

## CHARISMA ENERGY SERVICES LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 199706776D)



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- (I) **COMPLETION OF THE PROPOSED SUBSCRIBER TRANSACTIONS, THE PROPOSED DEBT RESTRUCTURING AND THE PROPOSED SHARE CONSOLIDATION**
- (II) **RESUMPTION OF TRADING**
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### 1. INTRODUCTION

- 1.1. The board of directors (the “**Board**”) of Charisma Energy Services Limited (the “**Company**” and together with its subsidiaries, the “**Group**”, and each a “**Group Company**”) refers to:
- (a) the circular issued by the Company on 20 May 2025 (the “**Circular**”);
  - (b) the announcement dated 3 June 2025 in relation to the receipt of the listing and quotation notice from the Singapore Exchange Securities Trading Limited and the update on the completion of the Proposed Subscriber Transactions, the Proposed Debt Restructuring and the Proposed Share Consolidation;
  - (c) the announcement dated 4 June 2025 in relation to the results of the extraordinary general meeting held on 4 June 2025 (the “**4 June 2025 EGM**”);
  - (d) the announcement dated 4 June 2025 in relation to the notice of the Share Consolidation Record Date;
  - (e) the announcement dated 4 June 2025 in relation to the fulfilment of conditions under the Resumption Proposal and the listing and quotation notice from the SGX-ST;
  - (f) the announcement dated 11 June 2025 in relation to the allotment and issue of the Subscription Shares and the Settlement Shares; and
  - (g) the announcement dated 13 June 2025 in relation to the update on the date of trading resumption.
- 1.2. Unless otherwise defined, capitalised terms used in this announcement shall bear the meanings ascribed to them in the Circular.
- 1.3. The Proposed Subscription, the Proposed Grant of Options, the Proposed Convertible Loan, the Proposed Issue of Settlement Shares and the Proposed Share Consolidation, among others, were approved by the Shareholders at the 4 June 2025 EGM.

### 2. COMPLETION

- 2.1. The Board is pleased to announce that the Proposed Subscriber Transactions, the Proposed Debt Restructuring and the Proposed Share Consolidation have been completed as of the date of this announcement, being 16 June 2025 (the “**Completion Date**”).
- 2.2. Pursuant to the completion of the Proposed Subscriber Transactions, the Proposed Debt Restructuring and the Proposed Share Consolidation:
- (a) 177,298,084,384 Subscription Shares and 193,416,092,056 Options were allotted and issued to the Subscriber, which were consolidated into 177,298,085 Subscription Shares and 193,417,804 Options (with the new Exercise Price of S\$0.084) under the Proposed Share Consolidation;

- (b) the Convertible Loan Agreement has come into effect, with the principal amount of S\$8,225,895<sup>1</sup> as confirmed by the parties thereto and a new Conversion Price of S\$0.0842, adjusted for the purposes of the Proposed Share Consolidation;
  - (c) 82,229,157,781 Settlement Shares (comprising 10,654,276,257 Bilateral Settlement Shares and 71,574,881,524 Scheme Shares) were allotted and issued, which were consolidated into 82,229,171 Settlement Shares (comprising 10,654,278 Bilateral Settlement Shares and 71,574,893 Scheme Shares) for the purposes of the Proposed Share Consolidation; and
  - (d) the Company currently has a consolidated enlarged share capital of 273,189,087 Shares. Due to administrative constraints, consolidation of the shares to CPF/SRS shareholders, barring any unforeseen delays, is expected to only be completed by 17 June 2025. The Company will update shareholders accordingly in due course.
- 2.3. Under the Scheme of Arrangement and the Deed of Settlement, the Company expects to pay the Tranche 1 Distribution under the Scheme of Arrangement to Category A Scheme Creditors and the settlement sum under the Deed of Settlement to the REPS Holders by 3 July 2025, which is within 14 Business Days of the Completion Date and in accordance with the terms and conditions of the Scheme of Arrangement.

### 3. COMPLETION OF THE PROPOSED SHARE CONSOLIDATION

- 3.1. The Company wishes to announce that the Share Consolidation was completed and has become effective as at 9.00 a.m. on 16 June 2025. Accordingly, on 16 June 2025, every one thousand (1,000) Shares registered in the name or standing to the credit of the securities account (as the case may be), of each Shareholder was consolidated into one (1) Consolidated Share, and the issued share capital of the Company now comprises 273,189,087 Consolidated Shares, with any fractional entitlements to be rounded up to the nearest whole Consolidated Share.
- 3.2. The Register of Members of the Company and the Depository Register has been updated to reflect the number of Consolidated Shares held by each Shareholder respectively based on the number of Shares held by them as at the Record Date.
- 3.3. Shareholders should note that the number of Consolidated Shares which they are entitled to pursuant to the Share Consolidation, based on their holdings of Shares as at the Record Date, has been rounded up to the nearest whole Consolidated Share.
- 3.4. Shareholders who receive odd lots of Consolidated Shares pursuant to the Share Consolidation and who wish to trade such odd lots of Consolidated Shares on the SGX-ST should note that odd lots of Consolidated Shares can be traded with a minimum size of one (1) Consolidated Share on the SGX-ST's unit share market.

**The unit share market for trading of such odd lots may be illiquid. Shareholders who hold odd lots may have to bear disproportionate transaction costs in trading their Shares and may find difficulty in realising the fair market price of such Consolidated Shares. Shareholders who wish to trade on the unit share market should contact their stockbroker, bank manager, or other professional adviser for details on trading.**

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<sup>1</sup> The Original Outstanding Amounts under the Original Loan Agreements is S\$19,086,695, computed based on an interest rate of 15% per annum and a default interest rate of 3% up till 16 June 2025, being the effective date of the Convertible Loan Agreement ("CLA"). The principal amount of S\$8,225,895 is computed after netting S\$10,860,800 from such Original Outstanding Amounts under the Original Loan Agreements which is capitalised via the allotment and issue of Subscription Shares to the Subscriber as provided for under the terms and conditions of the CSA. The principal amount of up to S\$10,255,000 originally set out in the Circular was based on the 31 December 2025 Maximum Amount. With the CLA taking effect on 16 June 2025, the Original Outstanding Amount has been proportionately reduced. For further details, please refer to Section 2.6.1(a) of the Circular.

- 3.5. Each Consolidated Share will rank pari passu in all respects with each other and will be traded in board lots of 100 Consolidated Shares.

#### 4. RESUMPTION OF TRADING

Pursuant to the completion of the Proposed Subscriber Transactions, the Proposed Debt Restructuring and the Proposed Share Consolidation, the Share Consolidation Effective Date and the trading in the Shares of the Company took place from 9.00 a.m. on 16 June 2025.

#### 5. CAUTIONARY STATEMENT

Shareholders, securityholders and investors are advised to read this announcement and any past and future announcements by the Company carefully when dealing with the shares and securities of the Company. Shareholders, securityholders, and investors should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take or when dealing with their shares or securities of the Company.

#### By Order of the Board

Cho Form Po  
Company Secretary  
16 June 2025

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

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