

9R LIMITED

(Formerly known as "Viking Offshore and Marine Limited")
(Incorporated in the Republic of Singapore)
(Company Registration No. 199307300M)

PROPOSED PLACEMENT OF UP TO 300,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY AT AN ISSUE PRICE OF S\$0.05 FOR EACH PLACEMENT SHARE

– LODGEMENT OF SUPPLEMENTAL OFFER INFORMATION STATEMENT – ENTRY INTO PLACEMENT AGREEMENT

*Unless otherwise defined, all capitalised terms used in this announcement which are not defined herein shall have the meanings ascribed to them in the Company's offer information statement dated 3 June 2022 in relation to *inter alia*, the proposed placement of up to 300,000,000 Placement Shares at an issue price of S\$0.05 for each Placement Share (the "**Offer Information Statement**"). Any reference to the time of day and date herein shall be a reference to Singapore time and date respectively.*

1. INTRODUCTION

The board of directors (the "**Board**" or "**Directors**") of 9R Limited (formerly known as Viking Offshore and Marine Limited) (the "**Company**", and together with its subsidiaries, the "**Group**"), refer to:

- (i) the Company's announcements on 28 March 2022, 19 April 2022, 25 April 2022, 6 May 2022 and 3 June 2022, in relation to, *inter alia*, the Proposed Placement;
- (ii) the Company's circular to Shareholders dated 14 April 2022 in relation to, *inter alia*, the Proposed Placement; and
- (iii) the Offer Information Statement.

2. LODGEMENT OF SUPPLEMENTAL OFFER INFORMATION STATEMENT

The Board wishes to announce that, as there have been updates following the lodgement of the Offer Information Statement, the supplemental offer information statement dated 9 November 2022 (the "**First Supplementary Offer Information Statement**") has been lodged with Singapore Exchange Securities Trading Limited (the "**SGX-ST**") (acting as agent on behalf of the Authority) on 9 November 2022. The First Supplementary Offer Information Statement describes the amendments made to the Offer Information Statement to (i) reflect the acquisition of Compact Sensation Sdn Bhd by 9R Leisure Sdn Bhd (a wholly-owned subsidiary of the Company) from Body Power Sdn Bhd, and (ii) include interim financial statements relating to the unaudited 9 months ended 30 September 2022 of the Group.

The First Supplementary Offer Information Statement has been made available online as a Portable Document Format (PDF) file, which may be accessed, downloaded and printed from, the following online locations:

- (a) the corporate website of the Company at the following URL:
<https://www.9rlimited.com/ois.html>; and
- (b) on the SGXNet announcement page of the Company at the following URL:
<https://www.sgx.com/securities/company-announcements?value=9R%20LIMITED&type=company>.

3. ENTRY INTO PLACEMENT AGREEMENT

3.1 Placement

The Board wishes to announce that it had, on 9 November 2022, and for the purpose of the Proposed Placement, entered into a placement agreement (the "**Placement Agreement**") with Soochow CSSD Capital Markets (Asia) Pte. Ltd., pursuant to which Soochow CSSD Capital Markets (Asia) Pte. Ltd. has been appointed as the placement agent (the "**Placement Agent**") to procure subscriptions for the Placement Shares, on a best efforts basis for up to 300,000,000 Placement Shares at the placement price of S\$0.05 per Placement Share ("**Placement Price**").

The Placement Shares, when issued and delivered, will be free from all pre-emption rights, charges, liens and other encumbrances and with all rights and benefits attaching thereto and shall rank *pari passu* in all respects with the Shares in issue as at the date of issue of the Placement Shares, save for any rights, benefits and entitlements the record date for which is before the date of issue of the Placement Shares.

It is not intended that the Placement Shares will be placed to any person who is a Director or Substantial Shareholder or any other person in the categories set out in Rule 812(1) of the SGX-ST Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**"), unless specific Shareholders' approval has been obtained and the relevant restricted parties (who are also Shareholders) must abstain from voting on the resolution approving the Proposed Placement or where Catalist Rule 812(3) is applicable. The Proposed Placement will not result in a transfer of controlling interest of the Company and there are no share borrowing arrangements for the Proposed Placement arranged by the Company or the Placement Agent.

