



**DON AGRO INTERNATIONAL LIMITED**  
(Company Registration No. 201835258H)  
(Incorporated in the Republic of Singapore)

---

**PROPOSED ACQUISITION OF 812 CAPITAL LLC AND CENTRE FOR INNOVATIVE  
MEDICAL TECHNOLOGIES, LLC – SUPPLEMENTAL ANNOUNCEMENT**

---

*Unless otherwise defined herein or the context requires otherwise, capitalized terms used in this announcement shall have the same meaning ascribed to them in the announcement dated 12 September 2024 (“**Announcement**”) in relation to the Proposed Acquisitions.*

1. The board of directors (the “**Board**”) of Don Agro International Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the Announcement.
2. In the Announcement, it is stated that the Vendors currently owns, in aggregate, 90.01% of the shares in 812 Capital LLC, while Sberbank Investments LLC (“**SBI**”) owns the remaining 9.99%. Pursuant to the terms of the Option Agreements, Tetra shall, upon the exercise of option by holder of the relevant Option Agreement, acquire 9.98% in 812 Capital LLC, following the completion of certain option agreements dated 16 August 2023 entered into between Vendor 1 and SBI (“**SBI-Vendor 1 Option Agreements**”).
3. According to the terms of the SBI-Vendor 1 Option Agreements:
  - (a) SBI has granted separate irrevocable call options to Vendor 1 to purchase from SBI (i) 9.98% of the shares in 812 Capital LLC; and (ii) 0.01% of the shares in 812 Capital LLC, representing all the shares in 812 Capital LLC owned by SBI (accordingly “**SBI 9.98% Call Option**” and “**SBI 0.01% Call Option**”), exercisable upon the occurrence of certain conditions; and
  - (b) Vendor 1 has granted separate irrevocable put options to SBI to sell to Vendor 1 (i) 9.98% of the shares in 812 Capital LLC; and 0.01% of the shares in 812 Capital LLC, representing all the shares in 812 Capital LLC owned by SBI (accordingly “**SBI 9.98% Put Option**” and “**SBI 0.01% Put Option**”), exercisable upon the occurrence of certain conditions.
4. Subject to Vendor 1’s exercise of the SBI 9.98% Call Option or SBI’s exercise of the SBI 9.98% Put Option, Vendor 1 shall be the owner of an additional 9.98% of the shares in 812 Capital LLC, and accordingly, Vendor 1 or Tetra shall be entitled to exercise the respective put option or call option (whichever is applicable) under the relevant Option Agreement on any day of the period of fourteen (14) months from the date of the relevant Option Agreement. Accordingly, upon the completion of the Balance Stake of 89.01% Acquisition by Tetra, Vendor 1 or SBI shall exercise their rights under the SBI-Vendor 1 Options and pursuant to which Tetra shall acquire 9.98% in 812 Capital LLC. Please refer to Appendix 1 to this announcement for the corporate structure of the Group (as at 6 September 2024) and Appendix 2 for corporate structure of the Enlarged Group upon completion of the Proposed Acquisitions.

**5. DIRECTORS’ RESPONSIBILITY STATEMENT**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Acquisitions, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

By Order of the Board

Marat Devlet-Kildejev  
Chief Executive Officer and Executive Director

14 September 2024

---

*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.*

*The contact person for the Sponsor is Mr Shervyn Essex, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.*

