MEMIONTEC HOLDINGS LTD.

(Company Registration No. 201305845W)
(Incorporated in the Republic of Singapore)

THE RENOUNCEABLE NON-UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE OF UP TO 440,514,000 RIGHTS SHARES AT AN ISSUE PRICE OF S$0.009 FOR EACH RIGHTS SHARE, ON THE BASIS OF TWO (2) RIGHTS SHARES FOR EVERY THREE (3) EXISTING ORDINARY SHARES IN THE COMPANY HELD AS AT THE RECORD DATE, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED, WITH UP TO 704,822,400 FREE DETACHABLE WARRANTS EACH CARRYING THE RIGHT TO SUBSCRIBE FOR ONE (1) NEW ORDINARY SHARE AT AN EXERCISE PRICE OF S$0.003 FOR EACH NEW SHARE, ON THE BASIS OF EIGHT (8) WARRANTS FOR EVERY FIVE (5) RIGHTS SHARES SUBSCRIBED FOR, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE "RIGHTS CUM WARRANTS ISSUE")

- **LODGEMENT OF OFFER INFORMATION STATEMENT AND DESPATCH AND DISSEMINATION OF DOCUMENTS**

- **ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES WITH WARRANTS (AND IF APPLICABLE) APPLICATIONS FOR EXCESS RIGHTS SHARES WITH WARRANTS**

- **TRADING PERIOD FOR NIL-PAID RIGHTS SHARES WITH WARRANTS**

- **INDICATIVE TIMETABLE OF KEY EVENTS**

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1 INTRODUCTION

1.1 The Board of Directors (the "**Board**" or the "**Directors**") of Memiontec Holdings Ltd. (the "**Company**") refers to the Company's announcements on 18 December 2024, 24 March 2025 and 4 April 2025 ("**Previous Announcements**"), as well as the circular to the shareholders of the Company dated 7 March 2025 ("**Circular**"), in relation to the Rights cum Warrants Issue. Shareholders of the Company have approved the Rights cum Warrants Issue at the extraordinary general meeting of the Company held on 24 March 2025.

1.2 Unless otherwise defined, all capitalised terms used in this announcement shall have the same meanings ascribed to them in the offer information statement of the Company dated 15 April 2025 in relation to the Rights cum Warrants Issue, which is electronically disseminated by the Company on 15 April 2025 (the "**Offer Information Statement**").

1.3 Any reference to a time of day and date herein shall be a reference to Singapore time and date, respectively, unless otherwise stated.

1.4 The Board also refers to:

(a) the Securities and Futures (Offers of Investments) (Temporary Exemption from Sections 277(1)(c) and 305B(1)(b)) Regulations 2020 (the "**Temporary Exemption Regulations**");

(b) the guidelines on the Securities and Futures (Offers of Investments) (Temporary Exemption from Sections 277(1)(c) and 305B(1)(b)) Regulations 2020 (Guideline No.: SFA 13-G21) released by the Monetary Authority of Singapore (the "**Authority**") on 6 May 2020 (the "**Guidelines**"); and

(c) the joint statements by the Authority, the Securities Industry Council and the Singapore Exchange Regulation Pte. Ltd. issued on 6 May 2020, 29 September 2020 and 29 June 2021 in relation to, among others, the extension of the temporary measures introduced to allow electronic dissemination of offer documents of rights issues through publication on SGXNET and the issuers' corporate websites (instead of despatch in hardcopies) beyond 30 June 2021, which will be in place until revoked or amended (together with the Temporary Exemption Regulations and the Guidelines, the "**Electronic Dissemination Measures**").

2 LODGEMENT OF THE OFFER INFORMATION STATEMENT

2.1 The Board wishes to announce that the Offer Information Statement, together with its accompanying application forms, have been lodged with the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), acting as agent on behalf of the Authority, on 15 April 2025.

3 DESPATCH OF THE OIS NOTIFICATION LETTER AND ITS ACCOMPANYING DOCUMENTS

3.1 Pursuant to the Electronic Dissemination Measures, no printed copies of the Offer Information Statement will be despatched to Entitled Shareholders and Purchasers. Instead, an electronic copy of the Offer Information Statement has been made available for viewing online in a Portable Document Format (PDF) at, and may be accessed, downloaded and printed from, the following online locations (the "**Online Locations**"):

(a) the Company's corporate website at the following URL:

https://www.memiontec.com/announcements

(b) on the SGXNET announcement page at the following URL:

https://www.sgx.com/securities/company-announcements, type the name of the Company: "Memiontec Holdings Ltd." in the box titled "Filter by Company/Security Name". MEMIONTEC HOLDINGS LTD. will appear as a drop-down item below the filter box. Please select "REPL::Rights::Voluntary" announcement dated 15 April 2025. The Offer Information Statement can be accessed by clicking on the link under the section titled "Attachments" at the bottom of the page of the announcement dated 15 April 2025.

