate number of Rights Shares which have been accepted by the Applicant by way of the ARE and/or the ARS (as the case may be) and by Electronic Application through an ATM of a Participating Bank. The Company and/or CDP, in determining the number of Rights Shares which the Applicant has validly given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Shares, whether by way of cashier's order or banker's draft drawn on a bank in Singapore accompanying the ARE and/or the ARS, or by way of the acceptance through Electronic Application through an ATM of a Participating Bank, which he has authorised or deemed to have authorised to be applied towards the payment in respect of his acceptance.
6. If applicable, in the event that the Applicant applies for Excess Rights Shares both by way of the ARE and also by Electronic Application through an ATM of a Participating Bank, the Company and/or CDP shall be authorised and entitled to accept the Applicant's instructions in whichever mode or combination thereof as the Company and/or CDP may, in their/its absolute discretion, deem fit. In determining the number of Excess Rights Shares which the Applicant has validly given instructions for the application of, the Applicant shall be deemed to have irrevocably given instructions to apply for and agreed to accept such number of Excess Rights Shares not exceeding the aggregate number of Excess Rights Shares for which he has applied by way of the ARE and by way of application through Electronic Application through an ATM of a Participating Bank. The Company and/or CDP, in determining the number of Excess Rights Shares which the Applicant has given valid instructions for the application of, shall be authorised and entitled to have regard to the aggregate amount of payment received for the application for the Excess Rights Shares, whether by way of Cashier's Order or Banker's Draft drawn on a bank in Singapore accompanying the ARE, or by way of application through Electronic Application through an ATM of a Participating Bank, which he has authorised or deemed to have authorised to be applied towards the payment in respect of his application.
7. The Applicant irrevocably requests and authorises the Company to:
 - (a) register or to procure the registration of the Rights Shares allotted to the Applicant in the name of CDP for deposit into his Securities Account;
 - (b) return or refund (without interest or any share of revenue or other benefit arising therefrom) the acceptance/application monies, should his Electronic Application through an ATM of a Participating Bank in respect of the Rights Shares not be accepted and/or Excess Rights Shares applied for not be accepted by the Company for any reason, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within fourteen (14) days after the Closing Date; and

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK

- (c) return or refund (without interest or any share of revenue or other benefit arising therefrom) the balance of the application monies, should his Electronic Application through an ATM of a Participating Bank for Excess Rights Shares be accepted in part only, by automatically crediting the Applicant's bank account with his Participating Bank with the relevant amount within fourteen (14) days after the Closing Date.
8. **BY MAKING AN ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK, THE APPLICANT CONFIRMS THAT HE IS NOT ACCEPTING/APPLYING FOR THE RIGHTS SHARES AS A NOMINEE OF ANY OTHER PERSON.**
9. The Applicant irrevocably agrees and acknowledges that his Electronic Application through an ATM of a Participating Bank is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, fires, acts of God, mistakes, losses and theft (in each case whether or not within the control of CDP, the Participating Banks, the Company and/or the Share Registrar) and any events whatsoever beyond the control of CDP, the Participating Banks, the Company and/or the Share Registrar, and if, in any such event, CDP, the Participating Banks, the Company and/or the Share Registrar do not record or receive the Applicant's Electronic Application through an ATM of a Participating Bank by **9.30 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), or such data or the tape containing such data is lost, corrupted, destroyed or not otherwise accessible, whether wholly or partially for whatever reason, the Applicant shall be deemed not to have made an Electronic Application through an ATM of a Participating Bank and the Applicant shall have no claim whatsoever against CDP, the Participating Banks, the Company, the Directors, and/or the Share Registrar and their respective officers for any purported acceptance thereof and (if applicable) excess application therefor, or for any compensation, loss or damage in connection therewith or in relation thereto.
10. **ELECTRONIC APPLICATIONS MAY ONLY BE MADE AT THE ATMS OF THE PARTICIPATING BANKS FROM MONDAYS TO SATURDAYS BETWEEN 7.00 A.M. TO 9.30 P.M, EXCLUDING PUBLIC HOLIDAYS.**
11. Electronic Applications through ATMs of Participating Banks shall close at **9.30 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).
12. All particulars of the Applicant in the records of his Participating Bank at the time he makes his Electronic Application through an ATM of his Participating Bank shall be deemed to be true and correct and the relevant Participating Bank and the Relevant Parties shall be entitled to rely on the accuracy thereof. If there has been any change in the particulars of the Applicant after the time of the making of his Electronic Application through an ATM of his Participating Bank, the Applicant shall promptly notify his Participating Bank.
13. The Applicant must have sufficient funds in his bank account(s) with his Participating Bank at the time he makes his Electronic Application through an ATM of his Participating Bank, failing which his Electronic Application will not be completed. Any Electronic Application made through ATMs which does not strictly conform to the instructions set out on the ATM screens of such Participating Banks will be rejected.

