

REX INTERNATIONAL HOLDING LIMITED
(the “Company”)
(Company Number: 201301242M)
(Incorporated in the Republic of Singapore)

ANNOUNCEMENT PURSUANT TO RULE 706A OF THE LISTING RULES

Pursuant to Rule 706A of the Listing Rules of the Singapore Exchange Securities Trading Limited, the Board of Directors (the “Board”) of Rex International Holding Limited (“Rex” or the “Company”, and together with its subsidiaries, the “Group”) wishes to inform shareholders of the following transaction and corporate action that occurred during the half year financial period from 1 January 2023 to 30 June 2023:

ACQUISITION OF SHARES IN MOROXITE T AB

On 30 December 2022, the Company announced that its wholly-owned subsidiary Moroxite Holding Pte. Ltd. (“MHPL”) entered into a conditional share purchase agreement (the “Agreement”) with Moroxite AB (“MA”) to purchase the entire issued share capital of Moroxite T AB (“Moroxite T”), comprising 1,000 shares, at a nominal consideration of SEK 1 (approximately US\$0.10), with a commitment to invest up to an additional SEK 43.2 million (approximately US\$4.12 million), subject to the fulfilment of certain conditions (the “Acquisition”).

Moroxite T is a Sweden-incorporated company with a total issued and paid-up share capital of SEK 25,000, divided into 1,000 fully paid-in registered shares with a nominal value of SEK 25 each.

On 28 July 2023, the parties to the Agreement entered into an addendum to the Agreement (the “Addendum”) to amend certain terms and conditions of the Agreement, including, *inter alia*, MHPL’s transfer of a 30% shareholding interest in Moroxite T back to MA, the vendor. Such transfer constitutes a partial reversal of the initial transfer of 100% shareholding interest to MHPL during the first quarter of 2023. MA has since refunded SEK0.30 (approximately US\$0.03) to MHPL for the transfer of the 30% shareholding interest in Moroxite T by MHPL to MA.

The initial consideration of SEK 1 (approximately US\$0.10) and subsequent capital commitment of up to SEK 43.2 million (approximately US\$4.12 million) (collectively, the “Consideration”), to be fully satisfied in cash, was determined based on a willing buyer willing seller basis after negotiations between MA and MHPL and taking into consideration the rationale for the Acquisition and the potential of Moroxite T, the principal activity of which is to develop a new device or a combined pharma medical-technology product using a combination of nano and micro apatite particles for local delivery as targeted cancer therapy.

A breakdown of the Consideration is as follows:

1. Details of the consideration amount to be paid to MA as the vendor:
 - (a) initial consideration of SEK 1 (approximately US\$0.10) to MA, of which SEK0.30 (approximately US\$0.03) has been refunded by MA to MHPL pursuant to the terms of the Addendum; and

- (b) an additional purchase price of SEK 15,000,000 (approximately US\$1.43 million) to MA following the fulfilment of certain conditions.

2. Details of the committed capital contributions to Moroxite T:

- (a) a non-refundable capital contribution of SEK 9,400,000 (approximately US\$0.90 million), paid to Moroxite T; and
- (b) additional financing to Moroxite T of up to SEK 18,800,000 (approximately US\$1.79 million) upon completion of additional milestones pertaining to, among others, successful scientific studies, clinical trials as well as marketing and production plans.

The unaudited net asset value of Moroxite T as at 30 June 2022 was SEK 25,000 (approximately US\$2,387).

Pursuant to the Agreement, as amended by the Addendum, and the transfers of shares, Moroxite T has become a 70% subsidiary of the Group.

BY ORDER OF THE BOARD OF
Rex International Holding Limited

Dan Broström
Executive Director and Chairman

11 August 2023