3.2 Printed copies of a notification letter (the "**OIS Notification Letter**") specifying the Online Locations and containing, among others, instructions on how to access, view, download and print the electronic version of the Offer Information Statement will be despatched, together with the Application Form for Rights Shares with Warrants and Excess Rights Shares with Warrants (the "**ARE**"), in the case of Entitled Depositors and the provisional allotment letter (the "**PAL**"), in the case of Entitled Scripholders as the case may be, and the relevant envelope(s) to Entitled Shareholders on or around 17 April 2025.

3.3 For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the offer of the Rights Shares with Warrants under the Rights cum Warrants Issue is only made in Singapore and the Offer Information Statement, the OIS Notification Letter and the accompanying documents have not been and will not be despatched or disseminated to Foreign Shareholders whose registered addresses with The Central Depository (Pte) Limited ("**CDP**") are outside Singapore. **Accordingly, Foreign Shareholders will not be entitled to participate in the Rights cum Warrants Issue, and no purported acceptance or application for the Rights Shares with Warrants by Foreign Shareholders will be valid**.

4 REQUEST FOR THE OIS NOTIFICATION LETTER AND ITS ACCOMPANYING DOCUMENTS

4.1 Entitled Depositors who do not receive the OIS Notification Letter and/or the ARE may contact CDP via its hotline at +65 6535 7511 or via email at asksgx@sgx.com, on Mondays to Fridays from 8.30 a.m. to 5.00 p.m., during the period from the date the Rights cum Warrants Issue commences, up to 5.00 p.m. on 5 May 2025 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

4.2 Entitled Scripholders who do not receive the OIS Notification Letter and/or the PAL may obtain a copy thereof from the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 HarbourFront Avenue, Keppel Bay Tower #14-07, Singapore 098632, on Mondays to Fridays from 8.30 a.m. to 5.30 p.m., during the period from the date the Rights Cum Warrants Issue commences, up to 5.30 p.m. on 5 May 2025 (or such other time(s) and/or date(s) as may be announced from time to time by or on behalf of the Company).

4.3 Purchasers who do not receive the Application Form For Rights Shares With Warrants ("**ARS**") accompanied by the OIS Notification Letter, may contact CDP or obtain a copy from the Share Registrar, details are as set out above.

5 ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES WITH WARRANTS AND (IF APPLICABLE) APPLICATIONS FOR EXCESS RIGHTS SHARES WITH WARRANTS

5.1 Acceptances of provisional allotments of Rights Shares with Warrants and (if applicable) applications for Excess Rights Shares with Warrants may only be made:

(a) in the case of Entitled Depositors (which exclude Entitled Scripholders, SRS Investors and investors who hold Shares through finance companies and/or Depository Agents) and their Renouncees, (i) through CDP; or (ii) by way of an Electronic Application through an ATM of a Participating Bank; or (iii) an Accepted Electronic Service;

(b) in the case of Entitled Scripholders and their Renouncees, through the Share Registrar;

(c) in the case of SRS Investors and investors who hold Shares through finance companies and/or Depository Agents, acceptances of their provisional allotments of Rights Shares with Warrants and (if applicable) applications for Excess Rights Shares with Warrants must be done through their respective SRS Approved Banks in which they hold their SRS Accounts, and their respective finance companies and/or Depository Agents, respectively. Such investors are advised to provide their respective SRS Approved Banks with whom they hold their SRS Accounts, and their respective finance companies or Depository Agents, as the case may be, with the appropriate instructions no later than the deadlines set by such intermediaries in order for the intermediaries to make the relevant acceptance(s) and (if applicable) application(s) on their behalf by the Closing Date. Acceptances and/or (if applicable) applications made directly by SRS Investors and investors who hold Shares through finance companies and/or Depository Agents through CDP, Electronic Applications through ATMs of a Participating Bank or through an Accepted Electronic Service, the Share Registrar and/or the Company will be rejected; and

(d) in the case of Renouncees of Entitled Shareholders or Purchasers whose purchases are settled through finance companies or Depository Agents, acceptances of the Rights Shares with Warrants represented by the provisional allotments of Rights Shares with Warrants 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 on their behalf by the Closing Date. For such Renouncees and/or Purchasers, any acceptance of the Rights Shares with Warrants made directly through CDP, Electronic Applications through ATMs of a Participating Bank or through an Accepted Electronic Service, the Share Registrar and/or the Company will be rejected.

5.2 More information on the procedures for, and the terms and conditions applicable to, the acceptance, renunciation and/or sale of the provisional allotments of Rights Shares with Warrants and the application for Excess Rights Shares with Warrants are set out in the Offer Information Statement, the ARE, the ARS and the PAL.

6 TRADING PERIOD FOR NIL-PAID RIGHTS SHARES WITH WARRANTS

6.1 The trading period for the provisional allotments of Rights Shares with Warrants (or the Nil-Paid Rights) on the Catalist will commence from 9.00 a.m. on 17 April 2025 and will end at 5.00 p.m. on 28 April 2025 (or the "**Rights Trading Period**"). Entitled Depositors who sell their Nil-Paid Rights during the Rights Trading Period do not have to forward the ARE to the Purchasers as arrangements will be made by CDP for a 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 the OIS Notification Letter and other relevant accompanying documents, **by ordinary post and at the Purchasers' own risk**, to their respective Singapore addresses as maintained in the records of CDP. For the avoidance of doubt, only Entitled Shareholders (and not Purchasers or Renouncees) shall be entitled to apply

for additional Rights Shares with Warrants in excess of their provisional allotments of Rights Shares with Warrants.