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK

14. Where an Electronic Application is not accepted, it is expected that the full amount of the application monies will be refunded in S\$ (without interest or any share of revenue or other benefit arising there from) to the Applicant by being automatically credited to the Applicant's account with the relevant Participating Bank within fourteen (14) days after the Closing Date. An Electronic Application may also be accepted in part, in which case the balance amount of application monies will be refunded.
15. In consideration of the Company arranging for the Electronic Application facility through the ATMs of the Participating Banks and agreeing to close the Rights Issue at **9.30 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), and by making and completing an Electronic Application through an ATM of a Participating Bank, the Applicant agrees that:
- (a) his Electronic Application is irrevocable (whether or not, to the extent permitted by law, any supplementary document or replacement document is lodged with the SGX-ST, acting as an agent on behalf of the Authority);
 - (b) his Electronic Application, the acceptance by the Company and the contract resulting there from shall be governed by and construed in accordance with the laws of Singapore and he irrevocably submits to the exclusive jurisdiction of the Singapore courts;
 - (c) none of the Company, CDP, the CPF Board, the Participating Banks nor the Share Registrar shall be liable for any delays, failures or inaccuracies in the recording, storage or in the transmission or delivery of data relating to his Electronic Application to the Company or CDP due to a breakdown or failure of transmission, delivery or communication facilities or any risks referred to in paragraph 9 of this Appendix C or to any cause beyond their respective controls;
 - (d) he will not be entitled to exercise any remedy of rescission or misrepresentation at any time after acceptance of the provisionally allotted Rights Shares or acceptance of his application for Excess Rights Shares;
 - (e) in respect of the Rights Shares for which his Electronic Application has been successfully completed and not rejected, acceptance of the Applicant's Electronic Application shall be constituted by written notification by or on behalf of the Company and not otherwise, notwithstanding any payment received by or on behalf of the Company; and
 - (f) unless expressly provided to the contrary in this Offer Information Statement and/or the Electronic Application, a person who is not a party to any contracts made pursuant to this Offer Information Statement and/or the Electronic Application has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore, to enforce any term of such contracts. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties thereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK

16. The Applicant should ensure that his personal particulars as recorded by both CDP and the relevant Participating Banks are correct and identical; otherwise, his Electronic Application through an ATM of a Participating Bank may be liable to be rejected. The Applicant should promptly inform CDP of any change in his address, failing which the notification letter on successful allotment and other correspondence will be sent to his address last registered with CDP.
17. The existence of a trust will not be recognised. Any Electronic Application through an ATM of a Participating Bank by an Applicant must be made in his own name and without qualification. The Company will reject any application by any person acting as nominee.
18. In the event that the Applicant accepts or subscribes for the provisionally allotted Rights Shares or (if applicable) applies for Excess Rights Shares, as the case may be, by way of the ARE and/or the ARS and/or by way of Electronic Application through any ATM of the Participating Banks, the provisionally allotted Rights Shares and/or Excess Rights Shares will be allotted in such manner as the Company and/or CDP may, in their/its absolute discretion, deem fit and the surplus acceptance and (if applicable) application monies, as the case may be, will be returned or refunded, without interest or any share of revenue or other benefit arising therefrom, within fourteen (14) days after the Closing Date by any one or a combination of the following:
 - (a) by means of a crossed cheque in Singapore currency sent **BY ORDINARY POST** to his mailing address as maintained in the records of CDP or in such other manner as he may have agreed with CDP for the payment of any cash distribution **AT HIS OWN RISK** if he accepts and (if applicable) applies through CDP; and
 - (b) by crediting the Applicant's bank account with the Participating Bank **AT HIS OWN RISK** if he accepts and (if applicable) applies through an ATM of a Participating Bank, the receipt by such bank being a good discharge of the Company's and CDP's obligations.
19. The Applicant hereby acknowledges that, in determining the total number of Rights Shares represented by the provisional allotments of Rights Shares which he can validly accept, the Company and/or CDP are entitled, and the Applicant hereby authorises the Company and/or CDP, to take into consideration:
 - (a) the total number of Rights Shares represented by the provisional allotment of Rights Shares which the Applicant has validly accepted, whether under the ARE and/or the ARS or any other form of application (including Electronic Application through an ATM of a Participating Bank) for the Rights Shares;
 - (b) the total number of Rights Shares represented by the provisional allotment of Rights Shares standing to the credit of the "**Free Balance**" of the Applicant's Securities Account which is available for acceptance; and
 - (c) the total number of Rights Shares represented by the provisional allotment of Rights Shares which has been disposed of by the Applicant.

