



EXECUTION OF SHARE PURCHASE AGREEMENT IN RELATION TO THE DISPOSAL OF 49% INTEREST IN THE CAPITAL OF BRAHIM'S SATS INVESTMENT HOLDINGS SDN BHD

1. Introduction

- 1.1 Pursuant to Rule 703(1) of the Listing Manual, SATS Ltd. ("**Company**") wishes to announce that the Company's wholly-owned subsidiary, SATS Investments Pte. Ltd. ("**SIPL**"), had on 12 July 2022, entered into a Share Purchase Agreement ("**SPA**") with Dewina Brahim's Holdings Sdn. Bhd. ("**Dewina**") and Brahim's Holdings Berhad ("**BHB**") in relation to the sale of 49% of the issued shares in the capital of Brahim's SATS Investment Holdings Sdn Bhd ("**BSIH**") by SIPL to Dewina ("**Proposed Transaction**"). The remaining 51% of the issued shares in the capital of BSIH is held by BHB.
- 1.2 BSIH holds a 70% interest in Brahim's SATS Food Services Sdn Bhd ("**BSFS**", an inflight catering services provider) and the remaining 30% interest in BSFS is held by Malaysian Airlines Berhad.

2. Principal Terms of the Proposed Transaction

- 2.1 Pursuant to the SPA, Dewina shall purchase 490,000 ordinary shares in the share capital of BSIH, representing 49% of the total issued and fully paid-up share capital of BSIH ("**Sale Shares**"), for a cash consideration of RM10.0 million (approximately S\$3.2 million)¹ ("**Consideration**").
- 2.2 As at 31 March 2022, the unaudited book value and net tangible asset value attributable to the Sale Shares were approximately negative RM 47.7 million (negative S\$15.1 million)¹.
- 2.2 Completion of the Proposed Transaction will take place within 60 days from the signing of the SPA. The Consideration was arrived at on an arm's length and willing buyer-willing seller basis.

¹ The exchange rate used in this announcement is S\$1:RM3.16 which is solely for illustrative purposes and should not be construed as a representation that the relevant amounts have been or could be converted at this rate or at any other rate.

3. Rationale

The Proposed Transaction is made following a comprehensive review of the current market position and challenging operating circumstances of BSFS, and the strategic value and financial significance of BSFS to the Company.

4. Financial Effects of the Proposed Transaction

The Proposed Transaction is not expected to have any material impact on the Company's net tangible assets per share or consolidated earnings per share for the current financial year.

5. Interest of Directors and Controlling Shareholders

None of the Directors or any controlling shareholders of the Company has any interest (whether direct or indirect) in the Proposed Transaction other than through their respective interest (if any) in the Company.

6. Documents for Inspection

A copy of the SPA will be made available for inspection during normal business hours at the Company's registered office at 20 Airport Boulevard, Singapore 819659 for a period of three months from the date of this announcement.

Issued by SATS Ltd. on 13 July 2022