

**YINDA INFOCOMM LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 201506891C)

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**ENTRY INTO TERM SHEET FOR, *INTER ALIA*, (I) SUBSCRIPTION OF SHARES; (II) ACQUISITION OF BUSINESS; AND (III) PROVISION OF CONVERTIBLE LOAN**

**– COMPLETION**

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**1. INTRODUCTION**

The board of directors (the “**Board**” or the “**Directors**”) of Yinda Infocomm Limited (the “**Company**”, together with the subsidiaries, the “**Group**”) refers to the announcements dated 5 July 2021, 7 July 2021, 4 September 2021, 12 September 2021 and 27 September 2021 (the “**Previous Announcements**”). Capitalised terms used but not defined herein shall have the meanings as ascribed to them in the Previous Announcements.

**2. COMPLETION**

2.1. The Board is pleased to announce that, on the date of this announcement, GenesisPro, the IML Founders, IML and the Company have proceeded with Completion of the Subscription and the IML Business Acquisition.

2.2. As a result of the Completion of the Subscription and the IML Business Acquisition:

- (a) the Company has been allotted and issued 7,000 new shares in GenesisPro and holds 70.0% of the enlarged issued and paid-up share capital of GenesisPro;
- (b) the Company has appointed Mr. Tan Chee Bun, Gordon (Executive Director of the Company) and Ms. Wang Xiaolan (Corporate Development Manager of the Company) as the Yinda Directors to the board of GenesisPro. Together with Mr. Pierre Prunier, Yinda Directors make up the majority of the board of GenesisPro;
- (c) the Company has satisfied the Subscription Consideration via the (i) payment of €550,000 (equivalent to approximately S\$872,000) in cash; and (ii) allotment and issue by the Company of 7,037,383 Consideration Shares at the issue price of S\$0.2140 per Consideration Share, to IML on behalf of GenesisPro for the IML Business Acquisition;
- (d) GenesisPro has acquired the IML Assets;
- (e) the total number of issued and paid-up share capital of the Company has increased from 842,266,333 Shares to 849,303,716, with the Consideration Shares representing approximately 0.83% of the enlarged issued and paid-up share capital of the Company being issued to IML;
- (f) the Shareholders’ Agreement and the Call Option Deeds have come into effect; and
- (g) the Effective Date of the Convertible Loan Agreement has commenced and GenesisPro will be able to make an utilisation request for the Convertible Loan commencing from the Effective Date to the date falling seven (7) days from the Effective Date.

**3. UPDATE ON THE USE OF PROCEEDS FROM SUBSCRIPTION EXERCISES**

As at the date of this announcement and pursuant to the payment of the Subscription Consideration, the remaining net proceeds and the intended use of net proceeds from the

Subscription Exercises<sup>1</sup> are as follows:

S\$'000	October 2020 Subscription Exercise	November 2020 Subscription Exercise	December 2020 Subscription Exercise	January 2021 Subscription Exercise	June 2021 Placement Exercise
Net proceeds allocated for working capital	1,131 – 1,508	1,163 – 1,745	157 – 315	1,984 – 2,976 <sup>(1)</sup>	2,543 – 5,085
Net proceeds utilised for working capital as at the date of this announcement	(1,508)	(1,163)	(157)	(2,976)	(485)
Net proceeds remaining for working capital as at the date of this announcement	-	-	-	-	2,058 – 4,600
Net proceeds allocated for new business opportunities	2,262 – 2,639	4,071 – 4,653	2,835 – 2,993	13,559 – 14,551	20,340 – 22,882
Net proceeds utilised for new business opportunities as at the date of this announcement	(1,752) <sup>(1)</sup>	(4,653) <sup>(1)(3)</sup>	(2,993) <sup>(4)</sup>	(12,626) <sup>(4)(5)</sup>	-
Net proceeds remaining for new business opportunities as at the date of this announcement	510 <sup>(2)</sup>	-	-	933 – 1,925 <sup>(6)</sup>	20,340 – 22,882 <sup>(7)</sup>

