

APPROVAL FROM SGX REGCO FOR FURTHER EXTENSION OF TIME TO HOLD THE COMPANY'S ANNUAL GENERAL MEETING AND TO ISSUE THE COMPANY'S SUSTAINABILITY REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

1. INTRODUCTION

1.1 The board of directors ("**Board**") of Wilton Resources Corporation Limited (the "**Company**") refers to the Company's announcements dated:

- (a) 12 April 2024, in relation to the Company's application to the Singapore Exchange Regulation ("**SGX RegCo**") to seek for an extension of time up to 30 June 2024 to hold the Company's annual general meeting ("**AGM**") for the financial year ended 31 December 2023 ("**FY2023**") and to issue the Company's sustainability report for FY2023, to comply with Rules 707(1) and 711A of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") respectively (the "**SGX First Application**");
- (b) 24 April 2024, in relation to the approval from the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**") for an extension of time to hold the Company's AGM for FY2023 and to file the annual return for FY2023 under Sections 175(1) and 197(1) of the Companies Act 1967 of Singapore respectively;
- (c) 6 May 2024, in relation to the approval from SGX RegCo for the SGX First Application;
- (d) 19 June 2024 ("**Announcement**"), in relation to the Company's application on 14 June 2024 to SGX RegCo to seek for a further extension of time of up to 31 August 2024 (from the extended deadline of 30 June 2024) to hold the Company's AGM for FY2023 and to issue the Company's sustainability report for FY2023, to comply with Rules 707(1) and 711A of the Catalist Rules respectively (the "**SGX Second Application**"), and
- (e) 27 June 2024, in relation to the approval from ACRA for a final further extension of time to hold the Company's AGM for FY2023 and to file the annual return for FY2023 under Sections 175(1) and 197(1) of the Companies Act 1967 of Singapore respectively.

Unless otherwise defined, all capitalised terms used herein shall have the same meanings as ascribed to them in the Announcement.

2. APPROVAL OF THE SGX SECOND APPLICATION

2.1 Further to the SGX Second Application, the Board wishes to update that the SGX RegCo had, by way of a letter dated 26 July 2024 (the "**Letter**"), notified the Company that, based on the Company's submissions and representations to the SGX RegCo, the SGX RegCo has no objections to the SGX Second Application with regards to compliance with Rules 707(1) and 711A of the Catalist Rules, subject to the following ("**Waivers**"):

- (a) the Company announcing the Waivers granted, the reasons for seeking the Waivers, the conditions as required under Rule 106 of the Catalist Rules and if the Waivers' conditions

have been satisfied. If the Waivers' 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) submission of a confirmation from the Company's Board that the Waivers would be the final extension requested by the Company pertaining to compliance to Rules 707(1) and 711A of the Catalist Rules ("**Confirmation from BOD**"); and

(c) the Company convening the AGM for FY2023 by 31 August 2024,

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

2.2 Following the submission of the Confirmation from BOD on 30 July 2024 and the disclosures in this announcement, the Company has fulfilled Waiver Conditions (a) and (b), and will endeavour to comply with Waiver Condition (c).

2.3 The Company has been advised in the Letter that the Waivers will not be effective if any of the Waiver Conditions have not been fulfilled.

3. REASONS FOR THE SGX SECOND APPLICATION

3.1 The reason for the two-month further extension of time sought in respect of the SGX Second Application are set out below:

(a) Following the SGX First Application, the Company had on 5 June 2024 entered into an offtake arrangement with an offtaker in Indonesia. The entry into the offtake arrangement took longer than expected as the parties to the offtake arrangement took a longer time to negotiate and finalise the terms and conditions of the offtake arrangement. The offtake arrangement provides the Group with a facility of up to USD 30,000,000 to draw down against future deliveries of gold dore at a discounted price for a term of two years. It is imperative that the Group enters into the offtake arrangement to ensure that the Company is able to continue to operate as a going concern. Please refer to the Company's announcement dated 19 June 2024 released separately for more information on the offtake arrangement.

(b) Following the entry of the aforementioned offtake arrangement, the Company is working with its external auditors to complete audit procedures and finalise the going concern assessment of the Group which will involve obtaining any additional necessary supporting documents in relation to the bases and assumptions made in assessing the appropriateness of the Group's ability to continue as a going concern.

(c) As a result, it is envisaged that additional time is needed to complete the audit of the Group's financial statements for FY2023 and the Company is unable to complete the audit on or prior to 15 June 2024 and hold the Company's AGM for FY2023 by 30 June 2024.

(d) In addition, the Company's sustainability report usually makes reference to the Company's annual report to give shareholders a holistic understanding of the Group's activities during the financial year under review, and should be read in conjunction with the Company's annual report. As additional time will be required to finalise the annual report for FY2023 as a result of the abovementioned, the Company is also seeking a further extension of time to issue its sustainability report for FY2023.

4. APPROVAL FROM ACRA

4.1 ACRA had, on 26 June 2024, granted the Company a final further extension of time to hold its AGM for FY2023 by 30 August 2024 and to file its annual return for FY2023 by 30 September

2024 under Sections 175(1) and 197(1) of the Companies Act 1967 of Singapore respectively (“**ACRA Approval**”).

5. CONFIRMATION

5.1 As at the date of this announcement, the Company and the Board confirm that the Waivers are not in contravention of any laws and regulations governing the Company and its Constitution.

6. AGM

6.1 Pursuant to the ACRA Approval and the Waivers, the Company will convene its AGM for FY2023 by 30 August 2024 and will despatch the notice of AGM and proxy form to the Company’s shareholders in due course.

6.2 Shareholders of the Company are advised to stay updated on the latest developments on the aforesaid matters through further announcement(s) to be made by the Company via SGXNet.

BY ORDER OF THE BOARD

Wijaya Lawrence
Chairman and President
30 July 2024

*This announcement has been prepared by Wilton Resources Corporation Limited (the “**Company**”) and its contents have been reviewed by the Company’s sponsor, ZICO Capital Pte. Ltd. (the “**Sponsor**”), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) Listing Manual Section B: Rules of Catalist.*

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.

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