The Applicant acknowledges that CDP's and the Company's determination shall be conclusive and binding on him.

APPENDIX C – ADDITIONAL TERMS AND CONDITIONS FOR ELECTRONIC APPLICATION THROUGH AN ATM OF A PARTICIPATING BANK

20. The Applicant irrevocably requests and authorises CDP to accept instructions from the Participating Bank through whom the Electronic Application through an ATM of that Participating Bank is made in respect of the provisional allotment of Rights Shares accepted by the Applicant and (if applicable) the Excess Rights Shares which the Applicant has applied for.
21. With regard to any acceptance, application and/or payment which does not conform strictly to the instructions set out under this Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Rights Shares and/or Excess Rights Shares in relation to the Rights Issue, or where the “Free Balance” of the Applicant’s Securities Account is not credited with, or is credited with less than, the relevant number of Rights Shares subscribed as at the Closing Date, or which does not comply with the instructions for Electronic Application or with the terms and conditions of this Offer Information Statement, or in the case of an acceptance and/or application by the ARE, the ARS, the PAL and/or any other application form for the Rights Shares and/or Excess Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed, unsigned, signed but not in its originality or which is accompanied by an improperly or insufficiently drawn remittance, the Company and/or CDP may, at their/its absolute discretion, reject or treat as invalid any such acceptance, application, payment and/or other process of remittance at any time after receipt in such manner as they/it may deem fit.
22. The Company and/or CDP shall be entitled to process each application submitted for the acceptance of the provisional allotment of Rights Shares, and where applicable, each application for Excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Applicant, on its own, without regard to any other application and payment that may be submitted by the same Applicant. For the avoidance of doubt, insufficient payment for an application may render the application invalid and evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application and (if applicable) application for Excess Rights Shares.

APPENDIX D – PROCEDURE FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

1. INTRODUCTION

- 1.1. Acceptances of the provisional allotment of and any excess application for the Rights Shares must be made on the appropriate form(s) accompanying and forming part of this Offer Information Statement.
- 1.2. Entitled Scripholders are entitled to receive this Offer Information Statement together with the following documents which are enclosed herewith, and are deemed to constitute a part of this Offer Information Statement: –

