ASPIAL LIFESTYLE LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No.: 200806968Z)

INTERESTED PERSON TRANSACTIONS

1. Introduction

The board of directors (the "**Board**" or the "**Directors**") of Aspial Lifestyle Limited (the "**Company**", together with its subsidiaries and associated companies, the "**Group**") wishes to announce the following interested person transactions ("**IPTs**") that the Group has entered into pursuant to Chapter 9 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") (the "**Catalist Rules**").

2. Details of the Interested Persons

Further to the announcement dated 10 July 2024 in relation to IPTs, the Group has entered into several IPTs with the following interested persons for the current financial ending 31 December 2024 ("**FY2024**"):

(i) Mr Koh Wee Seng, a Director and a controlling shareholder of the Company;

(ii) Madam Ko Lee Meng, a Director and a controlling shareholder of the Company;

(iii) Madam Tan Su Lan, the mother of Mr Koh Wee Seng and Madam Ko Lee Meng;

(iv) Madam Lim Kwee Hua, the spouse of Mr Koh Wee Seng;

(v) Mr Koh Wee Meng, the brother of Mr Koh Wee Seng and Madam Ko Lee Meng;

(vi) Madam Koh Lee Hwee, the sister of Mr Koh Wee Seng and Madam Ko Lee Meng;

(vii) Mr Ng Sheng Tiong, the spouse of Madam Koh Lee Hwee;

(viii) DN Global Pte Ltd ("**DN Global**"), a company in which Madam Koh Lee Hwee has an interest of 30 per cent. or more;

(ix) Aspial Corporation Limited (an entity listed on the Official List of the SGX-ST) ("**Aspial Corp**") is a controlling shareholder of the Company, holding 73.93 per cent. of the issued and paid-up share capital of the Company. Mr Koh Wee Seng and Madam Ko Lee Meng, who are Directors, are also directors and substantial shareholders of Aspial Corp;

(x) Aspial International Pte. Ltd. ("**Aspial International**"), a wholly-owned subsidiary of Aspial Corp and a company in which Mr Koh Wee Seng and Madam Ko Lee Meng have an indirect interest of 30 per cent. or more;

(xi) World Class Global Pte. Ltd. ("**WCG**", and together with its subsidiaries, the "**WCG Group**"), a wholly-ownd subsidiary of Aspial Corp and a company in which Mr Koh Wee Seng and Madam Ko Lee Meng have an indirect interest of 30 per cent. or more;

(xii) World Class Land Pte. Ltd. ("**WCL**", and together with its subsidiaries, the "**WCL Group**"), a 90%-owned subsidiary of Aspial Corp and a company in which Mr Koh Wee Seng and Madam Ko Lee Meng have an interest (direct and indirect) of 30 per cent. or more; and

(xiii) AF Global Ltd. ("**AFG**", and together with its subsidiaries, the "**AFG Group**"), a company listed on the SGX-ST in which Mr Koh Wee Seng and Madam Ko Lee Meng have an interest (direct and indirect) of 30 per cent. or more.

(collectively, the "**Interested Persons**").

The Interested Persons are treated as the same interested person pursuant to Rule 908 of the Catalist Rules. Accordingly, transactions entered into between the Group and the Interested Persons during the same financial year are aggregated in determining whether the designated financial thresholds under Rules 905(2) and 906(1)(b) of the Catalist Rules have been exceeded.

3. Details of the Interested Person Transactions with the Same Interested Person

Information on the IPTs entered into between the Group and the same Interested Persons for FY2024 are set out below.

Name of Interested Person(s)	**Nature of interested person transaction(s)**	**Aggregate value of interested person transactions in FY2024 (S$'000)**
Aspial Corp	Provision of management services	644
Aspial International	Sales of ordinary shares (**"Sale and Re-organisation"**)	18,000
WCG Group	Lease of premises	365
WCL Group	Provision of management services	144
AFG Group	Lease of premises	120
Mr Koh Wee Seng	Subscription of Aspial Lifestyle Bonds	1,125[(1)]
Madam Ko Lee Meng and her child	Exchange of Aspial Lifestyle Bonds	283[(1)]
Madam Tan Su Lan	Exchange/subscription of Aspial Lifestyle Bonds	2,116[(1)]
Madam Lim Kwee Hua	Exchange/subscription of Aspial Lifestyle Bonds	283[(1)]
Mr Koh Wee Meng	Exchange of Aspial Lifestyle Bonds	1,885[(1)]
DN Global	Exchange of Aspial Lifestyle Bonds	471[(1)]

Total		**25,436**

Note:

(1) The Exchange/subscription of Aspial Lifestyle Bonds were exchanged or subscribed in the fourth quarter of FY2024. Interest computed is based on the total interest (6.25% per annum) to be received over the tenure of 3 years and inclusive of exchange fee for the relevant exchange offered bonds where applicable.

The aggregate value of all IPTs (excluding transactions which are less than S$100,000) entered into between the Group and the same Interested Persons for FY2024 is approximately S$25,436,000 (the "**Aggregate Value**"), representing approximately 16.03 per cent. of the Group's latest audited net tangible assets as at 31 December 2023 of S$158.6 million ("**NTA**").

Sales and Re-organisation has been approved by shareholders of the Company in accordance with Rule 906(1) of the Catalist Rules at an extraordinary general meeting of the Company held on 27 June 2024.

The Aggregate Value of the IPTs entered into between the Group and the same Interested Persons for FY2024 (excluding transactions which are less than S$100,000 and Sales and Re-organisation) is approximately S$7,436,000 (the "**Relevant IPTs**"), representing approximately 4.69 per cent. of the Group's NTA. As this does not exceed 5 per cent. of the Group's NTA, the Company is not required to seek shareholders' approval pursuant to Rule 906(1)(b) of the Catalist Rules for the Relevant IPTs.

4. Audit Committee

The Audit Committee of the Company has considered and reviewed the terms of, the rationale for and benefit of the above IPTs in FY2024 and is of the view that the Relevant IPTs are on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders. The Audit Committee has previously opined on the Sale and Re-organisation in the Company's Circular dated 12 June 2024.

5. Total Value of the IPTs

The total value of all IPTs (excluding transactions which are less than S$100,000) entered into between the Group and all interested persons for FY2024 is approximately S$25,436,000 representing approximately 16.03 per cent. of the Group's NTA.

6. Interest of Directors and Substantial Shareholders

Saved as disclosed above and save for their shareholdings in the Company, none of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in the IPTs.

BY ORDER OF THE BOARD
Aspial Lifestyle Limited

Lim Swee Ann
Company Secretary
4 October 2024

This announcement has been reviewed by the Company's Sponsor, SAC Capital Private Limited ("Sponsor"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "SGX-ST") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made, or reports contained in this announcement.

The contact person for the Sponsor is Ms Lee Khai Yinn, SAC Capital Private Limited, at 1 Robinson Road #21-00 AIA Tower, Singapore 048542, telephone (65) 6232 3210.