

BROOK CROMPTON HOLDINGS LTD.

(Co. Reg. No. 194700172G)
(Incorporated in the Republic of Singapore)

APPROVAL FOR EXTENSION OF TIME TO HOLD THE ANNUAL GENERAL MEETING AND TO ISSUE ITS ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

The Board of Directors (the “Board”) of Brook Crompton Holdings Ltd. (the “Company”) refers to the announcement released by the Company on 14 April 2020 in relation to the Application to Singapore Exchange Securities Trading Limited (“SGX-ST”) for the following:

- (a) To seek an extension of time for a period of 2 months to hold the Company’s Annual General Meeting (“AGM”) for FY2019 from the current deadline of 30 April 2020 to 29 June 2020 to comply with Listing Rule 707(1) and Section 201(1)(a) of the Companies Act, Cap 50 (the “Act”); and
- (b) To seek an extension of time for a period of 2 months to issue its Annual Report to shareholders and the SGX-ST from the current deadline of 15 April 2020 to 15 June 2020 to comply with Listing Rule 707(2) and Section 201(9)(a) and (b) of the Act.

(the “Extension Application”).

Approval from SGX-ST

The Board is pleased to announce that the SGX-ST had, on 29 April 2020, informed the Company that it has no objections to the Extension Application made by the Company, subject to the following:-

- (a) The Company announcing the Waiver granted, the reasons for seeking the Waiver, the conditions as required under Mainboard Listing Rule 107 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;
- (b) The Company convening the annual general meeting by 29 June 2020;
- (c) The Waiver will not be effective if any of the conditions have not been fulfilled;
- (d) The Company is required to make an immediate disclosure via SGXNET if it is/will be in contravention of any laws and regulations governing the Company and the constitution of the Company (or the equivalent in the Company’s country of incorporation) arising from the Waiver;
- (e) The Company is also required to announce whether and when it had applied to the Accounting and Corporate Regulatory Authority for the Waiver and the outcome of its application.

Brook Crompton Holdings Ltd.

- Approval for extension of time to hold AGM and to issue Annual Report for FY2019

Reasons for the Extension Application

The Company had made the Extension Application to the SGX-ST based on the reason that due to the current COVID-19 pandemic, the Group's customers in the European Union were unable to provide to the Group the supporting documents for the external auditors to finalise the audit for the financial year ended 31 December 2019 ("FY2019"). Without the supporting documents, the external auditors would not be able to form an unmodified opinion on the financial statements for FY2019.

The Extension Application was submitted on the advice of the Company's external auditors, and that the Board had considered this to be in the best interest of the Company.

The Company had on 01 April 2020 applied for an extension of time with the Accounting and Corporate Regulatory Authority ("ACRA") to convene its AGM on a later date. The Company was of the view that given the COVID-19 situation, deferring the AGM till later part of June 2020 would give the Company more time to explore the various modes of convening the AGM and that it would be in the best interest of the shareholders. Accordingly, ACRA had on 06 April 2020 approved and granted the Company the following:-

- (a) an extension of time to **29 June 2020** for the Company to convene the AGM for FY2019 pursuant to Section 201(1)(a) of the Act; and
- (b) an extension of time to **30 July 2020** for the Company to lodge its annual return for FY2019 pursuant to Section 197 of the Act.

The Company wishes to confirm that it will not be in contravention of any laws and regulations governing the Company and the Constitution of the Company arising from the Waiver.

Listing Rule 107 states that the Exchange may waive or modify compliance with a listing rule (or part of a rule) either generally or to suit the circumstances of a particular case, unless the listing rule specifies that the Exchange will not waive it. The Exchange may grant a waiver subject to such conditions, as it considers appropriate. If the Exchange waives a listing rule (or part of a rule) subject to a condition, the condition must be satisfied for the waiver to be effective. Where a waiver is granted, the issuer must announce the waiver, the reasons for seeking the waiver and the conditions, if any, upon which the waiver is granted as soon as practicable.

Following the disclosures in this announcement, the Company has complied with condition (a), (d) and (e) of the Waiver set out above. The Company will make further announcements to update its shareholders on the indicative timeline to convene the AGM for FY2019 in due course.

For and on behalf of the Board
BROOK CROMPTON HOLDINGS LTD.

Pang Xinyuan
Non Independent Non-Executive Chairman
29 April 2020