LINCOTRADE & ASSOCIATES HOLDINGS LIMITED
(Company Registration No.: 200413128G)
(Incorporated in the Republic of Singapore)

INCORPORATION OF SUBSIDIARY WITH INTERESTED PERSON

The board of directors (the "**Board**" or the "**Directors**") of Lincotrade & Associates Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**") wishes to announce that our wholly-owned subsidiary, Lincotrade Capital Pte. Ltd. ("**Lincotrade Capital**") has incorporated a subsidiary in Singapore, with details set out below:

Name:	Monetise 71 Pte. Ltd. ("**M71**")
Place of incorporation:	Singapore
Date of incorporation:	23 September 2026
Issued and paid-up capital:	S$50,000 comprising 50,000 ordinary shares (on incorporation)
Percentage of shareholdings held by Lincotrade Capital:	60% of the issued and paid-up capital
Principal activities:	Real estate developer

The remaining 40% shareholdings in M71 is held by Clear Bright Sky Holdings Pte. Ltd. ("**CBS**"). CBS is 100% owned by Andre Soh Yu Xian, the son of Soh Loong Chow Jackie, the Executive Director and Chief Executive Officer and a controlling shareholder of the Company. CBS is an investment holding company incorporated on 20 March 2026.

The incorporation of M71 is to acquire and redevelop landed properties in Singapore. Lincotrade Capital and CBS will enter into the Shareholders' Agreement ("**SHA**") to govern their rights and obligations under this joint venture. All funding required by M71 shall be contributed by the shareholders pro-rata, in proportion to their respective shareholdings at the time of the funding call.

As CBS falls within the definition of "interested persons" under Chapter 9 of the Catalist Rules, the incorporation of M71 would therefore constitute an "interested person transaction" under Chapter 9 of the Catalist Rules.

Pursuant to Rule 916(2) of the Catalist Rules, approval of the shareholders of the Company is not required for an investment in a joint venture with an interested person if:

(a) the risks and rewards are in proportion to the equity of each joint venture partner;
(b) the issuer confirms by an announcement that its audit committee is of the view that the risks and rewards of the joint venture are in proportion to the equity of each joint venture partner and the terms of the joint venture are not prejudicial to the interests of the issuer and its minority shareholders; and
(c) the interested person does not have an existing equity interest in the joint venture prior to the participation of the entity at risk in the joint venture.

In addition, pursuant to Rule 916(3) of the Catalist Rules, approval of the shareholders of the Company is not required for the provision of a loan to a joint venture with an interested person if:

(a) the loan is extended by all joint venture partners in proportion to their equity and on the same terms;
(b) the interested person does not have an existing equity interest in the joint venture prior to the participation of the entity at risk in the joint venture; and
(c) the issuer confirms by an announcement that its audit committee is of the view that:
    1. the provision of the loan is not prejudicial to the interests of the issuer and its minority shareholders; and
    2. the risks and rewards of the joint venture are in proportion to the equity of each joint venture partner and the terms of the joint venture are not prejudicial to the interests of the issuer and its minority shareholders.

Accordingly, the future investment in, and the future provision of loans to, M71 by the Group crossing the thresholds set out in Rule 906 of the Catalist Rules (being 5% of the group's latest audited net tangible assets) are subject to the Audit Committee of the Company providing the relevant confirmations under Rules 916(2) and 916(3) of the Catalist Rules after the review of the SHA, to be able to qualify for the exemption from compliance with Rule 906 of the Catalist Rules without the need to obtain shareholders' approval.

The incorporation of M71 is funded through internal resources and is not expected to have any material impact on the net tangible assets per share and earnings per share of the Group for the current financial year ending 30 June 2027.

Save as disclosed above, none of the Directors or controlling shareholders of the Company, or their respective associates, has any interest, direct or indirect (other than through their shareholdings in the Company), in the incorporation of M71.

The Company will make further announcements upon the execution of the SHA or where there are any material developments.

By Order of the Board

Soh Loong Chow Jackie
Executive Director and Chief Executive Officer
23 September 2026

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*This announcement has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**SGX-ST**") and the SGX-ST 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. Lee Khai Yinn (Telephone: (65) 6232 3210) at 1 Robinson Road, #21-01 AIA Tower, Singapore 048542.