



NOONTALK MEDIA

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NOONTALK MEDIA LIMITED(Company Registration Number: 201108844H)
(Incorporated in the Republic of Singapore on 12 April 2011)**Offering in respect of 22,000,000 Offering Shares comprising:**

- (i) 4,500,000 Public Offer Shares at S\$0.22 by way of public offer; and
(ii) 17,500,000 Placement Shares at S\$0.22 by way of placement, payable in full on application.

All capitalised terms used in this announcement, unless otherwise defined, shall have the same meanings as defined in the offer document of NoonTalk Media Limited (the "Company") registered by the Singapore Exchange Securities Trading Limited (the "SGX-ST"), acting as agent on behalf of the Monetary Authority of Singapore (the "Authority") on 14 November 2022 (the "Offer Document") in relation to the Offering.

This announcement is for information purposes only and does not constitute an invitation or offer to subscribe for the Offering Shares.

APPLICATION RESULTS

The Board of Directors of the Company is pleased to announce that, as at the close of the Application List at 12.00 noon on 17 November 2022, there were 256 valid applications for the 4,500,000 Public Offer Shares available to the public for subscription. In total, these applicants for an aggregate of 5,314,000 Public Offer Shares, with application monies received amounting to approximately S\$1.2 million. Based on the 4,500,000 Public Offer Shares available to the public for subscription, the Public Offering (excluding applications by connected persons and persons mentioned in Rule 424 and Rule 428 of the Catalyst Rules) was approximately 1.2 times subscribed.

All of the 17,500,000 Placement Shares available for subscription were validly subscribed for, with application monies received for these Placement Shares amounting to approximately S\$3.9 million.

Excluding subscriptions for 200,000 Placement Shares by persons specified under Rule 424 and Rule 428 of the Catalyst Rules as further detailed below, based on the Offering size of 22,000,000 Offering Shares and the total remaining valid applications received amounting to 22,614,000 Offering Shares (comprising valid applications received for 5,314,000 Public Offer Shares and 17,300,000 Placement Shares, excluding applications by connected persons and persons mentioned in Rule 424 and Rule 428 of the Catalyst Rules), the Offering was approximately 1.0 times subscribed.

ALLOTMENT OF PUBLIC OFFER SHARES

To ensure a reasonable spread of Shareholders, the Board of Directors of the Company, in consultation with the Sponsor, Issue Manager and Co-Placement Agent and Underwriter and Co-Placement Agent, has decided that all of the 244 valid applicants for the Public Offer Shares in the ranges of 1,000 Shares to 99,000 Shares will be fully allotted their respective valid applications, in aggregate of 2,060,000 Shares. 8 valid applicants in the range of 100,000 Shares to 447,000 Shares will each be allotted 81,000 Shares and 4 valid applicants for 448,000 Shares and above will each be allotted 448,000 Shares. The spread of allotment for the Public Offer Shares is as follows:

Range of Public Offer Shares applied for	Percentage of total number of Public Offer Shares available under the Offering (%)	Number of successful applicants
1,000	1.04	47
2,000 to 9,000	7.89	96
10,000 to 49,000	33.27	98
50,000 to 99,000	3.58	3
100,000 to 447,000	14.40	8
448,000 and above	39.82	4
	100.00	256

ALLOTMENT OF PLACEMENT SHARES

The spread of places for the 17,500,000 Placement Shares that have been validly allotted is as follows:

Range of Placement Shares applied for	Number of places
1,000 to 9,000	488
10,000 to 49,000	73
50,000 to 99,000	15
100,000 to 499,000	19
500,000 to 999,000	2
1,000,000 and above	4
Total	601

RULES 424 AND 428 OF THE CATALIST RULES

Pursuant to Rule 424 and Rule 428 of the Catalyst Rules, and to the best of the knowledge and belief of the Sponsor, Issue Manager and Co-Placement Agent and the Underwriter and Co-Placement Agent, after taking all reasonable steps and making all reasonable enquiries to obtain the necessary confirmations, the following persons specified under Rule 424 and Rule 428 of the Catalyst Rules have applied for and have been allotted the Offering Shares:

