

**ACQUISITION OF THE REMAINING 49% EQUITY INTEREST IN THE COMPANY'S SUBSIDIARY,
THE COOL MELON PTE LTD**

1.0 INTRODUCTION

The board of directors (the “**Board**” or the “**Directors**”) of Sim Leisure Group Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the disclosure in the Company’s announcement dated 28 February 2022 (the “**Announcement**”) in relation to the incorporation of a 51%-owned subsidiary, The Cool Melon Pte. Ltd. (“**Cool Melon**”) with the remaining 49% shareholding interests held by Ticket2U Pte. Ltd. (“**Ticket2U**”) on 6 September 2021, to explore the development of E-Commerce application and information technology consultancy for theme park and leisure businesses (the “**Business**”).

Further to the Announcement, the Board wishes to announce that the Company has on 22 December 2022 acquired 49 ordinary shares in Cool Melon representing the remaining 49% equity interest in Cool Melon from Ticket2U for a cash consideration of S\$1.00 (the “**Purchase**”) paid at completion, to enable the Group to explore and accelerate the development of the Business with other technology experts after the delay and effect of the covid-19 pandemic. The purchase consideration was arrived at on a willing buyer-willing seller basis, after taking into consideration the deficit in the shareholders’ equity position of Cool Melon and its wholly-owned subsidiary, The Cool Melon Sdn.Bhd. (the “**Cool Melon Group**”) as at 30 November 2022. The Purchase resulted in Cool Melon becoming a wholly owned subsidiary of the Company.

The directors and shareholders of Ticket2U are not related to the Directors, the substantial shareholders of the Company or their respective associates.

2.0 INFORMATION ON COOL MELON

Cool Melon was incorporated on 6 September 2021 in Singapore with an issued and paid-up share capital of S\$10 (RM31 converted at the exchange rate of S\$1.00:RM3.09 on incorporation). The principal activity of Cool Melon is to carry out the business in the development of E-Commerce application and information technology consultancy. It has a wholly-owned subsidiary incorporated in Malaysia, The Cool Melon Sdn. Bhd. with an issued and fully paid-up share capital of RM2.00 and the intended principal activity is to carry out the business in the development of new attractions ticketing digitalisation in Malaysia market and information technology consultancy. Cool Melon and its wholly-owned subsidiary have yet to commence operation. Based on the latest unaudited management accounts as at 30 November 2022, the Cool Melon Group recorded a net loss of RM21,404 and has a net liabilities or deficit in the shareholders’ equity of RM28,019 due principally to the cost of incorporation and corporate expenses.

3.0 SOURCE OF FUNDS AND FINANCIAL EFFECTS

The Purchase is funded by the Group’s internal resources and is not expected to have any material effect on the consolidated net tangible assets per share and earnings per share of the Company and the Group for the current financial year ending 31 December 2022.

4.0 INTEREST OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

None of the Directors or substantial shareholders of the Company and their respective associates, has an interest, direct or indirect, in the Purchase, save for their interests arising by way of their shareholdings and/or directorships, as the case may be, in the Company.

5.0 DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the related documents for the Purchase will be available for inspection during normal business hours at the registered office of the Company at 138 Robinson Road #26-03, Oxley Tower Singapore 068906, for a period of (3) months from the date of this announcement.

By order of the Board,

Dato' Sim Choo Kheng
Executive Chairman
27 December 2022

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.

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