Renounceable PAL incorporating: –

Form of Acceptance	Form A
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Request for Splitting	Form B
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Form of Renunciation	Form C
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Form of Nomination	Form D
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Excess Rights Shares Application Form	Form E
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- 1.3. The provisional allotments of the Rights Shares and application for Excess Rights Shares are governed by the terms and conditions of this Offer Information Statement, (if applicable) the Constitution of the Company and the enclosed PAL. The number of Rights Shares provisionally allotted to Entitled Scripholders is indicated in the PAL (fractional entitlement(s), if any, having been disregarded). Entitled Scripholders may accept their provisional allotments in full or in part and are eligible to apply for Rights Shares in excess of their entitlements under the Rights Issue. Full instructions for the acceptance of and payment for the Rights Shares provisionally allotted to Entitled Scripholders and the procedures to be adopted should they wish to renounce, transfer or split all or part of their provisional allotments are set out in the PAL.
- 1.4. With regard to any acceptance, application and/or payment which does not conform strictly to the instructions set out under this Offer Information Statement, the ARE, the ARS, the PAL and/or any other application form for the Rights Shares and/or Excess Rights Shares in relation to the Rights Issue or which does not comply with the terms and conditions of this Offer Information Statement, or in the case of any acceptance and/or application by the ARE, the ARS, the PAL, and/or any other application form for the Rights Shares and/or Excess Rights Shares in relation to the Rights Issue which is illegible, incomplete, incorrectly completed, unsigned, signed but not in its originality or which is accompanied by an improperly or insufficiently drawn remittance, the Company and/or Share Registrar may, at their/its absolute discretion, reject or treat as invalid any such acceptance, application, payment and/or other processes of remittance at any time after receipt in such manner as they/it may deem fit.

APPENDIX D – PROCEDURE FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

- 1.5. The Company and/or Share Registrar shall be entitled to process each application submitted for the acceptance of the provisional allotment of Rights Shares, and where applicable, application for Excess Rights Shares in relation to the Rights Issue and the payment received in relation thereto, pursuant to such application, by an Entitled Scripholder, on its own, without regard to any other application and payment that may be submitted by the same Entitled Scripholder. For the avoidance of doubt, insufficient payment for an application may render the application invalid and evidence of payment (or overpayment) in other applications shall not constitute, or be construed as, an affirmation of such invalid application and (if applicable) application for Excess Rights Shares.
- 1.6. **THE FULL AMOUNT PAYABLE FOR THE RELEVANT NUMBER OF RIGHTS SHARES ACCEPTED/APPLIED FOR WILL BE ROUNDED UP TO THE NEAREST WHOLE CENT, IF APPLICABLE.**
- 1.7. **Entitled Scripholders who intend to trade any part of their provisional allotments of Rights Shares on the SGX-ST should note that all dealings in and transactions of the provisional allotments of Rights Shares through the SGX-ST will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs will not be valid for delivery pursuant to trades done on the SGX-ST.**
- 1.8. Unless expressly provided to the contrary in this Offer Information Statement and/or the PAL, a person who is not a party to any contract made pursuant to this Offer Information Statement and/or the PAL has no rights under the Contracts (Rights of Third Parties) Act (Chapter 53B) of Singapore, to enforce any term of such contract. Notwithstanding any term contained herein, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

2. FORM OF ACCEPTANCE (FORM A)

2.1. Acceptance

Entitled Scripholders who wish to accept their entire provisional allotments of Rights Shares or to accept any part of it and decline the balance, should:

- (a) complete and sign Form A of the PAL for the number of Rights Shares which they wish to accept; and
- (b) forward the PAL **AT THEIR OWN RISK**, in its entirety, duly completed and signed, together with payment in the prescribed manner to **MATEX INTERNATIONAL LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 30 CECIL STREET, #19-08 PRUDENTIAL TOWER, SINGAPORE 049712** so as to arrive not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

2.2. Insufficient Payment

The attention of the Entitled Scripholder is also drawn to paragraph 2.3 of this Appendix D entitled “**Appropriation**” which sets out the circumstances and manner in which the Company and/or Share Registrar shall be authorised and entitled to determine the number of Rights Shares which the Entitled Scripholder has given instructions to accept.

APPENDIX D – PROCEDURE FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

2.3. Appropriation

An Entitled Scripholder should note that by accepting his provisional allotment of Rights Shares, he acknowledges that, the Company and/or Share Registrar, in determining the number of Rights Shares which the Entitled Scripholder has given instructions to accept, shall be authorised and entitled to have regard to the aggregate amount of payment received for the acceptance of Rights Shares, whether by way of Cashier's Order or Banker's Draft in Singapore currency drawn on a bank in Singapore.

