BIOLIDICS LIMITED

(Company Registration No. 200913076M)
(Incorporated in the Republic of Singapore)

(I) REALLOCATION OF THE PROCEEDS FROM THE RIGHTS ISSUE

(II) ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF BIOMEDICS LABORATORY PTE. LTD. – ENTRY INTO OF DEED OF PARTIAL SETTLEMENT

(III) UPDATE ON THE UTILISATION OF THE PROCEEDS FROM THE RIGHTS ISSUE

(I) REALLOCATION OF THE PROCEEDS FROM THE RIGHTS ISSUE

The board of directors (the "**Board**") of Biolidics Limited (the "**Company**", and together with its subsidiaries, collectively the "**Group**") refers to the to the Company's offer information statement dated 8 November 2022 and the announcements dated 30 November 2022 and 26 July 2023 in relation to the Company's renounceable non-underwritten rights issue of new ordinary shares in the issued share capital of the Company ("**Rights Issue**").

The Board wishes to announce that pursuant to the entry into of the Second Partial Settlement Deed (as defined herein) and after a review of the Group's cashflows and operational requirements, the Board has decided to reallocate S$670,000 of the proceeds from the Rights Issue originally intended to be used for the Group's working capital purposes to be now used for the repayment of bank borrowings and the deferred consideration of approximately S$2.14 million ("**Deferred Consideration**") owing by the Company to Clearbridge BSA Pte Ltd ("**CBSA**") in connection with the acquisition of the entire issued and paid-up share capital of Biomedics Laboratory Pte. Ltd. ("**Acquisition**").

The Board is of the view that such reallocation of the proceeds from the Rights Issue is in the best interests of the Group and its shareholders ("**Shareholders**") as this will enable the Group to meet its debt obligations on a timely basis.

(II) ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF BIOMEDICS LABORATORY PTE. LTD. – ENTRY INTO OF DEED OF PARTIAL SETTLEMENT

Introduction

The Board refers to the Company's announcements dated 27 March 2020, 24 December 2021, 24 June 2022, 23 September 2022, 29 September 2022, 28 February 2023, 16 March 2023, and 20 March 2023 ("**Announcements**") and the circular to Shareholders dated 8 April 2020 ("**Circular**"), in relation to the Acquisition. Capitalised terms used and not defined herein shall have the same meanings ascribed to them in the Circular and the Announcements.

The Board wishes to announce that the Company has on 23 November 2023 entered into a deed of partial settlement ("**Second Partial Settlement Deed**") with CBSA in relation to the SPA, the Share Charge, the First Amendment Deed, the Second Amendment Deed, the Third Amendment Deed, the Assignment Deed, and the Partial Settlement Deed, each as amended from time to time.

Salient terms of the Second Partial Settlement Deed

Pursuant to the terms and subject to the conditions of the Second Partial Settlement Deed, the Company and CBSA (the "**Parties**" and each a "**Party**") agree, *inter alia*:

(a) to partially settle S$800,000 of the Deferred Consideration by way of cash ("**Cash Settlement Sum**"). The Company shall pay by way of bank transfer to CBSA the Cash Settlement Sum immediately upon the date of the execution of the Second Partial Settlement Deed.

In the event the Company fails to pay the full amount of the Cash Settlement Sum to CBSA, the Second Partial Settlement Deed shall cease to be in effect. The full amount of the Deferred Consideration shall immediately become due and payable by the Company to CBSA;

(b) that following the Company's payment of the Cash Settlement Sum, the outstanding sum of the Deferred Consideration will be S$1,338,750 ("**Final Payment Amount**"). The Parties agree that the Final Payment Amount shall be payable by the Company to CBSA within two (2) days following the date of receipt of the proceeds from Mr. Zhu Hua (the "**Subscriber**") pursuant to the proposed subscription of 98,500,000 new Shares by the Subscriber ("**Proposed Subscription**") as announced by the Company on 21 November 2023, or by 23 December 2023, whichever date is earlier ("**Final Payment Date**"). Payment of the Final Payment Amount shall be made by way of bank transfer of immediately available funds to an account designated by CBSA;

(c) that without reservation, CBSA shall have absolute discretion (subject to compliance with all applicable laws and regulations) to assign the Final Payment Amount (whether in part or in full) to one or more third parties (whether individual or company) (the "**Third Parties**" and each a "**Third Party**"). The Company further agrees that its consent will not be required for such assignment(s) to take place and undertakes to take all required steps or execute any necessary documentation in furtherance of such assignment(s).

