

**CPH LTD.**  
(Co. Reg. No. 199804583E)  
(Incorporated in the Republic of Singapore)

- (I) **MONTHLY VALUATION OF ASSETS AND UTILISATION OF CASH FOR THE MONTH OF SEPTEMBER 2020;**  
 (II) **UPDATE ON DISPOSAL OF ASSETS; AND**  
 (III) **QUARTERLY UPDATE ON MILESTONES IN OBTAINING A NEW BUSINESS, IN ACCORDANCE WITH RULE 1017(1)(b) OF THE CATALIST RULES**

The board of directors (the “**Board**”) of CPH Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce the following pursuant to Rule 1017(1)(b) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist (the “**Catalist Rules**”):-

**(I) Monthly valuation of assets and utilisation of cash**

(a) The Company’s assets and liabilities as at 30 September 2020 were as follows:-

	<b>S\$'000</b>
<u>Assets</u>	
Investment property	7,000
Property, plant and equipment	66
PCB Segment’s property, plant and equipment <sup>(1)</sup>	215
Right-of-use (ROU) asset <sup>(2)</sup>	1,680
Other current assets <sup>(3)</sup>	193
Cash and cash equivalents	299
Total assets	9,453
<u>Liabilities</u>	
Bank loan	960
Other current liabilities <sup>(4)</sup>	547
Hire purchase lease	5
Lease liability relating to ROU asset <sup>(2)</sup>	1,567
Total liabilities	3,079
Net assets	6,374

**Notes:**

- (1) *The PCB Segment’s property, plant and equipment is expected to be disposed within the financial year ending 31 March 2021. As at the date of this announcement, sale of the PCB Segment’s plant and equipment has been completed in August 2020 and the figure of S\$215,000 reflects the book value of the land and building.*
- (2) *Upon adoption of SFRS(I) 16 Leases from 1 April 2019, the Group recognized a right-of-use asset and the corresponding lease liability in relation to the JTC land rents.*
- (3) *Other current assets comprise other receivables and prepayments.*
- (4) *Other current liabilities comprise trade and other payables, accrued expenses and rental deposits.*

(b) The Company’s utilisation of cash in the month of September 2020 was as follows:-

	<b>S\$'000</b>
Opening cash and bank balances	177
Add receipts:	
Rental income <sup>(1)</sup>	30
Government grant	2
Proceeds from bank loan <sup>(2)</sup>	200
	232

Less payments:	
Staff cost	25
Land leases and property tax	19
Professional fees <sup>(3)</sup>	8
Finance cost	1
Other administrative and operating expenses	16
Hire purchase instalment payment	1
Trade and other payables	7
Deposit placed with lawyers <sup>(4)</sup>	20
Repayment of bank loan	13
	<u>110</u>
Closing cash and bank balances	<u>299</u>

*Notes:-*

- (1) Depending on the timing of payments made by tenants, the amount received may vary from month to month.
- (2) A drawdown made from the Temporary Bridging Loan under the Enterprise Finance Scheme in anticipation of expenses to be incurred in relation to the proposed acquisition of the new business, as detailed under Part III of this announcement.
- (3) Comprised fees paid to Sponsor and for the valuation report on the Singapore factory.
- (4) A deposit has been placed with lawyers for the purpose of settling the labour dispute involving the Malaysian subsidiary.

All figures set out in this announcement have not been reviewed or audited by the Company's auditors.

## **(II) Update on disposal of assets**

As announced on 6 August 2020, we have executed the sale and purchase agreement ("SPA") for the disposal of the Malaysian factory, have collected in total 10% deposit on the total purchase price of RM2 million (approximately S\$652,800 as at SPA date), and we expect the transaction to be completed within three months from the SPA date, viz. 5 November 2020. Upon completion, the balance of the consideration which amounts to RM1,800,000 (approximately S\$587,520 as at SPA date) will be fully paid.

As for the factory in Singapore, there have been viewings by several interested parties. The Company had on 13 October 2020 received an offer from a third party, which is currently under consideration by the Board of Directors of the Company. No definite agreement has been signed as at the date of this announcement and the Company will update shareholders if and when the Company enters into a definite agreement for the disposal of the factory in Singapore and if there are any other material developments on the aforementioned.

## **(III) Quarterly update of milestones in obtaining a new business**

On 29 September 2020 the Company announced that it has entered into a conditional sale and purchase agreement for the proposed acquisition of a Singapore registered company, Shanaya Environmental Services Pte. Ltd. ("SES"), for a purchase consideration of S\$22.0 million to be satisfied by a combination of (i) S\$3.0 million in cash, and (ii) the issuance and allotment of 3,166,666,667 new ordinary shares in the capital of the Company. This acquisition will result in a reverse takeover of the Company as defined under Chapter 10 of the Catalist Rules.

SES is principally engaged in the provision of waste management, recycling and disposal services to industrial and commercial clients. The proposed acquisition will present the Company with an opportunity to participate in the waste management and recycling industry through SES, which has a profitable track record and good growth potential, so that the Group may achieve a consistent and sustainable operational and financial growth. The Board believes that this proposed acquisition should enable the Company to generate renewed investor interest in its shares and create the potential to establish a wider investor base, and ultimately enhance the long-term interests of the Company and its shareholders.

The Company will provide further updates to shareholders of the Company as and when there are material developments to the above.

## Cautionary Statement

Shareholders and potential investors are advised to exercise caution when trading in the shares of the Company, as there is no certainty or assurance that the Company will be able to acquire a business that meets the SGX-ST's requirements for a new listing within the timeframe prescribed by the SGX-ST. The Company will make the necessary announcements when there are further material developments as and when appropriate.

Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stockbrokers, solicitors or other professional advisors if they have any doubts as to the actions they should take.

By Order of the Board

Ong Kian Soon  
Company Secretary

15 October 2020

*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 Jennifer Tan, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.*