ASPIAL LIFESTYLE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No.: 200806968Z)

ANNOUNCEMENT PURSUANT TO RULE 706A OF THE LISTING MANUAL

Pursuant to Rule 706A of the Listing Manual of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"), the Board of Directors (the "**Board**") of Aspial Lifestyle Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce the following transactions that occurred during the six-month period ended 30 June 2026:

1. AMALGAMATION OF SUBSIDIARIES

(a) **Aspial Lifestyle Jewellery Group Pte. Ltd.**

With effect from 1 January 2026, Aspial Lifestyle Jewellery Group Pte. Ltd. ("**ALJG**"), Goldheart Jewelry Pte. Ltd. and Lee Hwa Jewellery Pte. Ltd., all wholly-owned subsidiaries of the Company, amalgamated pursuant to Section 215A of the Companies Act 1967, with ALJG continuing as the amalgamated company.

(b) **Maxi-Cash Jewellery Group Pte. Ltd.**

With effect from 1 January 2026, Maxi-Cash Jewellery Group Pte. Ltd. ("**MCJG**") and Maxi-Cash Retail Pte. Ltd., both wholly-owned subsidiaries of the Company, amalgamated pursuant to Section 215A of the Companies Act 1967, with MCJG continuing as the amalgamated company.

2. INTERNAL RESTRUCTURING

Maxi Capital Wealth Holding Pte. Ltd.

On 2 June 2026, the Company acquired a 40% equity interest in the capital of Maxi Capital Wealth Holding Pte. Ltd. ("**MCWH**") from Maxi-Cash Capital Management Pte. Ltd. ("**MCCM**"), a subsidiary of the Company.

Following the transfer, MCWH ceased to be an indirect associated company of the Company and became a direct associated company of the Company. The Group's effective 40% equity interest in MCWH remained unchanged.

3. CHANGES IN SHAREHOLDING INTEREST

(a) **Maxi-Cash Capital Management Pte. Ltd.**

On 22 May 2026, MCCM allotted and issued:

(i) 12,556,803 new ordinary shares to the Company at an issue price of S$1.00 per share, pursuant to the capitalisation and conversion of S$12,556,803 owing by MCCM to the Company;

(ii) 1,593,197 new ordinary shares to the Company for an aggregate consideration of S$1,593,197; and

(iii) 750,000 new ordinary shares to Mr Meelan Gurung ("**MG**"), credited as fully paid, with an agreed value of S$750,000, as partial consideration for the acquisition by MCCM of shares in BigFundr Private Limited ("**BigFundr**").

Following the allotment and issue of the new ordinary shares, the Company held 14,250,000 ordinary shares, representing 95% of the issued share capital of MCCM, while MG held 750,000 ordinary shares, representing the remaining 5%. Accordingly, the Company's equity interest in the capital of MCCM decreased from 100% to 95%, and MCCM remained a subsidiary of the Company.

(b) **<u>BigFundr Private Limited</u>**

On 22 May 2026, MCCM acquired 1,185,000 ordinary shares, representing 10% of the issued share in the capital of BigFundr, from MG for an aggregate consideration of S$1,344,883.

The consideration was based on the agreed fair market value of the shares and was satisfied through:

(i) the allotment and issue by MCCM to MG of 750,000 new ordinary shares in the capital of MCCM, credited as fully paid, with an agreed value of S$750,000; and

(ii) the settlement by way of set-off of S$594,883 against the amount owing by MG to MCCM.

Following the acquisition, MCCM's equity interest in BigFundr increased from 90% to 100%, and BigFundr became a wholly-owned subsidiary of MCCM and an indirect subsidiary of the Company.

4. ACQUISITION OF SUBSIDIARIES

<u>Ion World Sdn. Bhd., Kedai Emas Ion Sdn. Bhd. and Focus Resources Sdn. Bhd.</u>

As announced on 10 March 2026, 7 April 2026 and 29 June 2026, Maxi Cash (Malaysia) Sdn. Bhd., an indirect wholly-owned subsidiary of the Company, completed the acquisition of all the issued shares in Ion World Sdn. Bhd., Kedai Emas Ion Sdn. Bhd. and Focus Resources Sdn. Bhd. (collectively, the "**Target Group**") on 26 June 2026. Accordingly, each member of the Target Group became an indirect wholly-owned subsidiary of the Company.

The purchase consideration paid was RM147,321,748.70 (approximately S$46,420,434.80), having regard to the Target Group's financial performance in the past three financial years and future growth potential. The consideration was satisfied in cash from existing cash resources and borrowings. Separately, an amount of RM3,000,000 (approximately S$945,286.80), which did not form part of the purchase consideration, was withheld for up to 12 months from completion in respect of potential tax, legal and operational liabilities relating to the acquisition.

Based on the pro forma financial information of the Target Group for the 12-month period ended 31 December 2025, the net asset value represented by the shares acquired was RM56.9 million (approximately S$18.0 million).

BY ORDER OF THE BOARD
ASPIAL LIFESTYLE LIMITED

Lim Swee Ann
Company Secretary
7 August 2026