

METAL COMPONENT ENGINEERING LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration 198804700N)

PROPOSED INVESTMENT IN ADAZAL PRIVATE LIMITED - ALLOTMENT AND ISSUANCE OF 20,704,036 CONSIDERATION SHARES AND COMPLETION OF THE PROPOSED INVESTMENT

1. INTRODUCTION

The board of directors (the "**Board**") of Metal Component Engineering Limited (the "**Company**") and together with its subsidiaries, the "**Group**") refers to the Company's announcements (the "**Announcements**"):

- (a) on 19 November 2021, 9 December 2021 and 28 December 2021 in relation to the Group's proposed investment in Adazal Private Limited ("**Proposed Investment**");
- (b) on 9 December 2021, in relation to the confirmation from the SGX-ST that it has no objection to the Company's view that the Proposed Investment constitutes a discloseable transaction within the meaning of Chapter 10 of the Catalist Rules and the Company would not need to seek Shareholders' approval for the Proposed Investment; and
- (c) on 28 December 2021, in relation to the receipt of listing and quotation notice from the SGX-ST for the listing of and quotation for the 20,704,036 Consideration Shares on the Catalist board of the SGX-ST.

Unless otherwise defined herein, capitalised terms used herein shall bear the same meaning ascribed to them in the Announcements.

2. CONSIDERATION FOR AND COMPLETION OF THE PROPOSED INVESTMENT

The Board wishes to update Shareholders that 5Digital had:

- (a) on 24 December 2021, received the Subscription Shares and the Sale Shares, amounting to an aggregate of 115,376 shares in Adazal, representing 18.41% of interest in Adazal;
- (b) on 28 December 2021, fully paid the Subscription Consideration of S\$1.0 million in cash to the Founder; and
- (b) on 28 December 2021, fully paid the SPA Consideration of S\$1,024,850 to the Vendors by way of issuance and allotment of an aggregate of 20,704,036 Consideration Shares to the Vendors,

and accordingly, the Proposed Investment had been completed as of 29 December 2021.

The Consideration Shares rank *pari passu* in all respects with the existing issued ordinary shares in the capital of the Company, save that they shall not rank for any dividends, rights, allotments, distribution or entitlement, the record date of which falls on or prior to the date of issue of the Consideration Shares. The Consideration Shares are expected to be listed and quoted on the Catalist board of the SGX-ST on or around 30 December 2021 and trading of the Consideration Shares will commence with effect from 9.00 a.m. on 30 December 2021.

Consequent to the allotment and issuance of the 20,704,036 Consideration Shares, the total number of issued Shares has increased from 504,254,287 Shares to 524,958,323 Shares.

By Order of the Board

Lee Wei Hsiung
Company Secretary
29 December 2021

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

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.

The contact person for the Sponsor is Ms Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd., at 8 Robinson Road #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.