

**CAPITAL WORLD LIMITED**  
(Incorporated in the Cayman Islands)  
(Company Registration No.: CT-276295)

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**UPDATES ON THE CONVERTIBLE LOAN AGREEMENT**

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*Unless otherwise defined, all capitalised terms and references shall bear the same meanings ascribed to them in the previous announcements made by the Company on 11 November 2022 and 31 August 2023 (the “Announcements”) in relation to the CLA.*

The board of directors (the “Board” or the “Directors”) of Capital World Limited (the “Company”, and together with its subsidiaries, the “Group”) wishes to provide the following updates to the Convertible Loan Agreement (“CLA”).

The Company would like to provide an update on the CLA based on the latest audited financial statements of the Group for the financial year ended 30 June 2023 (“FY2023”).

The Lender

The Lender is AIM Worldwide Group Ltd (“AIM Worldwide”), an investment holding company incorporated in the British Virgin Islands and is wholly owned by Ms Lu Chai Hong (“Ms Lu”) and Ms. Tan Xin Wei, Vinnie (“Ms Vinnie Tan”). Ms Lu and Ms Vinnie Tan are private individual investors and they are connected to certain shareholders of the Company in the following manner:

- (a) Ms Lu is the spouse of Datuk Wira Eric Tan Eng Huat (“Datuk Eric”) and the mother of Mr Tan June Teng, Colin (“Mr Colin Tan”) and Mr Tan Ping Huang, Edwin (“Mr Edwin Tan”);
- (b) Ms Vinnie Tan is Datuk Eric’s daughter and sister of Mr Colin Tan and Mr Edwin Tan; and
- (c) Ms. Tan Ler Choo, a director of the Company, is the sister of Datuk Eric and the aunt of Mr Colin Tan, Mr Edwin Tan and Ms Vinnie Tan.

The table below shows the changes in shareholding held by certain shareholders of the Company:

Name	As of 31 January 2024		
	Number of shares	Shareholding <sup>(1)</sup>	Shareholding <sup>(2)</sup>
Datuk Eric	211,384,500	1.48%	1.31%
Mr Colin Tan	284,198,021	1.99%	1.77%
Mr Edwin Tan	250,892,857	1.76%	1.56%
Ms. Tan Ler Choo	12,066,666	0.09%	0.08%
Total		5.32%	4.72%

<sup>(1)</sup> Computed based on the existing share capital of 14,268,666,015.

<sup>(2)</sup> Computed based on the enlarged share capital of 16,086,847,833.

As at the date of this announcement, Datuk Eric, Mr. Colin, Mr Edwin and Ms. Tan Ler Choo (collectively, the “Connected Parties”), collectively hold an aggregate percentage of 5.32% of the Existing Share Capital and 4.72% of the enlarged share capital.

Applicability of Chapter 9 of the Catalist Rules

Pursuant to Catalist Rule 906(1), the value-at-risk represents 1.37% of the Group’s latest audited net tangible asset (“NTA”) of S\$65,700,000 (based on exchange rate of 3.45 as of 30 June 2023) for FY2023 which is less than 5% of the Group’s FY2023 NTA. As such, no shareholders’ approval is required under Chapter 9 of the Catalist Rules for the CLA

### Conversion Price

The conversion price was mutually agreed between the Company and the Lender, taking into consideration the Company's agreement with the Lender to allot and issue the conversion shares under the CLA in place of repayment of the loan in cash to conserve cash resources.

The conversion price of S\$0.0011 per conversion share (assuming no adjustment to the conversion price is required pursuant to the CLA) represents a discount of approximately 74% to the volume-weighted average price ("VWAP") of S\$0.00417 for each Share based on the trades done on 13 February 2020, being the last full market day when the Shares were traded prior to the Company's trading suspension on 14 February 2020.

Accordingly, as the discount exceeds 10%, shareholders are required to approve the issue of shares pursuant to Rules 811(1) and 811(3) of the Catalist Rules.

### Number of conversion shares

Based on the conversion price of S\$0.0011 and the principal amount of the convertible loan of S\$2,000,000, 1,818,181,818 conversion shares will be issued to the Lender. The Company will be seeking shareholders' approval for the grant of the conversion right and the issue of the conversion shares. The Company will also be submitting the additional listing application ("ALA") to SGX-ST for approval in due course.

### Financial Effects of the CLA

#### (a) Net Assets Value ("NAV")

For illustrative purposes and assuming the conversion shares had been allotted and issued at the end of FY2023 at the conversion price, the NAV is as follows:

	<b>Before the issuance of the conversion shares</b>	<b>After the issuance of the conversion shares</b>
NAV (RM'000)	226,601	232,458
Number of shares ('000 share)	14,268,666	16,086,848
NAV per share (RM cents)	0.016	0.014

#### (b) Earnings Per Share ("EPS")

For illustrative purposes and assuming the conversion shares had been allotted and issued at the start of FY2023 at the conversion price, the EPS is as follows:

	<b>Before the issuance of the conversion shares</b>	<b>After the issuance of the conversion shares</b>
Profit attributable to owners of the Company (RM'000)	226,601	232,458
Weighted average number of shares ('000 share)	14,268,666	16,086,848
EPS (RM cents)	0.003	0.003

#### (c) Net Gearing

	<b>Before the issuance of the conversion shares</b>	<b>After the issuance of the conversion shares</b>
Net Gearing	0.8563	0.8392

## Shareholding structure

Assuming all of the 1,818,181,818 conversion shares are issued to the Lender, the shareholding structure of the Company before and after the issue of the conversion shares is set out as follows:

Substantial shareholder	Shareholding before the issue of the conversion shares		Shareholding after the issue of the conversion shares	
	No. of shares	% <sup>(1)</sup>	No. of shares	% <sup>(1)</sup>
Chong Thim Pheng	1,075,484,387	7.54	1,075,484,387	6.69

<sup>(1)</sup>Based on the existing share capital comprising 14,268,666,015 Shares and the enlarged share capital comprising 16,086,847,833 Shares.

There are no changes in the shareholdings of the remaining directors and substantial shareholders since the announcement dated 11 November 2022 except for the substantial shareholder as shown above.

## Draw down of the CLA

As per the CLA, the Company was supposed to draw down S\$1,000,000 within 10 days from the date the Company obtains the conditional approval from the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) for the shares to resume trading on the Catalist Board of the SGX-ST and the remaining S\$1,000,000 should be drawn down within 30 days from the date the Company obtains conditional approval from SGX-ST for the shares to resume trading on the Catalist Board of SGX-ST. The Company resumed trading on SGX-ST on 31 October 2023, but did not draw down the loan of S\$2,000,000 as the Board was of the view that the Company still had sufficient cashflow to pay off the debts at that juncture.

The Board wishes to update shareholders that on 31 January 2024, the Company has drawn down the loan of S\$2,000,000. The loan will be used to pay off the refurbishment cost incurred for the Capital City Mall.

**Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders are also advised to refrain from taking any action in respect of their securities in the Company which may be prejudicial to their interests. Shareholders should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.**

By Order of the Board  
**CAPITAL WORLD LIMITED**

Hoo Khee Leng  
Executive Director and Chief Executive Officer  
31 January 2024

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*This announcement has been prepared by the Company and its content have been reviewed by the Company’s sponsor, RHT Capital Pte. Ltd. (the “**Sponsor**”) for compliance with the relevant rules of the SGX-ST.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions contained in this announcement.*

*The contact person for the Sponsor is Mr. Josh Tan – Registered Professional, at 36 Robinson Road, #10-06, City House, Singapore 068877, sponsor@rhtgoc.com.*