CBSA shall provide reasonable notice and details of payments of the Third Party or Third Parties for the Company to repay the Final Payment Amount on or before the Final Payment Date.

Following the execution of the deed of assignment and issuance of the notice of assignment by CBSA to the Company, CBSA shall cease to have any right against the Company for the Final Payment Amount; and

(d) that the Share Charge shall continue to be in effect and all the Charged Shares shall remain charged in favour of CBSA in accordance with the terms and conditions of the Share Charge until the Deferred Consideration has been paid in full.

Payment of the Cash Settlement Sum

The Company has today, upon the execution of the Second Partial Settlement Deed, paid the Cash Settlement Sum to CBSA using the net proceeds from the Rights Issue which has been allocated for such purpose.

Rationale for the Second Partial Settlement Deed

The Company had on 21 November 2023, announced the Proposed Subscription, and intends to fully utilise the net proceeds from the Proposed Subscription to partially repay the Deferred Consideration. In view that the Deferred Consideration is payable by the Company to CBSA no later than 25 November 2023, and it is expected that the Proposed Subscription may not be completed prior to such date, the entry into of the Second Partial Settlement Deed will therefore enable the Company to extend the payment due date of the Deferred Consideration to the Final Payment Date, whilst the Proposed Subscription is pending completion.

Accordingly, the Board is of the view that the Second Partial Settlement Deed is beneficial to the interests of the Company.

Interests of Directors

None of the Directors has any interest, whether direct or indirect, in the Second Partial Settlement Deed other than through their respective shareholding interests, direct and/or indirect, in the Company (if any).

Document available for inspection

A copy of the Second Partial Settlement Deed will be made available for inspection during normal business hours at the registered office of the Company at 37 Jalan Pemimpin, #02-07 Mapex, Singapore 577177 for a period of three (3) months from the date of this announcement.

(III) UPDATE ON THE UTILISATION OF THE PROCEEDS FROM THE RIGHTS ISSUE

Following the reallocation of the proceeds from the Rights Issue as set out in section (I) of this announcement and the payment of the Cash Settlement Sum using proceeds from the Rights Issue as set out in section (II) of this announcement, the following table summarises the utilisation of the net proceeds from the Rights Issue at the date of this announcement:

(S$'000)	**Amount allocated (as disclosed in the announcement dated 26 July 2023)**	**Amount after reallocation (as disclosed in this announcement)**	**Amount utilised as at the date of this announcement**	**Balance**
Working capital requirements of the Group [(1)]	4,420	3,750	3,750	-
Repayment of existing bank borrowings and/or the Deferred Consideration	1,000	1,670	1,171	499
Total	**5,420**	**5,420**	**4,921**	**499**

Note:

(1) The amount utilised for working capital requirements of the Group as at the date of this announcement was mainly for operating expenses of the Group.

BY ORDER OF THE BOARD

Song Tang Yih
Executive Director and Chief Executive Officer
23 November 2023

---

*This announcement has been prepared by the Company and has been reviewed by the Company's sponsor, United Overseas Bank Limited ("**Sponsor**"), for compliance with Rules 226(2)(b) and 753(2) 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. 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. Lim Hoon Khiat, Senior Director, Equity Capital Markets, who can be contacted at 80 Raffles Place, #03-03 UOB Plaza 1, Singapore 048624, telephone: +65 6533 9898.