3. REQUEST FOR SPLITTING (FORM B) AND RENUNCIATION (FORM C)

Entitled Scripholders who wish to accept a portion of their provisional allotments of Rights Shares and renounce the balance of their provisional allotments of Rights Shares, or who wish to renounce all or part of their provisional allotments of Rights Shares in favour of more than one (1) person, should first, using the Request for Splitting (Form B), request to have their provisional allotments of Rights Shares under the PAL split into separate PALs (the “**Split Letters**”) according to their requirements.

The duly completed and signed Request for Splitting (Form B) together with the PAL, in its entirety, should then be returned, by post in the self-addressed envelope provided, **AT THEIR OWN RISK**, to **MATEX INTERNATIONAL LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 30 CECIL STREET, #19-08 PRUDENTIAL TOWER, SINGAPORE 049712** so as to arrive not later than **5.00 p.m. on 11 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). Split Letters will then be issued to Entitled Scripholders in accordance with their request. No Split Letters will be issued to Entitled Scripholders if Form B together with the PAL in its entirety is received after **5.00 p.m. on 11 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

The Split Letters representing the number of Rights Shares which Entitled Scripholders intend to renounce, may be renounced by completing and signing the Form of Renunciation (Form C) before delivery to the Renounee. Entitled Scripholders should complete and sign the Form of Acceptance (Form A) of the Split Letter(s) representing that part of their provisional allotments of the Rights Shares they intend to accept, if any. The said Form of Acceptance (Form A) of the Split Letter(s) together with the remittance for the payment (if required) in the prescribed manner should be forwarded to **MATEX INTERNATIONAL LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 30 CECIL STREET, #19-08 PRUDENTIAL TOWER, SINGAPORE 049712** so as to arrive not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

An Entitled Scripholder who wishes to renounce his entire provisional allotment of Rights Shares in favour of one person, or renounce any part of it in favour of one person and decline the balance, should complete and sign the Form of Renunciation (Form C) for the number of provisional allotment of Rights Shares which he wishes to renounce and deliver the PAL in its entirety to the Renounee(s).

APPENDIX D – PROCEDURE FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

4. FORM OF NOMINATION (FORM D)

The Renouncee(s) should complete and sign the Form of Nomination (Form D) and forward the Form of Nomination (Form D) together with the PAL in its entirety, duly completed and signed, and a single remittance for the full amount due and payable in the prescribed manner by post **AT HIS/THEIR OWN RISK**, to **MATEX INTERNATIONAL LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 30 CECIL STREET, #19-08 PRUDENTIAL TOWER, SINGAPORE 049712** not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

5. CONSOLIDATION OF RIGHTS SHARES

Each Entitled Scripholder may consolidate the Rights Shares provisionally allotted in the PAL together with those comprised in any PALs and/or Split Letters renounced in his favour by completing and signing the Form of Acceptance (Form A) and the Consolidated Listing Form in the Form of Nomination (Form D) of the PAL and attaching thereto all the said renounced PALs and/or Split Letter(s), each duly completed and signed and with the serial number of the Principal PAL (as hereinafter defined) stated on each of them. A Renouncee who is not an Entitled Scripholder and who wishes to consolidate the provisional allotments of Rights Shares comprised in several renounced PALs and/or Split Letters in one name only or in the name of a joint Securities Account should complete the Consolidated Listing Form in the Form of Nomination (Form D) of only one (1) PAL or Split Letter (the **“Principal PAL”**) by entering therein details of the renounced PALs and/or Split Letters and attaching thereto all the said renounced PALs and/or Split Letters, each duly completed and signed, and with the serial number of the Principal PAL stated on each of them.

All the renounced PALs and Split Letter(s), each duly completed and signed, must be attached to the Form of Acceptance (Form A) or the Form of Nomination (Form D) (as the case may be).

