
**EXTENSION OF TIME TO SATISFY REQUIREMENTS UNDER RULE 1315 OF THE LISTING RULES FOR
REMOVAL FROM WATCH-LIST**

Background

1. The board of directors (“**Board**” or “**Directors**”) of Fabchem China Limited (“**Company**”) refers to its announcements of 26 November 2021, 17 December 2021, 5 January 2022 and 21 February 2022 (collectively, the “**Announcements**”). *Unless otherwise defined herein or the context otherwise lends itself, all capitalised terms and references shall bear the same meanings as defined in the Announcements.*
2. Pursuant to the Company’s application to the SGX-ST on 16 February 2022 to seek an additional extension of three (3) months for the Company to satisfy the requirements under Rules 1314 and 1315 of the Listing Rules for removal from the Watch-List, the Company is pleased to announce that the SGX-ST has on 3 March 2022, confirmed that it has no objection to the Company’s application for a further extension of time of three (3) months to 4 August 2022 (“**Waiver**”), subject to the following conditions:
 - (a) The Company announcing the Waiver granted, the reasons for seeking the Waiver, the conditions as required under Mainboard Listing Rule 107 and if the Waiver conditions have been satisfied. If the Waiver conditions have not been met on the date of the announcement, the Company must make an update announcement as and when any of the conditions and also when all the conditions have been met;
 - (b) The submission of the RTO application for approval from SGX-ST no later than 20 May 2022;
 - (c) The Company convening the EGM by 22 July 2022 to seek the approval of shareholders for the Proposed Acquisition and proposed transfer to the Catalist; and
 - (d) Completion of the RTO by 4 August 2022.

The Waiver will not be effective if any of the conditions have not been fulfilled.

The Company will immediately disclose via SGXNET if it is/will be in contravention of any laws and regulations governing the Company and the constitution of the Company arising from the Waiver.

3. With the disclosures in this announcement, the Company will have complied with the Waiver condition in paragraph 2(a) above and the Company is not in contravention of any laws and regulations governing the Company and the constitution of the Company arising from the Waiver on the date of this announcement. The Company will make update announcements when the other conditions have been met.

New Timeline

4. The indicative timetable based on a three (3) month extension is as follows:

Milestones	Timeline based on Waiver Conditions	Modified Timeline	Proposed New Timeline
Submission of the pre-consultation with SGX-ST	15 December 2021	5 January 2022	Submitted
Submission of the Proposed RTO application for approval from SGX-ST	31 January 2022	21 February 2022	20 May 2022
Company convening the EGM to seek the approval of the Shareholders for the Proposed Acquisition and Proposed Transfer to Catalist	31 March 2022	22 April 2022	22 July 2022
Completion of the Proposed RTO	15 April 2022	4 May 2022	4 August 2022

Reasons for applying for Waiver

5. The Company and the Target are still in discussions with potential placement agents and more time is required to determine the size of the Compliance Placement amid the uncertain market conditions. Such preliminary feedback from the placement agents would allow the Target to better align its expansion plans and use of proceeds from the Compliance Placement, as well as to provide the relevant disclosure on the Compliance Placement in the Circular.
6. In view of the above, the Company was unable to meet the 21 February 2022 deadline of submitting the Proposed RTO application to the SGX-ST. This would also affect the subsequent milestones, in particular the despatch and lodgement of the Circular by 31 March 2022 and convening of the EGM by 22 April 2022.
7. Further, it was originally intended for the submission of the Proposed RTO application to include the financial statements for financial years ended 30 June 2019, 2020 and 2021 and the three-month period ended 30 September 2020 and 30 September 2021. This would require the Circular to be lodged on or before 31 March 2022 to comply with the prospectus disclosure requirements under the Fifth Schedule of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018. If the Circular is lodged and despatched after 31 March 2022 and on or before 30 June 2022, the Target would be required to provide interim results for at least the six-month period ended 31 December 2020 and 31 December 2021 in the Circular.
8. With the additional interim financial results to be disclosed in the Circular, other preparatory works such as the valuation report, legal due diligence report and the IFA letter would have to be updated accordingly. The Company anticipates that these preparatory works would take approximately 3 months to be completed.

Further Information

9. The Company will make further announcements in relation to the Proposed Acquisition, Proposed RTO and Proposed Transfer to Catalist at the relevant time, as and when there are material developments as well as the outcome of the Company's aforesaid application to SGX-ST for the Further Extension and any conditions that may be imposed by SGX-ST.

Trading Caution

10. Shareholders and investors are advised to exercise caution when dealing in their Shares and to read this announcement and any further announcement by the Company carefully, as the Proposed Acquisition, Proposed RTO and Proposed Transfer to Catalist are subject to the satisfaction of the Conditions Precedent in the Agreement between the Company and the Vendors and there is no certainty or assurance, as at the date of this announcement, as whether they may proceed to completion. Shareholders and investors should consult their stockbrokers, solicitors or other professional advisers if they have any doubts about the action they should take.

BY ORDER OF THE BOARD

Wee Phui Gam
Acting Chairman and Lead Independent Director
Fabchem China Limited
4 March 2022