



## **CIVMEC LIMITED**

(Company Registration No: 201011837H)  
(Incorporated in the Republic of Singapore)

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### **UPDATES IN RELATION TO THE PROPOSED CHANGE OF DOMICILE OF THE HEAD COMPANY OF THE GROUP FROM CIVMEC LIMITED (DOMICILED IN SINGAPORE) TO CIVMEC AUSTRALIA LIMITED (DOMICILED IN AUSTRALIA)**

- **SHARES OF CIVMEC AUSTRALIA LIMITED NOT ELIGIBLE FOR INCLUSION UNDER THE CPF INVESTMENT SCHEME (CPFIS) FOLLOWING THE COMPLETION OF THE CHANGE OF DOMICILE THROUGH THE PROPOSED TRANSACTIONS**

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#### **1. INTRODUCTION**

The board of directors (the “**Directors**”) of Civmec Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the following:

- (a) the announcement dated 27 October 2023 in relation to the change of domicile of the head company of the Group from the Company (domiciled in Singapore) to the NewCo (domiciled in Australia);
- (b) the announcement dated 19 June 2024 in relation to the application to the General Division of the Singapore High Court (the “**Court**”) for leave to convene the Shareholders’ Scheme Meeting (the “**Leave Application**”);
- (c) the announcement dated 21 June 2024 in relation to the Case Conference in respect of the Leave Application;
- (d) the announcement dated 27 June 2024 in relation to the notice of the Court hearing date for the Leave Application;
- (e) the announcement dated 5 July 2024 in relation to the Court order granting leave to convene the Shareholders’ Scheme Meeting;
- (f) the announcement dated 26 July 2024 in relation to the Company’s responses to substantial and relevant questions related to the resolutions to be tabled for approval at the Shareholders’ Scheme Meeting and EGM;
- (g) the order of the Court dated 4 July 2024 granting leave to the Company to convene the Shareholders’ Scheme Meeting and containing further orders in relation to the conduct of the Shareholders’ Scheme Meeting; and
- (h) the circular dated 10 July 2024 (the “**Circular**”) to Shareholders containing, *inter alia*, the details of the Change of Domicile through the Proposed Transactions.

*Unless otherwise defined herein or the context requires otherwise, all capitalised terms used in this announcement shall bear the same meanings as ascribed to them in the Circular.*

## **2. SHARES OF CIVMEC AUSTRALIA LIMITED NOT ELIGIBLE FOR INCLUSION UNDER THE CPF INVESTMENT SCHEME (CPFIS)**

The Company wishes to announce that it had on 29 July 2024 been informed by CPF that shares of Civmec Australia Limited (“**NewCo**”, and shares of NewCo, the “**NewCo Shares**”) are not eligible to be included under the CPF Investment Scheme (“**CPFIS**”) following the Change of Domicile through the Proposed Transactions. It is noted that one of the eligibility criteria for inclusion under CPFIS requires the company to be a Singapore-incorporated entity which NewCo (being an Australian incorporated entity) does not satisfy. Assuming that the Change of Domicile through the Proposed Transactions is completed, this will mean that CPF Funds cannot be used to purchase NewCo Shares after the Change of Domicile through the Proposed Transactions.

For the avoidance of doubt, CPFIS Members who hold Shares in the Company through the CPF Agent Bank(s) as at the Record Date remain eligible, through the CPF Agent Bank(s), to participate in the Shareholders’ Scheme, subject to the terms and conditions of the Shareholders’ Scheme. In the case of CPFIS Members, entitlements to the NewCo Shares under the Shareholders’ Scheme will be determined on the basis of the number of Shares in the Company held by the CPF Agent Bank(s) on behalf of each CPFIS Member as at the Record Date. For more information, please refer to paragraph 9.3 of Appendix A to the Circular. Assuming the Change of Domicile through the Proposed Transactions is completed, existing CPFIS Members will be able to trade and sell (but will not be able to purchase using CPF Funds) NewCo Shares after the Change of Domicile through the Proposed Transactions.

## **3. FURTHER ANNOUNCEMENTS**

The Company will make further announcements as and when required and/or as and when there are material developments in relation to the Change of Domicile through the Proposed Transactions.

## **4. CAUTIONARY STATEMENT**

Shareholders should note that the Change of Domicile through the Proposed Transactions remains subject to, amongst others, the fulfilment of the Conditions under the Implementation Agreement. There is no certainty or assurance that the Conditions can be fulfilled or that the Change of Domicile through the Proposed Transactions will be undertaken at all.

Shareholders, stakeholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders are also advised to refrain from taking any action with respect to their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. Shareholders, stakeholders and potential investors of the Company should consult with their financial, tax or other advisers if they have any doubt about the actions they should take.

## **ON BEHALF OF THE BOARD**

James Finbarr Fitzgerald  
Executive Chairman  
31 July 2024