Appendix 1: Corporate structure of the Group as at 6 September 2024

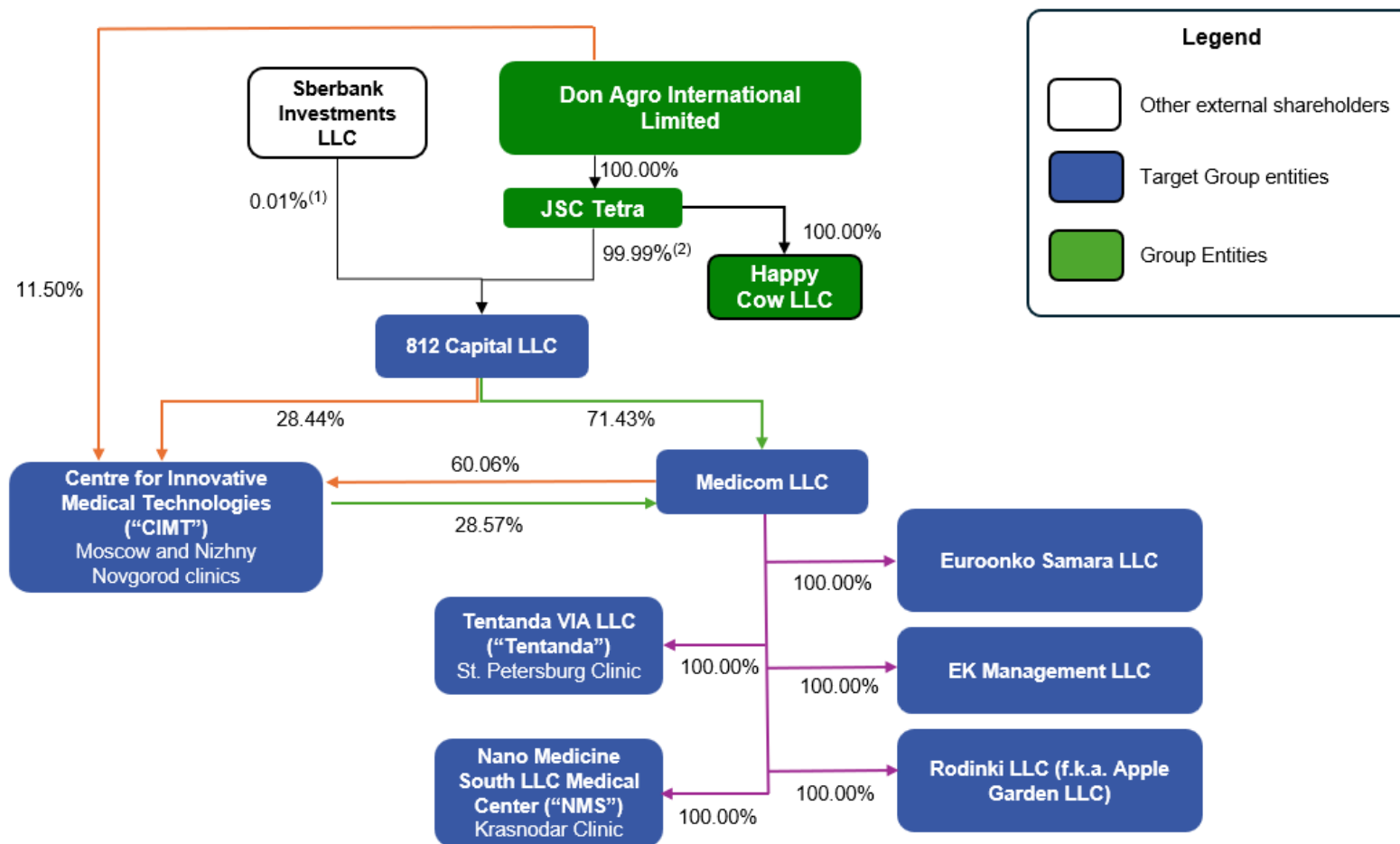


**Notes:**

- (1) After the completion of the Minority Stake Acquisition as disclosed in the Announcement.
- (2) Khvicha Akubardia and Alexander Sviridov holds 10.00% and 1.50% shareholding interest in CIMT, respectively.
- (3) Khvicha Akubardia and Alexander Sviridov holds 69.21% and 19.80% shareholding interest in 812 Capital LLC, respectively.
- (4) SBI has granted separate irrevocable call options to Khvicha Akubardia to purchase from SBI, in aggregate, 9.99% of the shares in 812 Capital LLC upon the occurrence of certain conditions.
- (5) Khvicha Akubardia has granted separate irrevocable put options to SBI to sell to Khvicha Akubardia, in aggregate, 9.99% of the shares in 812 Capital LLC upon the occurrence of certain conditions.

## Appendix 2: Corporate Structure of the Enlarged Group after the Proposed Acquisitions

### Corporate Structure of the Enlarged Group after the Proposed Acquisitions



#### Notes:

- (1) Assuming that the SBI 0.01% Call Option or SBI 0.01% Put Option are not exercised.
- (2) After the exercise of the respective put option or call option (whichever is applicable) under the relevant Option Agreement.