



**MEGROUP LTD.**

(Company Registration No. 201804996H)  
(Incorporated in the Republic of Singapore)

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**CHANGE OF CONTINUING SPONSOR AND WAIVER OF CATALIST RULE 746(1)**

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The board of directors (the "**Board**") of MeGroup Ltd. (the "**Company**") wishes to announce that the Company has appointed UOB Kay Hian Private Limited ("**UOBKH**") to act as its new continuing sponsor with effect from 1 July 2021, in place of the current continuing sponsor, CIMB Bank Berhad, Singapore Branch ("**CIMB**"). The change of continuing sponsorship is due to CIMB's intention to cease its Catalist sponsorship business (the "**Cessation**").

Pursuant to Rule 228(5) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**"), CIMB, as the current continuing sponsor of the Company, has confirmed that as at the date of this announcement and based on information made available to CIMB, it is not aware of any non-compliance with the Catalist Rules by the Company that has not been brought to the attention of UOBKH. CIMB has also made itself available for discussion with UOBKH as required under Rule 228(3) of the Catalist Rules.

Pursuant to Rule 746(1) of the Catalist Rules, the Company must retain CIMB as the continuing sponsor of the Company for at least three (3) years after admission to the Catalist board. CIMB, on behalf of the Company, had sought approval from the SGX-ST for a waiver from Rule 746(1) (the "**Waiver**") by reason of the Cessation. The SGX-ST, in its letter dated 13 April 2021, had indicated that it has no objection to the Waiver subject to the following:

- (i) an announcement via SGXNET of the Waiver granted, as soon as practicable, but no later than when it announces the cessation of CIMB and/or appointment of its new continuing sponsor. The announcement must also state the reasons for seeking the Waiver, the conditions as required under Rule 106 of the Catalist Rules and if the Waiver conditions have been satisfied. If the Waiver conditions have not been met on the date of the announcement, the Company must make an update announcement when the conditions have all been met;
- (ii) the Company appointing another continuing sponsor in place of CIMB in connection with the Cessation. For avoidance of doubt, the new continuing sponsor must be appointed before the Cessation to ensure that there is no gap in the transition to the new sponsor; and
- (iii) notwithstanding (i) above, the Company should continue monitoring trading activities in its securities closely. Where unusual trading in the Company's securities occurs without any apparent publicly available information which could account for the activity, it may signify trading by persons who are acting on unannounced material information. The Company would need to consider whether there is a leakage of information on the Waiver and/or the Cessation and should then work with CIMB to issue an announcement promptly,

(collectively, the "**Waiver Conditions**").

The Company confirms that the Waiver does not and will not contravene any laws and regulations governing the Company and the constitution of the Company. In addition, the Company confirms that the Waiver Conditions have been fulfilled.

The Board would like to take this opportunity to express its appreciation to CIMB for its past guidance and sponsorship.

**BY ORDER OF THE BOARD**

Wong Cheong Chee  
Executive Chairman and Chief Executive Officer  
15 June 2021

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "**Sponsor**") in accordance with Rule 226(2)(b) of the Catalist Rules.*

*This announcement has not been examined or approved by 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.*

*The contact person for the Sponsor is Mr Eric Wong, Director, Investment Banking, Singapore. The contact particulars are 50 Raffles Place #09-01, Singapore Land Tower, Singapore 048623, Telephone: +65 6337 5115.*