



(Registration No. 199202071D)  
(Incorporated in the Republic of Singapore on 22 April 1992)

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**ANNOUNCEMENT PURSUANT TO RULE 706A OF THE LISTING MANUAL OF SINGAPORE  
EXCHANGE SECURITIES TRADING LIMITED**

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Pursuant to Rule 706A of the Listing Manual of Singapore Exchange Securities Trading Limited (the “**Listing Manual**”), the Board of Directors (the “**Board**”) of Serial System Ltd. (the “**Company**”) and its subsidiaries (the “**Group**”) wishes to announce the following transactions that occurred during financial year ending 31 December 2022:

**(1) CHANGE OF INTEREST IN AN ASSOCIATED COMPANY**

The Company’s equity interest in associated company, Bull Will Co., Ltd was diluted from 18.30% to 15.92% following the exercise of 2,406,000 share options by employees of Bull Will Co., Ltd for the period from January 2022 to June 2022. The Group recorded a gain on dilution of US\$10,000.

The transaction has no material impact on the net tangible assets per share and earnings per share of the Company and the Group for the financial year ending 31 December 2022.

None of the Directors and to the best of the Directors’ knowledge, none of the controlling shareholders (as defined in the Listing Manual) of the Company has any interest, direct or indirect in the transaction, save in respect of their respective shareholdings (if any) in the Company.

**(2) INCORPORATION OF A SUBSIDIARY**

The Group’s 85.0% owned subsidiary, SB Global Ventures Pte. Ltd. (“**SB Global**”) has acquired a 47.0% equity interest in a newly incorporated company in Singapore known as Serial JTech System Pte. Ltd. (“**Serial JTech**”) on 21 April 2022, with a share capital of S\$100,000 (US\$71,900), comprising 100,000 ordinary shares. SB Global’s 47.0% equity interest in Serial JTech, comprising 47,000 ordinary shares amounting to S\$47,000 (US\$33,800) will be payable in cash via internal resources.

In the same transaction, G2 Unity Investment Pte. Ltd., a company owned by Mr. Derek Goh Bak Heng, Group CEO and Substantial Shareholder of the Company and Mr. Sean Goh Su Teng, Deputy Group CEO and Executive Director of the Company has acquired a 10.0% equity interest in Serial JTech, comprising 10,000 ordinary shares for a cash consideration of S\$10,000 (US\$7,200) on 21 April 2022.

The balance of 43,000 ordinary shares amounting to S\$43,000 (US\$30,900) was taken up by JTech Automation Pte. Ltd., a company incorporated in Singapore. JTech Automation Pte. Ltd. is an automation machine manufacturer serving food handling, processing and various other manufacturing industries.

Serial JTech's principal activity is the development and manufacturing of vending machines for beverage production.

The transaction is not expected to have any material financial impact on the net tangible assets per share and earnings per share of the Company and the Group for the financial year ending 31 December 2022.

Except as disclosed above, none of the Directors and to the best of the Directors' knowledge, none of the controlling shareholders (as defined in the Listing Manual) of the Company has any interest, direct or indirect in the transaction, save in respect of their respective shareholdings (if any) in the Company.

### **(3) INCORPORATION OF A SUBSIDIARY**

The Group's 39.95% owned subsidiary, Serial JTech System Pte. Ltd. ("**Serial JTech**") has acquired a 70.0% equity interest in a newly incorporated company in Singapore known as Serial VendTech Pte. Ltd. ("**Serial VendTech**") on 18 June 2022, with a share capital of S\$100,000 (US\$71,900), comprising 100,000 ordinary shares. Serial JTech's 70.0% equity interest in Serial VendTech, comprising 70,000 ordinary shares amounting to S\$70,000 (US\$50,300) will be payable in cash via internal resources.

The balance of 30,000 ordinary shares amounting to S\$30,000 (US\$21,600) was taken up by Hale Smoothies Pte. Ltd., a company incorporated in Singapore. Hale Smoothies Pte. Ltd. is in the business of renting, franchising and retail sale of automated smoothie vending machines.

Serial VendTech's principal activity is the trading and distribution, and repair and maintenance of vending machines for beverage production.

The transaction is not expected to have any material financial impact on the net tangible assets per share and earnings per share of the Company and the Group for the financial year ending 31 December 2022.

Save for the 10% equity interest in Serial JTech by G2 Unity Investment Pte. Ltd., an entity which is owned by Mr. Derek Goh Bak Heng and Mr. Goh Su Teng as disclosed in (2) Incorporation of a Subsidiary above, none of the Directors and to the best of the Directors' knowledge, none of the controlling shareholders (as defined in the Listing Manual) of the Company has any interest, direct or indirect in the transaction, save in respect of their respective shareholdings (if any) in the Company.

#### **(4) DISPOSAL OF SHARES IN A SUBSIDIARY**

The Group's wholly owned subsidiary, SCE Enterprise Pte. Ltd. had disposed 2.82% equity interest ("**Disposal**") in Contract Sterilization Services Pte. Ltd. ("**CSS**") to the managing director, Mr. Tan Kim Heng of CSS, for a cash consideration ("**Consideration**") of S\$50,000 (US\$35,900) on 13 July 2022.

The attributable net assets of CSS, based on the latest unaudited management accounts of CSS as at 30 June 2022 is S\$72,200 (US\$51,900). The Consideration of S\$50,000 (US\$35,900) was arrived at based on negotiation between the parties and agreed at a discount of 20% to the audited net assets of CSS as at 31 December 2021 amounting to S\$62,500 (US\$44,900). The Group's effective equity interest in CSS decreased from 100.0% to 97.18% following the Disposal.

The Disposal is not expected to have any material financial impact on the net tangible assets per share and earnings per share of the Company and the Group for the financial year ending 31 December 2022.

None of the Directors and to the best of the Directors' knowledge, none of the controlling shareholders (as defined in the Listing Manual) of the Company has any interest, direct or indirect in the transaction, save in respect of their respective shareholdings (if any) in the Company.

#### **BY ORDER OF THE BOARD**

Derek Goh Bak Heng  
Group CEO  
13 August 2022