**Notes:**

- (1) The introducer fee in relation to the IBPL Acquisition totalling S\$2,100,000 is funded partially from the net proceeds of the October 2020 Subscription Exercise and the November 2020 Subscription Exercise. Of the S\$2,100,000, S\$825,000 has been funded from the October 2020 Subscription Exercise while S\$1,275,000 has been funded from the November 2020 Subscription Exercise.
- (2) The investment amount of S\$510,000 in respect of the joint venture with International Biometrics Pte. Ltd. will

<sup>1</sup> "Subscription Exercises" comprise the subscription exercise announced on 29 September 2020 and completed on 16 October 2020 (the "October 2020 Subscription Exercise"), the subscription exercise announced on 15 November 2020 and completed on 6 January 2021 (the "November 2020 Subscription Exercise"), the subscription exercise announced on 13 December 2020 and completed on 23 December 2020 (the "December 2020 Subscription Exercise"), the subscription exercise announced on 26 January 2021 and completed on 6 April 2021 (the "January 2021 Subscription Exercise") and the placement announced on 11 May 2021 and completed on 25 June 2021 (the "June 2021 Placement Exercise").

- be funded from the net proceeds from the October 2020 Subscription Exercise. Please refer to the 2 December 2020 announcement by the Company for defined terms and more details.
- (3) The TECH5 loan amount (approximately S\$3,378,000 based on the spot rate of 1.351 against United States Dollar upon payment) has been funded from the net proceeds of the November 2020 Subscription Exercise. Please refer to the 26 January 2021 announcement by the Company for defined terms and more details.
  - (4) The cash consideration of S\$13,500,000 for the IBPL Acquisition has been funded from the December 2020 Subscription Exercise and the January 2021 Subscription Exercise.
  - (5) The subscription of a convertible note issued by PT. Pattra Aksa Jaya of S\$0.37 million, as announced by the Company on 11 May 2021, S\$0.60 million in relation to professional fees for the IBPL Acquisition and the payment of €550,000 (equivalent to approximately S\$877,000 based on spot rate) in cash for the Subscription Consideration has been funded from the January 2021 Subscription Exercise.
  - (6) The remaining net proceeds amounting to S\$0.9 million to S\$1.9 million from the January 2021 Subscription Exercise is intended to be used to fund the Convertible Loan Amount of €600,000 which the Company shall extend to GenesisPro.
  - (7) It is intended for the net proceeds from the June 2021 Placement Exercise to be used to fund the TECH5 Equity Investment as well as the relevant professional fees and introducer fees in relation to the TECH5 Equity Investment, amounting to an aggregate of approximately S\$11.84 million. Please refer to the 14 May 2021 announcement by the Company for more details.

A breakdown of the net proceeds from the October 2020 Subscription Exercise, November 2020 Subscription Exercise, December 2020 Subscription Exercise, January 2021 Subscription Exercise and June 2021 Placement Exercise that were utilised for working capital are:

Summary of expenses:	Working capital (S\$'000)
Listing Fees	77
Staff Cost and Director Fees	1,593
Finance Cost or Bank Charges	7
Professional Fees	3,527
Administrative Expenses	942
Rental Deposit	143
<b>Total</b>	<b>6,289</b>

#### 4. FURTHER ANNOUNCEMENTS

The Board will make further announcement(s) as and when required.

#### 5. CAUTIONARY STATEMENT

Shareholders, securityholders and potential investors are advised to read this announcement and any past and future announcements by the Company carefully when dealing with the Shares and securities of the Company. Shareholders, securityholders, and potential investors should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take or when dealing with their Shares or securities of the Company.

#### BY ORDER OF THE BOARD

Mr. Pierre Prunier  
 Chief Executive Officer and Executive Director  
 29 September 2021

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*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor").*

*This announcement 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 Mr. Ong Hwee Li (telephone no.: (65) 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.*