The Company has on 17 May 2022, received the in-principle approval of the SGX-ST for the listing and quotation of the Placement Shares on the Catalist Board of the SGX-ST (the "**Catalist**"). Notwithstanding the foregoing, the Proposed Placement is subject to certain conditions precedent as set out in the Placement Agreement.

Upon the listing of and quotation for the Placement Shares on the Catalist, the Placement Shares will be traded on the Catalist under the book-entry (scripless) settlement system. For the purposes of trading on the Catalist, each board lot of Shares will comprise 100 Shares.

Please refer to the Offer Information Statement for further information in relation to the Proposed Placement.

3.2 Commission

Pursuant to the Placement Agreement, in consideration of the Placement Agent procuring subscribers for the Placement Shares, the Company shall pay a commission of 1.5% of the aggregate Placement Price for the total number of Placement Shares successfully subscribed.

3.3 Conditions

Completion of the Proposed Placement is conditional upon the fulfilment and/or waiver of, *inter alia*, the following conditions:

- (a) the allotment and issuance of the Placement Shares not being prohibited by any statute, order, rule, regulation, ruling, directive or request promulgated or issued by any legislative, executive or regulatory body or authority (including the SGX-ST, the Monetary Authority of Singapore and the Securities Industry Council in Singapore) which is applicable to the Company or the Placement Agent;
- (b) such approvals as may be required for the transactions described in the Placement Agreement in relation to the Proposed Placement being obtained, and not withdrawn or amended, on or before the time and date of the commencement of trading of the Placement Shares on the Official List of SGX-ST ("**Trading Date**") (or such other date

as the Company and the Placement Agent may agree in writing) and the compliance in full, to the satisfaction of all the relevant authorities granting such approvals, of all conditions (if any) attaching or in relation thereto;

- (c) there having been, in the reasonable opinion of the Placement Agent, no material adverse change or any development likely to result in a material adverse change in the financial or other condition or prospects of the Group between the date of the Placement Agreement and the Trading Date nor the occurrence of any event nor the discovery of any fact rendering untrue or incorrect in any respect, as at any time up to and including the Trading Date, any of the warranties or representations contained in Clause 6 of the Placement Agreement nor any breach by the Company of any of its obligations under the Placement Agreement;
- (d) the compliance by the Company with all applicable laws and regulations concerning the Proposed Placement and the transactions contemplated in the Placement Agreement and no new laws, regulations and directives having been promulgated, published and/or issued and/or having taken effect or any other similar matter having occurred which, in the reasonable opinion of the Placement Agent, has or may have a material adverse effect on the Proposed Placement; and
- (e) the delivery by the Company to the Placement Agent on such date as the parties shall agree to be the date on which the Placement Shares are allotted and issued (or such other date as the parties may agree in writing) ("**Completion Date**") of a certificate, in the form set out in Schedule 1 of the Placement Agreement, signed by a Director for and on behalf of the Company.

4. DOCUMENT AVAILABLE FOR INSPECTION

A copy of the Placement Agreement is available for inspection during normal business hours from 9.00 a.m. to 5.00 p.m. at the registered office of the Company at 105 Cecil Street, #12-02 The Octagon, Singapore 069534 for a period of three (3) months from the date of this announcement.

5. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Placement and the Group, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD OF

9R Limited
(formerly known as Viking Offshore and Marine Limited)

Datuk Low Kim Leng
Chairman and Independent Non-Executive Director
9 November 2022

*This announcement has been prepared by 9R Limited (formerly known as Viking Offshore and Marine Limited) (the “**Company**”) and its contents have been reviewed by the Company’s sponsor, UOB Kay Hian Private Limited (the “**Sponsor**”) for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the “**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 accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Lance Tan, Senior Vice President at 8 Anthony Road, #01-01, Singapore 229957, telephone (65) 6590 6881.