Name of holder	Relationship	No. of Offering Shares allotted	Circumstances giving rise to the allotment
Dr. Wee Keng Neo, Lynda	Non-Executive Chairman and Independent Director of the Company	200,000	Allotted under the Placement

Save as disclosed above, there are no other persons specified under Rule 424 and Rule 428 of the Catalyst Rules who were allotted Offering Shares. Should it subsequently come to the attention of the Sponsor, Issue Manager and Co-Placement Agent and the Underwriter and Co-Placement Agent that there are such persons specified under Rule 424 and Rule 428 of the Catalyst Rules who have been allotted Offering Shares, an appropriate announcement, via SGXNET, will be made before trading commences at 9.00 a.m. on 22 November 2022.

SUBSTANTIAL APPLICATIONS

In addition, to the best knowledge and belief of the Sponsor, Issue Manager and Co-Placement Agent and the Underwriter and Co-Placement Agent, the following persons have applied for and have been allotted 5.0% or more of the Offering Shares:

Name of holder	Number of Offering Shares allotted	Circumstances giving rise to the allotment
Union Energy Corporation Pte Ltd	2,000,000	Allotted under the Placement
Lim Hock Leng	4,400,000	Allotted under the Placement
Qilin Wealth Fund Pte Ltd	1,350,000	Allotted under the Placement
Dr. Chong Weng Chiew	1,350,000	Allotted under the Placement

COMMENCEMENT OF TRADING AND REFUNDS

The Shares are expected to commence trading on a "ready" basis at 9.00 a.m. on 22 November 2022, subject to the SGX-ST being satisfied that all conditions necessary for commencement of trading in the Shares on a "ready" basis have been fulfilled.

Monies paid in respect of unsuccessful applications are expected to be returned (without interest or any share of revenue or other benefit arising therefrom and at the applicant's own risk, and the applicant shall not have any right or claim against the Company, the Sponsor, Issue Manager and Co-Placement Agent or the Underwriter and Co-Placement Agent) to the applicant within 24 hours of the balloting of applications, provided that the remittance accompanying such application which has been presented for payment or other processes has been honoured and the application monies have been received in the designated share issue account, in each case in accordance with the terms, conditions and procedures set out in the section entitled "Terms, Conditions and Procedures for Application and Acceptance" in Appendix H of the Offer Document ("Instructions").

Where an applicant's application is rejected or accepted in part only, the full amount or the balance of the application monies, as the case may be, will be refunded (without interest or any share of revenue or other benefit arising therefrom and at the applicants' own risk, and the applicants shall not have any right or claim against the Company, the Sponsor, Issue Manager and Co-Placement Agent or the Underwriter and Co-Placement Agent) to the applicant within 14 days after the close of the Application List, provided that the remittance accompanying such application which has been presented for payment or other processes has been honoured and the application monies have been received in the designated share issue account, in each case in accordance with the terms, conditions and procedures set out in the Instructions.

For enquiries on the status of applications, applicants may call The Central Depository (Pte) Limited ("CDP") at 6535 7511 using their T-PIN. To sign up for the service, applicants may contact CDP customer service officers for an application form.

The Board of Directors of the Company wishes to thank all applicants who have applied for the Offering Shares, the relevant authorities and all who have helped in one way or another in the Offering, for their support and assistance.

Issued by

EVOLVE CAPITAL ADVISORY PRIVATE LIMITED

For and on behalf of

NOONTALK MEDIA LIMITED

21 November 2022

This announcement has been prepared by the Company and its contents have been reviewed by the Sponsor, Issue Manager and Co-Placement Agent, Evolve Capital Advisory Private Limited, for compliance with the relevant rules of the SGX-ST. The Sponsor, Issue Manager and Co-Placement Agent has not independently verified the contents of this announcement. 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, Issue Manager and Co-Placement Agent is Mr Jerry Chua, CEO and Managing Partner, at 138 Robinson Road, #13-02 Oxley Tower, Singapore 068906, Telephone +65 6241 6626.