



CFM HOLDINGS LIMITED

(Incorporated in Singapore under Company Registration No. 200003708R)

WORKING CAPITAL LOAN AGREEMENT IN RELATION WITH SING-SWE MM BIOTECHNOLOGY PTE. LTD.

1. INTRODUCTION

The Board of Directors (the “**Board**” or the “**Directors**”) of CFM Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the announcement of the Company dated 9 February 2022 (the “**Announcement**”) regarding discussion between the Company and Sing-Swe MM Biotechnology Pte. Ltd. (“**SSMM**”) for the extension of a working capital loan of S\$500,000.00 to the Company.

2. WORKING CAPITAL LOAN

The Board wishes to announce that the Company has entered into a working capital loan agreement with SSMM on 18 February 2022.

The key terms are :-

- i) for twelve (12) calendar months from the date of the loan agreement;
- ii) loan is free from interest prior to maturity date;
- iii) Company shall be entitled to prepay the Loan before maturity date without premium or penalty;
- iv) outstanding loan to be repaid on maturity date;
- v) amount utilised to pay professional fees relating to the acquisition of SSMM and if the acquisition is not completed by 31 December 2022 because the results of the due diligence is not reasonably satisfactory to the Company, SSMM shall irrevocably and unconditionally waive the repayment of such portion utilised.
- vi) loan amount is for S\$500,000.00
- vii) The loan may be drawn down by the Company from time to time during the availability period (which is twelve calendar months) by the delivery by the Company to the SSMM of a duly completed Utilisation Request, which shall specify the Utilisation Date (which shall fall no less than five (5) Business Days after the date of the Utilisation Request). Each Utilisation Request is irrevocable and the amount on an Advance must not exceed the balance amount of the Loan available for draw down as at the date of that Utilisation Request.

The purpose of the loan is to pay outstanding professional fees of S\$293,000 incurred up to this announcement with regards to the proposed acquisition of 51% of the issued share capital of SSMM (“**Proposed Acquisition**”) (please refer to the Company’s announcements dated 3 June 2021, 4 June 2021, 16 August 2021, 20 September 2021, 22 September 2021, 22 October 2021, 1 December 2021 and 31 December 2021). The loan amount is more than enough to cover the outstanding professional fees.

Other than as announced, there has been no further material update on the Proposed Acquisition of SSMM as at the date of this announcement.

None of the directors of the Company or controlling shareholders have any direct or indirect interest in the loan transaction.

3. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors of the Company 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 of the working capital loan agreement, 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.

The purpose of the working capital loan is to pay the outstanding professional fees and with some buffer for any other professional fees that might be incurred for the completion of the Proposed Acquisition.

4. CAUTIONARY STATEMENT

As announced on 31 December 2021, the Long Stop Date to the Proposed Acquisition lapsed on 31 December 2021. The Proposed Acquisition will remain pending till both the Company and the SSMM firm up on the agreed dates.

Shareholders and potential investors are advised to exercise caution when trading in the shares of the Company as the Proposed Acquisition is subject to certain conditions. Shareholders and potential investors should consult their stock brokers, bank managers, solicitors or other professional advisors.

The Company will make the necessary announcements as and when there are further material developments on the Proposed Acquisition, in compliance with the Catalist Rules.

5. DOCUMENTS FOR INSPECTION

A copy of the Loan Agreement is available for inspection during normal business hours at 4 Ang Mo Kio Avenue 12, CFM Building, #05-01, Singapore 569498, for a period of three (3) months commencing from the date of this Announcement.

Pursuant to the relevant health and safety measures imposed in respect of the COVID-19 pandemic, all Shareholders are to register their intention to inspect said document at least five (5) business days before the date of their appointment, via the Company's email address janet@cfmholdings.com. The Company shall be entitled to reject requests for inspection as it deems necessary, in compliance with the relevant laws and regulations relating to the COVID-19 pandemic.

BY ORDER OF THE BOARD

Lim Fong Li Janet
Executive Director and Chief Executive Officer
18 February 2022

This Announcement has been reviewed by the Company's Sponsor, Asian Corporate Advisors Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange 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 is Ms Foo Quee Yin, at 160 Robinson Road, #21-05 SBF Center, Singapore 068914, Telephone number: 6221 0271