6. PAYMENT

Payment in relation to the PALs must be made in Singapore currency in the form of a Banker's Draft or Cashier's Order drawn on a bank in Singapore and made payable to **“MATEX INTERNATIONAL LIMITED”** and crossed **“NOT NEGOTIABLE, A/C PAYEE ONLY”** with the name and address of the Entitled Scripholder or acceptor clearly written on the reverse side of the remittance is received by **MATEX INTERNATIONAL LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 30 CECIL STREET, #19-08 PRUDENTIAL TOWER, SINGAPORE 049712** by **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). **NO OTHER FORMS OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.**

If acceptance and (if applicable) excess application and payment in the prescribed manner as set out in this Offer Information Statement and the PAL is not received by **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company), the provisional allotments of Rights Shares shall be deemed to have been declined and shall forthwith lapse and become void and cease to be

APPENDIX D – PROCEDURE FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

capable of acceptance and such provisional allotments of Rights Shares not so accepted will be used to satisfy excess applications, if any, or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. The Company will return or refund all unsuccessful application monies received in connection therewith **BY ORDINARY POST AND AT THE RISK OF THE ENTITLED SCRIPHOLDERS OR THEIR RENOUNCEE(S), AS THE CASE MAY BE**, without interest or any share of revenue or other benefit arising therefrom within fourteen (14) days after the Closing Date.

7. EXCESS RIGHTS SHARES APPLICATION FORM (FORM E)

Entitled Scripholders who wish to apply for Excess Rights Shares in addition to those which have been provisionally allotted to them may do so by completing the Excess Rights Shares Application Form (Form E) of the PAL and forwarding it together with the PAL in its entirety with a **SEPARATE REMITTANCE** for the full amount payable in respect of the Excess Rights Shares applied for in the form and manner set out above, by post in the self-addressed envelope provided, **AT THEIR OWN RISK, TO MATEX INTERNATIONAL LIMITED C/O THE SHARE REGISTRAR, RHT CORPORATE ADVISORY PTE. LTD., 30 CECIL STREET, #19-08 PRUDENTIAL TOWER, SINGAPORE 049712** so as to arrive not later than **5.00 p.m. on 17 December 2020** (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company). **NO OTHER FORM OF PAYMENT (INCLUDING THE USE OF A PERSONAL CHEQUE, POSTAL ORDER OR MONEY ORDER ISSUED BY A POST OFFICE IN SINGAPORE) WILL BE ACCEPTED.**

The Excess Rights Shares available for application are subject to the terms and conditions contained in the PAL, the Excess Rights Shares Application Form (Form E), this Offer Information Statement and (if applicable) the Constitution of the Company. Applications for Excess Rights Shares will, at the Directors' absolute discretion, be satisfied from such Rights Shares as are not validly taken up by the Entitled Shareholders, the original allottee(s) or their respective Renouncee(s) or the Purchaser(s) of the provisional allotments of Rights Shares, the unsold provisional allotments of Rights Shares (if any) of Foreign Shareholders and any Rights Shares that are otherwise not allotted for whatever reason in accordance with the terms and conditions contained in the PAL, the Excess Rights Shares Application Form (Form E), this Offer Information Statement and (if applicable) the Constitution of the Company.

In the event that applications are received by the Company for more Excess Rights Shares than are available, the Excess Rights Shares available will be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company. In the allotment of Excess Rights Shares, preference will be given to Shareholders for the rounding of odd lots, and Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the board of the Company, will rank last in priority for rounding of odd lots and allotment of Excess Rights Shares. The Company reserves the right to reject, in whole or in part, any application for Excess Rights Shares without assigning any reason whatsoever.

If no Excess Rights Shares are allotted to Entitled Scripholders or if the number of Excess Rights Shares allotted to them is less than that applied for, the amount paid on application for Excess Rights Shares or the surplus application monies, as the case may be, will be returned or refunded to them by the Company without interest or any share of revenue or

APPENDIX D – PROCEDURE FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

other benefit arising therefrom within fourteen (14) days after the Closing Date, by **ORDINARY POST** to their mailing addressed as maintained with the Company **AT THEIR OWN RISK**.

8. GENERAL

No acknowledgements or receipts will be issued in respect of any acceptances, remittances or applications.

Entitled Scripholders who are in any doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Upon listing and quotation on Catalist, the Rights Shares, when allotted and issued, will be traded under the book-entry (scripless) settlement system. All dealings in and transactions (including transfers) of the Rights Shares effected through the SGX-ST and/or CDP shall be made in accordance with CDP's "Terms and Conditions for Operation of Securities Accounts with The Central Depository (Pte) Limited", as the same may be amended from time to time. Copies of the above are available from CDP.

