

CHARISMA ENERGY SERVICES LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 199706776D)

MONTHLY UPDATE

Unless otherwise defined, all capitalised terms used in this announcement which are not defined herein shall have the same meanings ascribed to them in:

- (i) *the previous monthly update announcements by Charisma Energy Services Limited (the “**Company**”) dated 30 November 2024, 27 December 2024, 28 January 2025 and 28 February 2025;*
- (ii) *the announcement in relation to the completion of the disposal of 80.0% of the equity interests in Yichang Smartpower Green Electricity Co., Ltd. (“**Yichang**”) dated 23 September 2024 and the circular dated 13 June 2024;*
- (iii) *the announcements in relation to the submission of update application on trading resumption proposal dated 1 October 2024 and 10 December 2024; and*
- (iv) *the announcement in relation to the entry into a convertible loan agreement with Anchor Marine 2 Inc, CES Hydro Power (SL) Limited, Yin Khing Investments Limited and Cosmic Marvel International Limited dated 20 December 2024,*

*(the “**Previous Announcements**”).*

1. INTRODUCTION

The Board of Directors (the “**Directors**” or the “**Board**”) of the Company and together with its subsidiaries (the “**Group**”), refers to the Previous Announcements. Save for the matters already announced, the Board would like to provide the following updates on the matters below as of the date of this announcement:

- (a) The Company had on 9 December 2024, through its continuing sponsor, received a letter from Singapore Exchange Regulation (the “**SGX RegCo**”) (the “**Letter**”) confirming that it has no objection to the Company’s updated Resumption Proposal submitted in the Update Application, subject to the conditions listed in the Letter. The decision of the SGX RegCo will not be effective if any of the conditions is not fulfilled. Please refer to the Company’s announcement dated 10 December 2024 for further details. The Company is in the midst of completing the conditions and will update the shareholders as and when there are any material updates.
- (b) The Company had entered into a convertible loan agreement with the Subscriber and its wholly-owned subsidiaries, Cosmic Marvel International Limited (“**CMIL**”) on 20 December 2024 (the “**Convertible Loan Agreement**”). Please refer to the Company’s announcement dated 20 December 2024 for further details.
- (c) On 23 December 2024, the Company submitted an application letter to the Securities Industry Council of Singapore seeking a waiver of the obligation of the Subscriber to make a mandatory general offer under Rule 14 of the Singapore Code on Take-overs and Mergers for the Shares not held by the Subscriber following the allotment and issue of the Subscription Shares under the New CSA, the Option Shares pursuant to the exercise of the options under the terms and conditions of the Options under the New CSA and the Conversion Shares pursuant to any conversion under the Convertible Loan Agreement, subject to certain conditions. The Company will keep Shareholders informed of any developments in relation thereto.

- (d) In relation to the Sri Lanka mini hydro power plants operations, the plants continue to operate smoothly and generate positive operating cashflows. The Group's outstanding receivable from its customer is approximately US\$0.2 million as of the date of this announcement.
- (e) In relation to the sale of the Company's 80.0% equity interest in Yichang, the First Price Transfer was received by the Company in December 2024. On 5 March 2025, the Company received a request from the Purchaser to defer the payment dates of the Second Installment, Third Installment and Fourth Installment. Under the Purchaser's deferred payment request, the said installments (together with the Final Installment) will be received in three tranches on 30 June 2025, 31 December 2025 and 31 March 2026, which means that the entire Purchase Consideration will be received within 20 months from 5 September 2024 being the effective date of the Equity Transfer Agreement as originally provided for. As the proceeds from the disposal of Yichang are to be distributed in accordance with the terms of (i) the Supplementary Scheme of Arrangement entered into with the Category A Participating Creditors under the April 2023 Scheme; and (ii) the Amended and Restated Deed of Settlement entered with the REPS Holders, upon meeting the conditions precedent set out therein, the Company is working with the Scheme Managers to call for a meeting of the Category A Participating Creditors and the REPS Holders to discuss the next steps. For avoidance of doubt, the disposal of Yichang as a Condition Precedent of the Supplementary Scheme has already been met because of (i) the collection of the First Price Transfer; and (ii) the updates of shareholders' register of Yichang, in accordance with the Supplementary Scheme. In view of the above, the collection of the outstanding tranches of the Purchase Consideration has no bearing on the completion of the Company's restructuring exercise.
- (f) On 28 March 2025, the Company entered into a supplemental agreement with the Subscriber to extend the longstop date of the New CSA from 31 March 2025 to 31 May 2025 (or such other date as may be mutually agreed between the parties).
- (g) The Company is seeking approval from CMIL under the Original Loan Agreements for operational expenses of the Group on a monthly basis as these need to be funded from the cashflows generated from the operations of the Sri Lanka Hydro-Power Plants. As the restructuring of the Group is still in progress, there have been some payment delays to service providers and directors of the Company. The Company is working closely with CMIL and the Subscriber to settle the payment arrears.

2. GOING CONCERN

As previously announced by the Company, failing to complete the New CSA with the Subscriber by the long stop date, coupled with the depletion of the unencumbered cash to sustain the Group's operations, may result in the Company having no means to continue as a going concern.

3. FURTHER ANNOUNCEMENTS

In accordance with Catalist Rule 704(22), the Company will continue to update its shareholders via SGXNet regarding, *inter alia*, the financial situation of the Group. The Company will make further announcements as and when there are material developments.

4. CAUTIONARY STATEMENT

Notwithstanding that the trading of the Company's shares is suspended, shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company. Shareholders and potential investors who are in doubt as to the action they should take should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

By Order of the Board

Cho Form Po
Company Secretary
28 March 2025

*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 document, including the correctness of any of the statements or opinions made or reports contained in this document.*

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