6.2 For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Offer Information Statement, the OIS Notification Letter and the accompanying documents will not be despatched or disseminated to Foreign Purchasers of the provisional allotments of Rights Shares with Warrants whose registered addresses with CDP are outside Singapore. Foreign Purchasers are advised that their participation in the Rights Cum Warrants Issue may be restricted or prohibited by the laws of the jurisdiction in which they are located or resident. Foreign Purchasers who wish to accept the provisional allotments of Rights Shares with Warrants credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

7 INDICATIVE TIMETABLE OF KEY EVENTS

7.1 Entitled Shareholders and Purchasers should take note of the following important dates and times in respect of the Rights Cum Warrants Issue:

Key Event		**Date and Time**
Lodgement of the Offer Information Statement with the SGX-ST, acting as agent on behalf of the Authority and electronic dissemination of the Offer Information Statement via the SGX-ST's website and the Company's corporate website	:	15 April 2025
Despatch of the OIS Notification Letter (together with the PAL, ARE and/or ARS, as the case may be) to the Entitled Shareholders	:	17 April 2025
Commencement of trading of Nil-Paid Rights	:	17 April 2025 at 9.00 a.m.
First date and time for acceptance of and payment for Rights Shares with Warrants and application of and payment for Excess Rights Shares with Warrants by Entitled Shareholders	:	17 April 2025 at 9.00 a.m.
Last date and time for splitting and trading of Nil-Paid Rights	:	28 April 2025 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares with Warrants and application of and payment for Excess Rights Shares with Warrants by Entitled Shareholders	:	5 May 2025 at 5.30 p.m. (9.30 p.m. for Electronic Applications via ATM of the Participating Bank)
Last date and time for acceptance of and payment for Rights Shares with Warrants for Renouncees and Purchasers	:	5 May 2025 at 5.30 p.m. (9.30 p.m. for Electronic Applications via ATM of the Participating Bank)
Expected date for issuance of Rights Shares with Warrants	:	9 May 2025
Expected date for crediting of Rights Shares and Warrants	:	14 May 2025
Expected date for refund of unsuccessful or invalid applications (if made through CDP)	:	14 May 2025
Expected date for listing and commencement of trading of Rights Shares	:	14 May 2025 at 9.00 a.m.

Note: SRS Investors and investors who hold Shares through a finance company and/or a Depository Agent (as the case may be) should refer to the section entitled "**Important Notice to SRS Investors and Investors Who Hold Shares Through a Finance Company and/or Depository Agent**" of the Offer Information Statement. Any application made by these investors directly through CDP or through Electronic Applications or an Accepted Electronic Service or the Share Registrar or the Company will be rejected. Such investors, where applicable, will receive notification letter(s) from their respective SRS 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, SRS Approved Bank, finance company and/or Depository Agent.

7.2 Pursuant to Rule 820(1) of the Catalist Rules, the Rights cum Warrants Issue will not be withdrawn after the Shares have commenced ex-rights trading. The Shares have commenced ex-rights trading on 11 April 2025 from 9.00 a.m.

7.3 The above timetable is indicative only and is subject to change. As at the date of this announcement, the Company does not expect the timetable to be modified. However, the Company may, upon consultation with its advisers and with the approval of the SGX-ST, the Manager/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 change to the above timetable through an SGXNET announcement to be posted on the SGX-ST's website at https://www.sgx.com/securities/company-announcements.

8 FURTHER ANNOUNCEMENTS

8.1 As soon as practicable after the Closing Date, the Company will announce the results of the Rights cum Warrants Issue through an announcement to be posted via SGXNET on the SGX-ST's website at https://www.sgx.com/securities/company-announcements.

8.2 Further announcements on the Rights cum Warrants Issue will be made by the Company as and when appropriate.

9 IMPORTANT NOTICES

9.1 This announcement is qualified in its entirety by, and should be read in conjunction with, the full text of the Offer Information Statement.

9.2 Shareholders and potential investors are advised to exercise caution when dealing or trading in the Shares and the Rights Shares with Warrants. The Company will make the necessary announcements when there are further developments. Shareholders and potential investors are advised to read this announcement, the Previous Announcements, the Circular and any further announcements by the Company carefully. Shareholders and potential investors should consult their stockbrokers, bank managers, solicitors, accountants, tax advisers or other professional advisers if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Tay Kiat Seng
Executive Director and Chief Executive Officer

15 April 2025

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*This announcement has been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "**Sponsor**").*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement*

including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Nathaniel Tan Jing Sheng, ZICO Capital Pte. Ltd., at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.