INTRACO LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No.: 196800526Z)

DISPOSAL OF THE ENTIRE EQUITY INTEREST IN TAT HONG INTRACO PTE. LTD. AND TAT HONG INTRACO HEAVY EQUIPMENT COMPANY LIMITED

The board of directors (the "**Board**" or "**Directors**") of Intraco Limited (the "**Company**", and together with its subsidiaries, the "**Group**") would like to announce that the Company has on 21 September 2022 entered into a Sale and Purchase of Shares Agreement ("**SPA**") with Tat Hong Holdings Ltd ("**THH**") (together with the Company, the "**Parties**") with respect to the disposal of its 40% equity interest or 2,000,000 ordinary shares held in the capital of Tat Hong Intraco Pte. Ltd. ("**THI**") to THH for a consideration of US$838,000 ("**Consideration**").

Within six months upon completion of the transfer of shares in THI, the Company shall also dispose of its one share held in the capital of Tat Hong Intraco Heavy Equipment Company Limited ("**THIHE**") to THH or its nominee for a consideration of US$1.00 (being the par value of THIHE's share).

(the disposal of shares in THI and the transfer of one share in THIHE collectively, "**the Proposed Disposal**")

The Consideration is agreed on a willing seller, willing buyer basis after taking into consideration the adjusted consolidated net asset value of THI as at 31 August 2022 ("**NAV**"). The NAV includes bank balances in the lawful currency of Myanmar ("**MMK**") ("**MMK Cash**"). The Consideration is determined after taking into consideration the MMK Cash exchange rate as at 31 August 2022. The Parties agreed that the Consideration shall be paid on 31 July 2023 or such other date(s) as may be agreed in writing by the Parties ("**Settlement Date**"). The final Consideration may be adjusted based on the MMK/US$ exchange rate on the Settlement Date.

Assuming the MMK/US$ exchange rate remains unchanged on the Settlement Date, based on the Consideration, the estimated gain on disposal of THI is approximately S$13,000.00. Upon completion of the transfer of shares in THI, THI will cease as a joint venture company of the Group. The Group will focus on its existing core businesses including the new digital assets businesses.

THI was incorporated in Singapore on 28 August 2013 and has an issued and paid-up share capital of US$5,000,000.00. THI is a joint venture company where each of the Company and THH holds 40% equity interest and the remaining 20% is held by an independent third party. THIHE was incorporated in Myanmar on 13 February 2014 and has an issued and paid-up share capital of US$3,150,000.00. THIHE is a 99.99% subsidiary of THI.

As at the date of this announcement, THH is an associate of the Company's controlling shareholders, namely TH Investments Pte Ltd, Tat Hong Investments Pte Ltd, Chwee Cheng & Sons Pte Ltd, Ng San Tiong, Ng Sun Ho, Ng San Wee and Ng Sun Giam. As such, they are interested persons within the meaning of Chapter 9 of the Listing Manual in relation to the Proposed Disposal. Based on the Company's latest audited financial statements for the financial year ended 31 December 2021, the Consideration represents approximately 2.2% of the Company's latest audited consolidated net tangible asset as at 31 December 2021. Accordingly, pursuant to Chapter 9 of the Listing Manual, the Proposed Disposal does not require shareholders' approval. The Audit Committee of the Company has reviewed the terms of the Proposed Disposal and is satisfied that it is on normal commercial terms and not prejudicial to the interest of the minority shareholders.

Other than as disclosed in this announcement, none of the Directors or controlling shareholders of the Company and/or their respective associates has any interest, direct or indirect, in the Proposed Disposal other than through their respective shareholding interests in the Company.

BY ORDER OF THE BOARD

Josephine Toh
Company Secretary

21 September 2022