Natural Cool Holdings Limited
(Incorporated in the Republic of Singapore)
Company Registration No. 200509967G

ANNOUNCEMENT OF INTERESTED PERSON TRANSACTIONS PURSUANT TO RULE 905(2) OF THE CATALIST RULES

1. INTRODUCTION

The Board of Directors (the "**Board**") of Natural Cool Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that the transactions entered into by the Company's 51%-owned subsidiaries, Natural Cool Asia Pte. Ltd. and JAD Solutions Pte. Ltd. with QPA Pte Ltd ("**QPA**") since 1 January 2026 to the date of this announcement pursuant to Rule 905(2) of the Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") of Singapore Exchange Securities Trading Limited (the "**SGX-ST**"), has exceeded 3% of the Group's latest audited net tangible assets as at 31 December 2025 ("**Latest Audited NTA**").

2. DETAILS OF THE INTERESTED PERSON

Mr Tsng Joo Peng is the Executive Director, Group Chief Executive Officer and also a substantial shareholder of the Company.

Mr Tsng Joo Peng is the brother of Mr Tsng Joo Ann. Mr Tsng Joo Ann is a director and the controlling shareholder of QPA Pte Ltd, holding a 71% equity interest in QPA.

Accordingly, QPA Pte Ltd is regarded as an associate of an interested person under Chapter 9 of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist ("**Catalist Rules**"). The transactions therefore constitute interested person transactions under Chapter 9 of the Catalist Rules.

3. DETAILS OF THE INTERESTED PERSON TRANSACTIONS

Details of the interested person transactions entered into between the Group and QPA from 1 January 2026 to the date of this announcement, excluding transactions which are less than S$100,000 ("IPTs") are as follows:

Description of the IPTs	Aggregate Value
Sale of aircon equipment to QPA	S$526,720

The Latest Audited NTA as at 31 December 2025 was approximately S$11.7 million. The value of the above transactions represents approximately 4.5% of the Latest Audited NTA.

The IPTs were entered into between the Group and QPA after arm's length negotiations on a 'willing-buyer-willing-seller' basis and on normal commercial terms. In determining the transaction terms and selling prices, factors taken into account included prevailing market rates, transportation costs, product availability, delivery urgency, and the specifications of the products supplied. The terms offered by the Group were no more favourable than those offered to other existing customers or unrelated third parties for comparable transactions.

4. RATIONALE AND BENEFIT OF THE IPTs

The IPTs were entered into in the ordinary course of business of the Group based on normal commercial terms negotiated at an arm's length basis.

5. AUDIT COMMITTEE'S STATEMENT

Having reviewed the terms of the IPTs and the rationale for the IPTs, the Audit and Risk Committee of the Company is of the view that the IPTs are on normal commercial terms, and are not prejudicial to the interests of the Company and its minority shareholders.

6. INTEREST OF DIRECTORS

Save for the aforementioned directors, none of the directors of the Company has any interest, direct or indirect, in these IPTs save for their interest arising by way of their shareholdings in the Company (if any).

7. TOTAL VALUE OF ALL IPTS FOR FY2026

Save as disclosed above, there were no other IPTs (excluding transactions which are less than S$100,000) entered into between the Company and any of its interested persons between 1 January 2026 and the date of this announcement.

The Company will closely monitor the cumulative transaction value with QPA. Should the aggregate value approach or exceed the 5% threshold, the Company will seek shareholders' approval pursuant to Rule 906 of the Catalist Rules through the convening of an extraordinary general meeting.

BY ORDER OF THE BOARD

Choy Bing Choong
Executive Chairman
4 August 2026

About Natural Cool Holdings Limited

Natural Cool's principal businesses are Airconditioning and Engineering, Paints and Coatings, Technology, and Food and Beverages.

Natural Cool's Airconditioning and Engineering Division distributes, supply and installs Air-Conditioning and Mechanical Ventilation systems ("**ACMV**") and provides ACMV services to customers in the retail, commercial and industrial sectors. In addition, the Division is also involved in providing facilities management, mechanical and electrical, fire protection, critical environment, and plumbing and sanitary products and services.

The Group's Paints and Coatings Division manufactures and sells industrial paints and solvents, principally under the 'Cougar' brand. Furthermore, the Division also represents a number of leading overseas brands in Singapore.

Natural Cool's Technology Division specialises in communications engineering and Internet of Things solutions. With its core engineering capabilities located in Singapore, the Division serves the train-borne communications market and the estate management market both domestically and overseas.

In addition, the Group has a Food and Beverages arm which manufactures, distributes and retails cooked dim sum and dumplings in Singapore. It also operates a number of retail outlets.

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*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange 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.*

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