

REVEZ CORPORATION LTD.
(Incorporated in the Republic of Singapore)
(Company Registration No. 201119167Z)

- (A) **TERMINATION OF SUBSCRIPTION AGREEMENT WITH GRACE YEO LING CHEN; AND**
- (B) **ENTRY INTO A NEW SUBSCRIPTION AGREEMENT FOR THE PROPOSED SUBSCRIPTION OF UP TO 7,698,063 NEW ORDINARY SHARES IN THE SHARE CAPITAL OF THE COMPANY AT A SUBSCRIPTION PRICE OF S\$0.1039 PER SHARE BY MILDRED POH CHEK WAI.**
-

Unless otherwise stated, capitalised terms used herein shall have the same meaning given to them in the Company's announcements dated 18 April 2023, 2 May 2023, 19 May 2023 and 23 May 2023.

1 INTRODUCTION

- 1.1 The board of directors (the "**Board**" or "**Directors**") of REVEZ Corporation Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") refers to its previous announcements dated 18 April 2023, 2 May 2023, 19 May 2023 and 23 May 2023 ("**Previous Announcements**"). On 2 May 2023, the Company announced ("**2 May Announcement**") that the Company had on 28 April 2023, entered into the Subscription Agreements with the Subscribers for the subscription by the Subscribers and issuance by the Company of an aggregate of up to 81,665,000 new Shares at the Issue Price of S\$0.1039 per Share.
- 1.2 On 19 May 2023, the Company announced the completion of the Proposed Tranche 1 Subscription pursuant to which the Company had issued 30,441,500 Tranche 1 Subscription Shares to the Tranche 1 Subscribers, being Chng Choon Loong, Eugene and Lau Sie Hung.
- 1.3 The Tranche 2 Subscribers consist of (i) Daniel Tan Yik Keong; (ii) Lim Quee Lan; and (iii) Grace Yeo Ling Chen and the Completion of the Proposed Tranche 2 Subscription to Daniel Tan Yik Keong and Lim Quee Lan is subject to, amongst others, the approval of Shareholders at the EGM. Grace Yeo Ling Chen had agreed to subscribe for 7,698,063 Tranche 2 Subscription Shares pursuant to the Subscription Agreement dated 28 April 2023 entered into between the Company and Grace Yeo Ling Chen.

2 TERMINATION OF SUBSCRIPTION AGREEMENT WITH GRACE YEO LING CHEN

- 2.1 The Board wishes to update Shareholders that the Company has, on 12 June 2023, entered into a deed of mutual termination, discharge and release with Grace Yeo Ling Chen ("**Termination Deed**"), pursuant to which the Subscription Agreement dated 28 April 2023 entered into between the Company and Grace Yeo Ling Chen is mutually terminated.
- 2.2 Grace Yeo Ling Chen expressed to the Board her desire not to proceed with the subscription due to personal reasons and requested the Board to terminate the Subscription Agreement entered into between the Company and herself. The Board agreed to this request as the Board was able to find another subscriber to replace Grace Yeo Ling Chen on the same terms.
- 2.3 Under the Termination Deed, the parties have also agreed to release each other from any obligations or liabilities in respect of the Subscription Agreement.

2.4 For good order, the Company have provided relevant information below involving the New Subscriber, the New Subscription Agreement and the Proposed Subscriptions involving the Tranche 2 Subscribers.

3 ENTRY INTO NEW SUBSCRIPTION AGREEMENT WITH MILDRED POH CHEK WAI

3.1 The Board is pleased to announce that the Company has, on 12 June 2023, entered into a new subscription agreement (the "**New Subscription Agreement**" and together with the remaining Tranche 2 Subscription Agreements, the "**Tranche 2 Subscription Agreements**") with Mildred Poh Chek Wai (the "**New Subscriber**" and together with Daniel Tan Yik Keong and Lim Quee Lan, the "**Tranche 2 Subscribers**") pursuant to which the Company has agreed to issue and the New Subscriber has agreed to subscribe for 7,698,063 Tranche 2 Subscription Shares at the Issue Price of S\$0.1039 per Share.

3.2 The New Subscription Agreement contains identical terms to the Subscription Agreement signed by the Company with Grace Yeo Ling Chen and will form part of the Tranche 2 Subscription in the manner as announced by the Company in the 2 May Announcement. Accordingly, the Proposed Subscriptions and Tranche 2 Subscription will include the New Subscriber and exclude Grace Yeo Ling Chen.

3.3 The Tranche 2 Subscription Shares to the New Subscriber will be issued pursuant to the General Mandate approved by the Shareholders at the 2023 AGM.

4 INFORMATION ON THE NEW SUBSCRIBER

4.1 The New Subscriber is a private investor identified through the network of the Company. She expressed interest to invest in the Company for personal investment purposes. As at the date of this announcement, the New Subscriber does not hold any Shares or warrants in the Company.

