



ASPIAL LIFESTYLE LIMITED

(Incorporated in the Republic of Singapore on 10 April 2008)

(Company Registration No.: 200806968Z)

PRICING OF THE S\$31,000,000 6.25 PER CENT. NOTES DUE 2027 TO BE ISSUED BY ASPIAL LIFESTYLE LIMITED (FORMERLY KNOWN AS MAXI-CASH FINANCIAL SERVICES CORPORATION LTD.) (THE "COMPANY", AND TOGETHER WITH ITS SUBSIDIARIES, THE "GROUP") PURSUANT TO ITS S\$300,000,000 MULTICURRENCY MEDIUM TERM NOTE PROGRAMME (THE "PROGRAMME")

Reference is made to the notice issued by the Company on 3 September 2024 in relation to, *inter alia*, the potential issue of additional notes pursuant to the New Issue and the announcement released by the Company on 13 September 2024 in relation to the results of the Invitation (together, the "**Announcements**"). Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in the Announcements.

The Company has received reverse enquiry interest from its investors (including certain directors and/or controlling shareholders of the Company and/or their associates) in relation to the issue of additional notes pursuant to the New Issue and is pleased to announce the launch and pricing of the S\$31,000,000 6.25 per cent. notes due 2027 (the "**Additional Notes**") to be issued by the Company under the Programme.

The Additional Notes will be fungible and shall consolidate into the same tranche and series as the New Notes to be issued pursuant to the Invitation (the Additional Notes together with the New Notes, the "**Series 004 Notes**").

The final aggregate principal amount of the Series 004 Notes to be issued will be S\$70,000,000 (being S\$39,000,000 in aggregate principal amount of New Notes to be issued in exchange for the Exchange Offered Notes plus S\$31,000,000 in aggregate principal amount of Additional Notes to be issued). The Series 004 Notes are expected to be issued on 24 September 2024 (subject to the satisfaction of customary closing conditions).

DBS Bank Ltd. has been appointed as the sole dealer in relation to the Additional Notes. The Additional Notes have been offered to persons in Singapore who are either (i) institutional investors (as defined in Section 4A of the Securities and Futures Act 2001 of Singapore (the "**SFA**")) pursuant to Section 274 of the SFA or (ii) accredited investors (as defined in Section 4A of the SFA) pursuant to and in accordance with the conditions specified in Section 275 of the SFA and (where applicable) Regulation 3 of the Securities and Futures (Classes of Investors) Regulations 2018.

The Series 004 Notes will be issued at an issue price of 100 per cent. of their principal amount and in denominations of S\$250,000 each. The Series 004 Notes will bear interest at a fixed rate of 6.25 per cent. per annum payable semi-annually in arrear. Unless previously redeemed or purchased and cancelled, the Series 004 Notes shall mature on 24 September 2027.

The Series 004 Notes will constitute direct, unconditional, unsubordinated and unsecured obligations of the Company and shall at all times rank *pari passu*, without any preference or priority among themselves, and *pari passu* with all other present and future unsecured obligations (other than subordinated obligations and priorities created by law) of the Company.

The net proceeds arising from the issue of the Additional Notes (after deducting issue expenses) will be used for general corporate purposes, including, but not limited to, refinancing or repayment of existing borrowings and financing of investments, acquisitions, expansions, working capital and/or capital expenditure requirements of the Group.

Pursuant to Condition 5(e)(ii) of the terms and conditions of the Series 004 Notes, a **“Change of Shareholding Event”** occurs when Koh Wee Seng, Ko Lee Meng and Koh Lee Hwee cease to have in aggregate an interest (whether direct or deemed) of more than 50 per cent. of the issued share capital of the Company. Upon the occurrence of a Change of Shareholding Event, each holder of the Series 004 Notes has an option to require the Company to redeem the Series 004 Notes of such holder (subject to the terms and conditions of the Series 004 Notes).

Approval in-principle has been received for the listing and quotation of the Series 004 Notes on the Singapore Exchange Securities Trading Limited (the **“SGX-ST”**). Such permission will be granted when the Series 004 Notes have been admitted for listing and quotation on the SGX-ST. The SGX-ST assumes no responsibility for the correctness of any of the statements made, opinions expressed or reports contained herein. Approval in-principle from, admission to the Official List of, and listing and quotation of the Series 004 Notes on, the SGX-ST are not to be taken as an indication of the merits of the Company, its subsidiaries, its associated companies (if any), the Programme or the Series 004 Notes. The Series 004 Notes are expected to be listed on the SGX-ST on 25 September 2024.

Certain directors and/or controlling shareholders of the Company and/or their associates and/or entities and/or persons related to or procured by them have been allocated approximately 35.5 per cent. of the S\$31,000,000 in aggregate principal amount of Additional Notes pursuant to the New Issue and certain directors and/or controlling shareholders of the Company and/or their associates and/or entities and/or persons related to or procured by them have been allocated approximately 56.4 per cent. of the S\$39,000,000 in aggregate principal amount of New Notes to be issued pursuant to the Invitation. Accordingly, certain directors and/or controlling shareholders of the Company and/or their associates and/or entities and/or persons related to or procured by them will, in aggregate, be subscribing for approximately 47.1 per cent. of the entire issue of the Series 004 Notes, giving substantial holding to such directors, controlling shareholders, associates, entities and/or persons. In particular, please refer to the risk factor entitled *“Certain Noteholder(s) who are controlling shareholder(s), interested persons (as defined in the Listing Manual of the SGX-ST) and/or director(s) of the Issuer may subscribe to a substantial portion of the aggregate principal amount of any Series of Notes to be issued from time to time under the Programme and may therefore be able to control the outcome of votes which will be binding on all Noteholders. Additionally, this may reduce the liquidity of such Notes in the secondary trading market”* at pages 85 and 86 of the information memorandum dated 12 July 2024 relating to the Programme for further information.

BY ORDER OF THE BOARD
ASPIAL LIFESTYLE LIMITED

Lim Swee Ann
Company Secretary
16 September 2024

NOTE: This announcement does not constitute an invitation to participate in the Invitation. No offer or invitation to issue or redeem any securities is being made pursuant to this release. This announcement must be read in conjunction with the Exchange Offer Memorandum. This announcement does not constitute or form part of, and should not be construed as, an offer for sale or subscription of, or a solicitation of any offer to exchange, buy or subscribe for, any securities of the Company or any other entity.

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 (Tel: 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.