

CAPALLIANZ HOLDINGS LIMITED

(Company Registration No. 199905693M)
(Incorporated in the Republic of Singapore)

NOTICE OF EXPIRY OF WARRANTS – W221213

TO: ALL HOLDERS OF THE W221213 WARRANTS (AS DEFINED BELOW) TO SUBSCRIBE FOR NEW ORDINARY SHARES IN THE CAPITAL OF CAPALLIANZ HOLDINGS LIMITED (THE “COMPANY”)

In this Notice, the term “**W221213 Warrants**” refers to all warrants issued by the Company, the terms and conditions of which are constituted in the deed poll executed by the Company on 20 November 2017 (the “**Deed Poll**”).

Where capitalised terms are used in this Notice and not otherwise defined, such capitalised terms shall bear the same meaning as ascribed to them in the Deed Poll.

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Holders of the W221213 Warrants (the “**Warranholders**”) who have sold their W221213 Warrants should immediately upon receipt of a copy of this Notice, send it to the purchaser or to the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

EXPIRY OF W221213 WARRANTS ON TUESDAY, 13 DECEMBER 2022 AT 5.00 P.M.

NOTICE IS HEREBY GIVEN to the Warranholders that in accordance with the terms and conditions of the W221213 Warrants set out in the Deed Poll (the “**Warrant Conditions**”), the rights to subscribe for new ordinary shares in the capital of the Company (the “**New Shares**”) comprised in the W221213 Warrants by way of exercise of the W221213 Warrants will expire at **5.00 p.m. on Tuesday, 13 December 2022**, being the Market Day immediately preceding the fifth anniversary of the date of issue of the W221213 Warrants.

After **5.00 p.m. on Tuesday, 13 December 2022**, any subscription rights comprised in the W221213 Warrants which have not been exercised will lapse and the W221213 Warrants will cease to be valid for any purpose whatsoever.

EXERCISE PRICE

The exercise price for each W221213 Warrant (the “**Exercise Price**”) is currently **S\$0.015** for each New Share.

Each W221213 Warrant shall entitle the Warranholder to subscribe for one (1) New Share upon the exercise thereof. The Warranholders should note that the exercise of the W221213 Warrants is subject to and contingent upon certain conditions as specified in the Warrant Conditions being satisfied.

PROCEDURE FOR EXERCISE OF W221213 WARRANTS

Warranholders who wish to exercise their subscription rights must do so in accordance with the Warrant Conditions. In order to exercise the W221213 Warrants, a Warranholder must complete and sign the exercise notice relating to the W221213 Warrants in the prescribed form (the “**Exercise Notice**”).

Copies of the Exercise Notice can be obtained from the Warrant Agent, B.A.C.S. Private Limited. The address, email and business hours of the Warrant Agent are as follows:-

B.A.C.S. Private Limited

77 Robinson Road
#06-03 Robinson 77
Singapore 068896

Email: main@zicoholdings.com

Business Hours: 9.00 a.m. to 5.00 p.m. from Mondays to Fridays
(closed on Saturdays, Sundays and Public Holidays)

The completed Exercise Notice must be delivered to the Warrant Agent not later than **5.00 p.m. on Tuesday, 13 December 2022** accompanied by the following:-

- (a) Where the W221213 Warrants are not registered in the name of The Central Depository (Pte) Limited (“**CDP**”), the Warranholder must produce the relevant W221213 Warrant certificate(s) registered in the name of the exercising Warranholder; or
- (b) Where the W221213 Warrants are registered in the name of CDP, Warranholders should note that the exercise of their W221213 Warrants is conditional upon, *inter alia*, the number of W221213 Warrants so exercised being available in the “Free Balance” of their securities account with CDP.

2. Any such evidence (if any, including evidence of nationality) as the Warrant Agent may require to determine the due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including every joint Warrantholder, if any) or otherwise ensure the due exercise of the W221213 Warrants and such other evidence as the Company may require to verify due compliance for the purposes of administering and implementing the provisions set out in the Deed Poll.
3. Payment of the Exercise Price in Singapore currency by banker's draft or cashier's order drawn on a bank in Singapore made payable to "**CAPALLIANZ HOLDINGS LIMITED**" for the full amount of the monies payable in respect of the aggregate number of W221213 Warrants exercised. Any such remittance shall be accompanied by the delivery to the Warrant Agent of the payment advice referred to below and shall comply with any exchange control or other statutory requirement for the time being applicable.

Payment shall be made free of any foreign exchange commissions, remittance charges or other deductions and shall be accompanied by a payment advice containing:-

- (a) the name of the exercising Warrantholder;
 - (b) the number of W221213 Warrants exercised; and
 - (c) if the relevant W221213 Warrant certificate is registered in the name of a person other than CDP, the certificate number(s) of the W221213 Warrant certificate(s), in respect of the W221213 Warrant(s) being exercised or where the W221213 Warrant certificates are registered in the name of CDP, the securities account number(s) of the exercising Warrantholder which is to be debited with the W221213 Warrants being exercised, as the case may be.
4. Any deposit or other fees for the time being chargeable by and payable to CDP, if any, and any stamp issue, registration or other similar taxes or duties arising from the exercise of the W221213 Warrants as the Warrant Agent may require.
 5. If applicable, the payment of any fees or expenses for, and submission of any necessary documents required in order to effect the issuance and/or delivery of, the share certificates for the New Shares, the registration of the New Shares in the name of the exercising Warrantholder or the CDP (as the case may be) and any property or other securities to be delivered upon exercise of the relevant W221213 Warrants to the place specified by the exercising Warrantholder in the Exercise Notice or to the CDP (as the case may be).

Any New Shares arising from such exercise of the W221213 Warrants shall rank *pari passu* in all respects with the then existing Shares of the Company, save for dividends, rights, allotments or other distributions that may be declared or paid, the Record Date of which is before the date of issue of the New Shares. "**Record Date**" in this context means, in relation to any dividends, rights, allotments or other distributions, the date on which as at the close of business (or such other time as may have been notified by the Company) shareholders of the Company must be registered with the Company or in the case of shareholders whose shares are registered in the name of CDP, with CDP, in order to participate in such dividends, rights, allotments or other distributions.

Copies of this Notice will be posted out to all Warrantholders whose names appear in the Register of Warrantholders and in the Depository Register on 1 November 2022.

LAST DAY FOR TRADING IN W221213 WARRANTS

The last day for trading in the W221213 Warrants on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") will be 6 December 2022 and trading will cease with effect from 9.00 a.m. on 7 December 2022. The W221213 Warrants will then be de-listed from the Official List of the SGX-ST with effect from 9.00 a.m. on 14 December 2022.

AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON 13 DECEMBER 2022, ANY SUBSCRIPTION RIGHTS UNDER THE W221213 WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY W221213 WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.

By Order of the Board

Pang Kee Chai, Jeffrey
Vice Chairman and Executive Director
11 November 2022

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

This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice including the correctness of any of the statements or opinions made or reports contained in this notice.

The contact person for the Sponsor is Ms Goh Mei Xian, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.