

EDITION LIMITED
(Incorporated in Singapore)
(Company Registration No. 200411873E)

INTERESTED PERSON TRANSACTIONS

1. Introduction

The board of directors (the “**Board**” or the “**Directors**”) of Edition Ltd (the “**Company**”, together with its subsidiaries and associated companies, the “**Group**”) wishes to announce the following interested person transactions (“**IPTs**”) that the Group has entered into pursuant to Chapter 9 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) (the “**Catalist Rules**”).

2. Details of the Interested Persons

The Group has entered into several IPTs with the following interested persons:

- i. B&L Group Pte Ltd (“**B&L Group**”), a company in which Mr Ong Boon Chuan (who is the executive director and controlling shareholder of the Company) has an interest of 30% or more;
- ii. Thye Chuan Engineering Construction Pte Ltd (“**Thye Chuan Engineering**”), a company in which Mr Ong Boon Chuan is an executive director and have an interest of 30% or more through his associates.

(collectively, the “**Interested Persons**”).

For the purposes of Rules 905(2) and 906(1)(b) of the Catalist Rules, the Interested Persons are treated as the same interested person (as defined in Rule 908 of the Catalist Rules) (“**Same Interested Person**”) and the transactions entered into between the Group and the Interested Persons during the same financial year are aggregated in determining whether the IPT materiality thresholds under Rules 905(2) and 906(1)(b) of the Catalist Rules have been exceeded.

3. Details of the Interested Person Transactions with the Same Interested Person

Information on the IPTs entered into between the Group and the Same Interested Person for the financial year ending 31 December 2021 (“**FY2021**”) are set out below.

Name of Interested Person(s)	Nature of interested person transaction(s)	Aggregate value of interested person transactions in FY2021 (S\$’000)
B&L Group	Provision of management services	94
Thye Chuan Engineering	Supply of labour	226
	Supply of concrete materials	248
Total		568

The aggregate value of all IPTs entered into between the Group and the Same Interested Persons for FY2021 (excluding IPTs which are less than \$100,000) is approximately S\$568,000 (the “**Relevant IPTs**”), representing approximately 3.97% of the Group’s latest audited net tangible assets as at 31 December 2021 of S\$14.3 million (“**NTA**”). As this does not exceed five per cent of the Group’s NTA, the Company is not required to seek shareholders’ approval pursuant to Rule 906(1)(b) of the Catalist Rules for the Relevant IPTs.

4. Audit Committee

The Audit Committee of the Company has considered and reviewed the terms of, the rationale for and benefit of the above IPTs in FY2021, and is of the view that the Relevant IPTs are on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders. In forming this view, the Audit Committee took into account:

Based on the 4 quotes received from unrelated third parties, the terms and prices or rates extended to MEOD Pte Ltd by Thye Chuan Engineering for the supply of concrete materials were favorable to MEOD Pte Ltd, because Thye Chuan Engineering used the leverage of its track record and credibility to obtain preferential rates from unrelated third parties where better terms been offered, which Thye Chuan Engineering then passed on to MEOD Pte Ltd without an additional mark-up.

5. Total Value of the IPTs

The total value of all IPTs entered into between the Group and all interested persons for FY2021 (excluding IPTs which are less than \$100,000) is approximately S\$568,000, representing approximately 3.97% of the Group’s NTA.

The IPTs are entered into by the Company in its ordinary course of business. There are no other IPTs entered into with other interested persons other than the above stated in FY2021.

6. Interest of Directors and Substantial Shareholders

Saved as disclosed above and save for their shareholdings in the Company, none of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in the IPTs.

**BY ORDER OF THE BOARD
EDITION LTD.**

**Ong Boon Chuan
Executive Director and Chief Executive Officer
28 February 2022**

*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.*

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