4.2 The New Subscriber has confirmed that:

- (a) she has no existing connection (including business relationships) with the Company, its Directors and substantial shareholders, and is not a person to whom the Company is prohibited from issuing shares to, as provided under Rule 812 of the Catalist Rules;
- (b) she is not subscribing for the Tranche 2 Subscription Shares as an agent for or otherwise on behalf of any other person or entity and is subscribing for the Tranche 2 Subscription Shares solely for her own beneficial account and not with a view to another person acquiring an interest in the Tranche 2 Subscription Shares; and
- (c) she is subscribing for the Tranche 2 Subscription Shares purely for investment purposes only, has no intention of influencing the management of, or exercising control over, the Company, and is not acting in concert, as defined in the Code with any persons to obtain or consolidate control of the Company.

4.3 No placement agent has been appointed in respect of the Proposed Tranche 2 Subscription. No introducer fee or commission was paid or is payable by the Company in connection with the subscription of the Tranche 2 Subscription Shares by the New Subscriber.

4.4 None of the Tranche 2 Subscribers will be holding the Tranche 2 Subscription Shares in trust or as a nominee.

5 TRANCHE 2 SUBSCRIPTION SHARES AND THE ISSUE PRICE

- 5.1 The Company will issue and allot 7,698,063 Tranche 2 Subscription Shares to the New Subscriber for an aggregate consideration of S\$799,828.75. The Tranche 2 Subscription Shares to be issued to the New Subscriber represents approximately 3.89% of the existing share capital of the Company of 197,941,437 Shares as at the date of this announcement and approximately 3.09% of the enlarged share capital of the Company of 249,164,937 Shares upon completion of the Proposed Tranche 2 Subscription.
- 5.2 The issuance of Tranche 2 Subscription Shares to the New Subscriber (i.e. 7,698,063 new Shares) shall be pursuant to the General Mandate approved by Shareholders at the 2023 AGM. As at the date of the 2023 AGM, the Company had 167,499,937 Shares in issue and accordingly, the Company had 83,749,968 Shares available for issuance under the General Mandate on a non *pro rata* basis. After the completion of the Tranche 1 Subscription, the Company has 53,308,468 Shares available for issuance. Accordingly, the Proposed Tranche 2 Subscription by the New Subscriber falls within the limit of the General Mandate.
- 5.3 There is no moratorium imposed on the Tranche 2 Subscription Shares.
- 5.4 In relation to the New Subscription Agreement, the Issue Price represents a premium of approximately 44.31% to the volume weighted average price of S\$0.0720 per Share for trades done on the Catalist board of the SGX-ST on 6 June 2023, being the full market day on which the Shares were traded and up to the entry into the New Subscription Agreement. The Issue Price was arrived at following arm's length negotiations between the Company and the Subscribers (which includes the New Subscriber), taking into consideration the prevailing Share price and the financial position and prospects of the Company.

6 OTHER TERMS AND REQUIRED DISCLOSURES

The other terms of the Subscription Agreement and all the other required disclosures, including the rationale for the Proposed Subscriptions, financial effects of the Proposed Subscriptions, use of proceeds and working capital confirmation by the Directors, as announced by the Company in the 2 May Announcement, remains unchanged.

7 CIRCULAR AND EGM

As stated in the Previous Announcements, the Company will be seeking specific approval of shareholders of the Company at the EGM for the issuance of the Tranche 2 Subscription Shares to Daniel Tan Yik Keong and Lim Quee Lan, under the Proposed Tranche 2 Subscription. A circular containing further details and enclosing a notice of the EGM, will be dispatched to the Shareholders in due course.

8 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 Subscriptions, the Company and its subsidiaries, 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.

9 DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents will be available for inspection by the Shareholders at the registered office of the Company at 105 Cecil Street, #12-02, The Octagon, Singapore 069534 during normal business hours for three (3) months from the date of this announcement:

- (a) the Termination Deed; and
- (b) the New Subscription Agreement.

10 CAUTION IN TRADING

Shareholders are advised to exercise caution in trading their Shares as there is no certainty or assurance as at the date of this announcement that the Proposed Subscriptions will proceed to completion. Shareholders are advised to read this announcement, any further announcements and the Circular which will be circulated by the Company for the EGM carefully. Shareholders should consult their stockbrokers, solicitors or other professional advisors if they have any doubts about the action they should take.

By Order of the Board
REVEZ CORPORATION LTD.
Jennifer Zhang Dan
Executive Director

Date: 12 June 2023

This announcement has been prepared by REVEZ Corporation Ltd. ("Company") and its contents have been reviewed by the Company's sponsor, UOB Kay Hian Private Limited ("Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalyst.

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.