

ABUNDANCE INTERNATIONAL LIMITED

(Incorporated in Singapore)

(Company Registration Number 197501572K)

PROPOSED DISPOSAL OF 12.74% SHARES IN

上海三瑞高分子材料股份有限公司 (SHANGHAI SUNRISE POLYMER MATERIAL CO., LTD.)

The English translated names of the PRC (as defined herein) entities included in this announcement are for identification purposes only. To the extent that there is any inconsistency between the Chinese names of these PRC entities and their English translated names, the Chinese names shall prevail.

1. INTRODUCTION

1.1 Background information

The Board of Directors of Abundance International Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that its wholly-owned subsidiary, Abundance Investments Pte. Ltd. (the "**Seller**") had on 20 March 2025 entered into a share transfer agreement (the "**Share Transfer Agreement**") with 常州聚科新兴产业创业投资基金合伙企业（有限合伙） (Changzhou Ju Ke Emerging Industry Venture Capital Fund Partnership Enterprise (Limited Partnership)) (the "**Buyer**"), pursuant to which the Seller has agreed to sell and the Buyer has agreed to buy 12.74% of the registered capital of 上海三瑞高分子材料股份有限公司 (Shanghai Sunrise Polymer Material Co., Ltd.) ("**Sunrise**") The proposed disposal of the above-stated registered capital of Sunrise (the "**Proposed Disposal**") represents the entire interest of the Seller in Sunrise. The Seller will cease to have any interest in Sunrise following the completion of the Proposed Disposal.

1.2 Chapter 10 of the Catalyst Rules

Sunrise is held under the Group's investment holding and trading segment and the Proposed Disposal is covered under the activities in the diversification mandate as approved by Shareholders on 19 August 2015. Accordingly, the Proposed Disposal is in the ordinary course of the Group's investment holding and trading business and Chapter 10 of the Catalyst Rules does not apply.

2. INFORMATION ON THE BUYER

The Buyer is a company incorporated in the People's Republic of China (the "**PRC**"). The Buyer is involved in venture capital (limited to investments in unlisted companies) and engages in investment activities with proprietary funds. At the date of this announcement, the Buyer is unrelated to the Seller or its associates.

Saved as disclosed, the Buyer (and its ultimate beneficial shareholders) does not have any shareholding interest, direct or indirect, in the Company, nor is the Buyer (and its ultimate beneficial shareholders) related to any of the Directors, Substantial Shareholders, or their respective associates of the Company. None of the Directors or Substantial Shareholders of the Company or their respective associates has any shareholding interests, direct or indirect, in the Buyer, nor are any of the Directors, Controlling Shareholders of the Company and their

respective associates related to the Buyer's directors, controlling shareholders or their respective associates.

3. PRINCIPAL TERMS OF THE PROPOSED DISPOSAL

3.1 Proposed Disposal

Pursuant to the terms and subject to the conditions of the Share Transfer Agreement, the Seller shall sell to the Buyer and the Buyer shall purchase 9,167,584 shares in Sunrise which constitutes 12.74% of the registered capital of Sunrise (the "**Sunrise Disposal Shares**").

3.2 Consideration

The consideration for the Sunrise Disposal Shares is RMB62,431,247 (equivalent to approximately S\$11,500,000 based on the exchange rate of 1 RMB to S\$0.1842) (the "**Sunrise Consideration**").

The Sunrise Consideration was arrived at by agreement between the Seller and the Buyer at arm's length, on a "willing-buyer, willing-seller" basis after taking into account the book value of Sunrise and the rationale for the Proposed Disposal as set out in Section 4 of this announcement.

3.3 Conditions Precedent

The completion of the Proposed Disposal is subject to the customary conditions, including, *inter alia*, the following:

- (a) Sunrise shall deliver to the Buyer on the completion date, (i) the original capital contribution certificate reflecting the capital subscribed and actual capital contribution of the Buyer after the completion of the share transfer; and (ii) a copy of the shareholder register reflecting the shareholders of Sunrise after the completion of the share transfer (under the official seal of Sunrise); and
- (b) Sunrise's industrial and commercial registration change procedures having been completed.

If the Seller fails to complete the industrial and commercial registration change procedures within 30 days of the Share Transfer Agreement due to reasons other than the fault of the Buyer, the Buyer has the right to proceed with the Share Transfer Agreement or unilaterally terminate the Share Transfer Agreement.

3.4 Loss from the Proposed Disposal

The Proposed Disposal will result in an accounting loss of approximately S\$1,080,000 to be recognised through other comprehensive income in the current financial year. The accounting loss is due to the Sunrise Consideration being below the fair value of the Sunrise Disposal Shares as at 31 December 2024. The fair value of the Sunrise Disposal Shares was determined by an independent professional valuer commissioned by the Company annually for the purpose of its audited financial statements.

4. RATIONALE FOR THE PROPOSED DISPOSAL

In 2019, the Seller acquired 7,334,067 shares, representing 18.18% of the registered capital in Sunrise for RMB20,000,000. In 2020, Sunrise transferred part of its capital reserves to share capital, resulting in the Seller receiving an additional 1,833,517 new shares at no extra cost. While the Proposed Disposal is below the latest available net carrying value as at 31 December 2024, it allows the Group to exit from an illiquid investment in a non-listed company at one go. The Board also took into account the gross proceeds from divestment of Sunrise of RMB62,431,247 compared to the Group's original investment cost of RMB20,000,000 over six years ago.

Given the challenging economic conditions in China and ongoing global uncertainties, the Board is of the view that the Proposed Disposal is in the best interest of the Group. The proceeds of sale will be used as working capital for the Group and can also be allocated to other investment opportunities and business ventures as appropriate.

5. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

None of the Company's directors or controlling shareholders or their associates has any interest, direct or indirect, in the Proposed Disposal, other than through their respective shareholdings in the Company.

6. DOCUMENTS AVAILABLE FOR INSPECTION

A copy of the Share Transfer Agreement will be available for inspection during normal business hours at the Company's registered office at 9 Joo Koon Circle, Singapore 629041 for a period of three (3) months from the date of this announcement.

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Disposal and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

8. CAUTION IN TRADING

Shareholders are advised to exercise caution in trading their Shares as there is no certainty or assurance as at the date of this announcement that the Proposed Disposal will proceed to completion. The Company will make the necessary announcements as and when there are further developments on the Proposed Disposal.

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 about the action they should take.

By Order of the Board

Sam Kok Yin
Managing Director
20 March 2025

Note:

*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 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 Ms Lim Hui Ling, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.