



ACROMETA GROUP LIMITED
(Company Registration No.: 201544003M)
(Incorporated in the Republic of Singapore)
(the “Company”)

PROPOSED SALE OF ACRO HARVEST OFFICE AT UNITY CENTRE

1. INTRODUCTION

The Board of Directors (the “**Directors**” or the “**Board**”) of AcroMeta Group Limited (“**Company**” and together with its subsidiaries, “**Group**”) wishes to announce that its wholly-owned subsidiary, Acro Harvest Engineering Pte Ltd (“**Vendor**” or “**Acro Harvest**”) has on 15 March 2024, entered into an Option to Purchase (“**OTP**”) with Wood King Investment Pte Ltd of 38 Prince of Wales Road, Singapore 266990 (the “**Purchaser**”), for the sale of its office unit located at 51 Bukit Batok Crescent #02-22 Unity Centre Singapore 658077 (the “**Property**”) for a consideration of S\$940,000.00 (“**Purchase Consideration**”), on the terms and subject to the conditions of the OTP (“**Proposed Disposal**”).

The Purchaser is an unrelated party and does not have any shareholding interest, direct or indirect in the Company or the Group, nor is any of the directors, substantial shareholders of the Purchaser related to any of the Directors, substantial shareholders of the Company, or their respective associates. None of the Directors or substantial shareholders of the Company or their respective associates are related to the Purchaser.

2. INFORMATION ON THE PROPERTY

The Property is approximately 3,681 square feet with a lease expiry on March 2057, located at 51 Bukit Batok Crescent #02-22 Unity Centre Singapore 658077. It is currently used by Acro Harvest as its office and workshop.

3. SALIENT TERMS OF THE OTP

3.1 Purchase Consideration

The total consideration for the Proposed Disposal is S\$940,000.00 (the “**Purchase Consideration**”).

The Purchase Consideration, which was determined at arm’s length on a willing-buyer willing-seller basis, was arrived at taking into consideration the current market conditions and estimated market value of the Property, among other factors.

3.2 Completion

Completion shall take place on 24 May 2024 or on such earlier date as the Vendor and the Purchaser may agree.

4. RATIONALE FOR THE PROPOSED DISPOSAL

After a strategic review of the financial position, operational needs, long-term business expansion strategy and direction of the Group, the Board had decided to proceed with the Proposed Disposal.

The Property had been marketed for sale in the past 4 to 5 months with a few potential buyer offers in the range of S\$780,000 to S\$940,000. While the bank valuation price for the Property is in the range of S\$1.0 million to S\$1.1 million, the Group still stands to make a reasonable profit from the Proposed Disposal of S\$425,000.

The Board believes that the Proposed Disposal is in the best interests of the Group and the Shareholders, as it (i) it enables the Group to realise the value of the Property; (ii) improve cash flow of the Group; (iii) provide liquidity for new investments and initiatives that will enhance shareholder value; and (iv) provide additional working capital for the Group's operations.

5. USE OF PROCEEDS

The net proceeds from the proposed sale would support the Group's operating cashflows and business expansion plans, including investments in the co-working laboratory business.

6. RELATIVE FIGURES COMPUTED BASED ON RULE 1006 OF THE LISTING RULES

Based on the latest announced on the audited financial statements of the Group for the financial year ended 30 September 2023 ("FY2023"), the relative figures in relation to the Proposed Disposal computed on the bases set out under Rule 1006 of the Listing Manual are as follows:

	Bases Under Rule 1006	Relative Figure (%)
(a)	The net asset value ("NAV") of the assets to be disposed of, compared with the Group's NAV. This basis is not applicable to an acquisition of assets.	4.9
(b)	The net profits / (loss) attributable to the assets acquired or disposed of, compared with the Group's net profits.	N.A. ⁽¹⁾
(c)	Aggregate value of the consideration given, compared with the Company's market capitalisation based on the total number of issued Shares excluding treasury shares.	13.0 ⁽²⁾
(d)	The number of equity securities issued by the Company as consideration for an acquisition, compared with the number of equity securities previously in issue.	N.A.
(e)	The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the aggregate of the Group's proved and probable reserves. This basis is applicable to a disposal of mineral, oil or gas assets by a mineral, oil & gas company, but not to an acquisition of such assets.	N.A.

(1) Not applicable as the Property is for the Group's own use and thus does not generate any income or revenue.

(2) Based on the Purchase Consideration of S\$940,000 and the market capitalisation of the Company being S\$7,249,530, which is calculated based on the weighted average price of S\$0.23 per Share on 14 March 2024 (being the market day preceding the date of Proposed Disposal) and 315,196,956 Shares in issue as at 14 March 2024 (being the market day preceding the date of Proposed Disposal).

As the relative figure computed for Rule 1006(c) exceeds 5.0% but does not exceed 20.0%, the Proposed Disposal is classified as a "disclosable transaction" under Rule 1010 of the Listing Manual of the Singapore Exchange Securities Trading Limited ("SGX-ST").

7. FINANCIAL EFFECTS OF THE PROPOSED DISPOSAL

- 7.1 The financial effects of the Proposed Disposal set out below are purely for illustrative purposes only and do not reflect the actual future financial position of the Company or the Group after the completion of the Proposed Disposal.

The financial effects of the Proposed Disposal were calculated based on the audited consolidated financial statements of the Group for the financial year ended 30 September 2023 (“**FY2023**”) (“**Audited Financial Statements**”), being the most recently completed financial year for which financial statements are publicly available as at the date of this announcement.

- 7.2 Based on the Audited Financial Statements, the book value attributable to the Property is approximately S\$478,000 and the net proceeds to the Proposed Disposal is approximately S\$903,000. The excess of the net proceeds for the Disposal over the book value attributable to the Property will be approximately S\$425,000.

7.3 Net tangible asset (“NTA”)

The effect of the Proposed Disposal on the NTA per share of the Group for FY2023, assuming that the Proposed Disposal had been affected as at 30 September 2023 is as follows:

As at 30 September 2023	Before the Proposed Disposal	After the Proposed Disposal
NTA (S\$'000)	571	996
Number of Shares (excluding treasury shares) ('000)	277,128	277,128
NTA per Share (Singapore Cents)	0.21	0.36

7.4 Earnings per Share (“EPS”)

The effect of the Proposed Disposal on the EPS of the Group for FY2023, assuming that the Disposal had been affected on 1 October 2022 is as follows:

FY2023	Before the Proposed Disposal	After the Proposed Disposal
Loss attributable to owners of the Company (S\$'000)	(6,958)	(6,534)
Weighted average number of Shares (excluding treasury shares) ('000)	232,712	232,712
Loss per Share (Singapore Cents)	(2.99)	(2.81)

8. DIRECTORS' SERVICE CONTRACTS

No person will be appointed to the Board, and no service contract will be entered into by the Company, in connection with the Proposed Disposal.

9. DIRECTORS AND CONTROLLING SHAREHOLDERS' INTEREST

None of the Directors or controlling shareholders of the Company and their respective associates have any interest, direct or indirect, in the Proposed Disposal, other than through their respective shareholdings (if any) in the Company.

10. DOCUMENTS FOR INSPECTION

A copy of the OTP is available for inspection during normal business hours at the Company's registered office at 11 Woodlands Terrace Singapore 738436 for three (3) months from the date of this announcement.

BY ORDER OF THE BOARD

Lim Say Chin
Executive Chairman and Chief Executive Officer
18 March 2024

This announcement has been reviewed by the Company's Sponsor, Evolve Capital Advisory Private Limited (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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