To facilitate scripless trading, Entitled Scripholders and their Renouncees who wish to accept the Rights Shares provisionally allotted to them and (if applicable) apply for Excess Rights Shares, and who wish to trade the Rights Shares issued to them on Catalist under the book-entry (scripless) settlement system, should open and maintain Securities Accounts with CDP in their own names if they do not already maintain such Securities Accounts in order that the number of Rights Shares and, if applicable, the Excess Rights Shares that may be allotted to them can be credited by CDP into their Securities Accounts. Entitled Scripholders and their Renouncees who wish to accept and/or apply for the Excess Rights Shares and have their Rights Shares credited into their Securities Accounts must fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) in the relevant forms comprised in the PAL. Entitled Scripholders and their Renouncees who fail to fill in their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or who provide incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose particulars provided in the forms comprised in the PAL differ from those particulars in their Securities Accounts currently maintained with CDP will be issued physical share certificates in their own names for the Rights Shares allotted to them and if applicable, the Excess Rights Shares allotted to them. Such physical share certificates, if issued, will not be valid for delivery pursuant to trades done on Catalist under the book entry (scripless) settlement system, although they will continue to be prima facie evidence of legal title. These physical share certificates will be sent BY ORDINARY POST to person(s) entitled thereto AT HIS/THEIR OWN RISK.

7.5 If the Entitled Scripholders' addresses stated in the PAL are different from their addresses maintained in the records of CDP, they must inform CDP of their updated addresses promptly, failing which the notification letter on successful allotments and other correspondences will be sent to their addresses last registered with CDP.

APPENDIX D – PROCEDURE FOR ACCEPTANCE, SPLITTING, RENUNCIATION, EXCESS APPLICATION AND PAYMENT BY ENTITLED SCRIPHOLDERS

A holder of physical share certificate(s), or an Entitled Scripholder who has not deposited his share certificate(s) with CDP but who wishes to trade on Catalist, must deposit with CDP his existing share certificate(s), together with the duly executed instrument(s) of transfer (including any applicable fee) in favour of CDP, and have his Securities Account credited with the number of Rights Shares or existing Shares, as the case may be, before he can effect the desired trade.

THE FULL AMOUNT PAYABLE FOR THE RELEVANT NUMBER OF RIGHTS SHARES ACCEPTED/APPLIED FOR WILL BE ROUNDED UP TO THE NEAREST WHOLE CENT, IF APPLICABLE.

THE LAST TIME AND DATE FOR ACCEPTANCES OF AND/OR (IF APPLICABLE) EXCESS APPLICATIONS AND PAYMENT FOR THE RIGHTS SHARES IS 5.00 P.M. ON 17 DECEMBER 2020 (OR SUCH OTHER TIME(S) AND/OR DATE(S) AS MAY BE ANNOUNCED FROM TIME TO TIME BY OR ON BEHALF OF THE COMPANY).

9. PERSONAL DATA PRIVACY

By completing and delivering a PAL, an Entitled Scripholder (i) consents to the collection, use and disclosure of his personal data by the Share Registrar, the SGX-ST and the Company for the purpose of facilitating his application for the Rights Shares, and in order for the Share Registrar, the SGX-ST and the Company to comply with any applicable laws, listing rules, regulations and/or guidelines, (ii) warrants that where he discloses the personal data of another person, such disclosure is in compliance with applicable laws, and (iii) agrees that he will indemnify the Share Registrar, the SGX-ST and the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of his breach of warranty.

APPENDIX E – LIST OF PARTICIPATING BANKS

1. DBS Bank Ltd.
2. Oversea-Chinese Banking Corporation Limited
3. United Overseas Bank Limited

This Offer Information Statement is dated 1 December 2020.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Offer Information Statement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Offer Information Statement constitutes full and true disclosure of all material facts about the Rights Issue, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Offer Information Statement misleading. Where information in this Offer Information Statement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Offer Information Statement in its proper form and context.

For and on behalf of **MATEX INTERNATIONAL LIMITED**

DR. JOHN CHEN SEOW PHUN

DR. TAN PANG KEE

MR. FOO DER RONG

MR. WANG DAO FU

MR. TAN GUAN LIANG

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