

MIYOSHI LIMITED

(Incorporated in the Republic of Singapore)
Company Registration Number: 198703979K

RECEIPT OF A CHARGE AND A SUMMON BY A DIRECTOR OF THE COMPANY

Pursuant to Rule 703(1) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) (“**Catalist Rules**”), the Board of Directors (the “**Board**”) of Miyoshi Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce that it has been informed by Mr Sin Kwong Wah Andrew (“**Mr Sin**”), the Chief Executive Officer and Executive Director of the Company, that he has received:

- (1) a Charge pursuant to Sections 123-125 of the Criminal Procedure Code 2010 from Accounting and Corporate Regulatory Authority (“**ACRA**”) where Mr Sin has been charged that, on or around 27 December 2019, being a director of the Company, did cause to be made out and laid before the Company at its annual general meeting, a consolidated financial statements dealing with the financial position and performance of the Group for its financial year ending 31 August 2019, which failed to comply with the requirements of the Accounting Standards and did not give a true and fair view of the financial position and performance of the Group, as required under section 201(5) of the Companies Act (Chapter 50, 2006 Revised Edition) (the “**Act**”), to wit, the Company failed to consider whether its equity investment in a foreign associate, Core Power (Fujian) New Energy Automobile Co. Ltd (“**Core Power**”), was impaired, and failed to recognise the relevant impairment loss in its profit and loss, which were required under paragraphs 9 and 60 of the Singapore Financial Reporting Standards (International) 36, and thereby committed an offence punishable under section 201(5) read with section 204(1) of the Act (the “**Charge**”); and
- (2) a Summons to an Accused Person pursuant to Sections 115, 153(1) and 226, Criminal Procedure Code 2010) where Mr Sin is required to attend court to answer to a charge of Section 201(5) of the Companies Act (Chapter 50, 2006 Revised Edition) p/u Section 201(5) Companies Act (Cap. 50, Rev Ed 2006) r/w Section 204 (1) Companies Act (Cap 50, Rev Ed 2006) (the “**Summon**”).

Mr Sin is required to attend court on 5 June 2024 at 6.00 p.m. based on the Summon. Save in respect of the Charge and the Summon as disclosed above, to the best of his knowledge, there have been no other conditions or restrictions imposed by the ACRA on Mr Sin.

Mr Sin has confirmed to the Board that the Charge and the Summon do not affect his ability to devote sufficient time and attention and to carry out his duties as the Chief Executive Officer and Executive Director of the Company.

The Board wishes to emphasise that, to the best of its knowledge, though the Charge and the Summon in relation to its financial statements, they do not directly involve the liability of the Company or the Group, and accordingly, do not affect the business and operations of the Company and the Group.

By way of background, the Company was informed on 27 September 2021 by the ACRA that pursuant to the ACRA’s Financial Reporting Surveillance Programme, the Group’s audited financial statements for the financial year ended 31 August 2020 (“**FY2020**”) have been selected for review to ascertain its

compliance with certain accounting standards. To facilitate such review, the Company has since then been providing the relevant documents/information as and when requested by the ACRA.

On 5 September 2022, the ACRA issued a letter with its preliminary assessments that the Group did not comply with SFRS(I) 1-28 Investments in Associates and Joint Ventures and SFRS(I) 1-36 Impairment of Assets as the Group should have impaired its investment in Core Power as at 31 August 2019, and requested the Company to respond with its view and other information request. The Company has on 10 October 2022 responded to the ACRA stating its differing views and explanations.

As at the date of this announcement, the Company has not received a final assessment from the ACRA. The Company also wishes to highlight that the Group has impaired its investment in Core Power in FY2020 and hence, the ACRA's preliminary assessment has no impact on the audited financial statements of the Group for FY2020 onwards.

As at the date of this announcement, based on the information available to the Nominating Committee ("NC") and the Board (excluding Mr Sin), nothing has come to the attention of the NC and the Board (excluding Mr Sin) that the Charge will compromise Mr Sin's performance of his duties as the Chief Executive Officer and Executive Director of the Company. Mr Sin has been playing an instrumental and pivotal role in developing and running the Group's business and the NC and the Board (excluding Mr Sin) are of the view that it is in the best interests of the Group that Mr Sin remains the Chief Executive Officer and Executive Director of the Company.

The NC and the Board further note that the Charge is pertaining to compliance with accounting standards and wish to highlight that such area is currently directly overseen by the Financial Controller of the Company who was appointed on 7 February 2022, subsequent to the abovementioned financial periods under review by the ACRA. The Company had also received an unqualified opinion from its existing independent auditor for the Group's audited financial statements for FY2023.

The NC and the Board (excluding Mr Sin) will continue to monitor the progress of the Charge and re-assess its position when appropriate in the event there is any material development.

Mr Sin has undertaken to keep the Board updated on the progress of the Charge and the Company will make further announcements as and when necessary.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company. Shareholders of the Company and potential investors are advised to read all further announcements by the Company carefully and to consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD
MIYOSHI LIMITED

Lo Kim Seng
Non-Executive Independent Chairman
14 May 2024

*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**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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