



九天化工集团有限公司  
JIUTIAN CHEMICAL GROUP LIMITED  
(the "Company")  
(Company Registration Number: 200415416H)  
(Incorporated in the Republic of Singapore)

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## PROPOSED DIVERSIFICATION AND PROPOSED INVESTMENT

### - SATISFACTION OF CONDITIONS OF WAIVER GRANTED BY THE SGX-ST FROM THE REQUIREMENT TO COMPLY WITH RULE 1015 OF THE CATALIST RULES IN RESPECT OF THE PROPOSED INVESTMENT

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*Capitalised terms used herein shall, unless otherwise defined, have the meanings ascribed to them in the circular issued by the Company dated 5 March 2024 (the "Circular").*

#### 1. INTRODUCTION

The Board of Directors (the "**Board**") of the Company refers to the announcement released by the Company dated 24 February 2024 (the "**Waiver Announcement**") in relation to the SGX-ST's grant of a waiver from compliance with Rule 1015 of the Catalist Rules in respect of the Proposed Investment and for it to be treated as a "major transaction" under Rule 1014 of the Catalist Rules (the "**Waiver**") and the Circular.

#### 2. CONDITIONS TO THE WAIVER FROM THE SGX-ST

As stated in the Waiver Announcement, the Company had, on 23 February 2024, received a letter from the SGX-ST indicating that it has no objection to the Waiver, subject to the following:

- (a) the Company announcing the Waiver granted, the reasons for seeking the Waiver, the conditions as required under Rule 106 of the Catalist Rules and if the Waiver conditions have been satisfied. If the Waiver conditions have not been met on the date of the announcement, the Company must make an update announcement when the conditions have all been met; and
- (b) the Company complying with Rule 1014 of the Catalist Rules, including that the Proposed Investment be approved by Shareholders at an EGM to be convened.

As at the date of the Waiver Announcement, all conditions of the Waiver have been satisfied, save for Shareholders' approval in respect of the Proposed Investment being obtained at the EGM.

#### 3. SATISFACTION OF CONDITIONS TO THE WAIVER

The Board wishes to announce that Shareholders have at the EGM held today, approved the Proposed Investment. Following the receipt of Shareholders' approval for the Proposed Investment, the Company has satisfied all the conditions imposed by the SGX-ST in granting the Waiver.

#### 4. FURTHER UPDATES

The Company will also make the relevant update announcements in compliance with the Catalyst Rules to inform Shareholders of material updates or developments in relation to the Proposed Transactions, if any.

## 5. CAUTIONARY STATEMENT

Shareholders and potential investors of the Company should exercise caution when trading in the Company's shares. In particular, Shareholders and potential investors of the Company should note that, notwithstanding the receipt of requisite Shareholders' approvals for the Proposed Diversification, the Proposed Investment and the Proposed IPTs, as the Proposed Investment is subject to, *inter alia*, the fulfilment of the conditions precedent of the Framework Agreement and the Definitive Agreements, including Anyang Jiutian obtaining, amongst others, the requisite approvals and the loan financing for the Synthetic Ammonia Project, there is no certainty or assurance that the Proposed Investment or any business activities or transactions mentioned in this announcement will materialise or will be proceeded with. Persons who are in doubt as to the action they should take should consult their legal, financial, tax or other independent professional advisers.

**By Order of the Board of Directors**  
**JIUTIAN CHEMICAL GROUP LIMITED**

Xu Aijun  
Non-executive and Non-independent Chairman

20 March 2024

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*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the 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. Lim Hui Ling, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg).*