

**REX INTERNATIONAL HOLDING LIMITED**

(the "Company")

(Company Number: 201301242M)

(Incorporated in the Republic of Singapore)

**REX AND RELEVANT PARTIES SIGN GLOBAL SETTLEMENT AGREEMENT  
WITH PETROCI ON LEGAL CASE**

*Unless otherwise defined, capitalised terms in this announcement shall have the same meaning given to them in the Company's announcement dated 11 August 2021.*

The board of directors (the "**Board**") of the Company (together with its subsidiaries, the "**Group**") refers to the announcement made by the Company on 11 August 2021 on the claim filed by Petroci Holding ("**Petroci**") against the Company's subsidiaries, Rex Oman Limited ("**Rex Oman**") and Masirah Oil Limited ("**MOL**"), and certain past directors of MOL in the High Court, Commercial Division of the British Virgin Islands.

The Board wishes to announce that Rex Oman, MOL and the other defendants (including Mr Hans Lidgren, a controlling shareholder of the Company and past director of MOL) related to the abovementioned legal case, have on 16 August 2024, signed a global settlement agreement with Petroci Holding ("**Settlement Agreement**"), the terms of which are confidential, which provides for a full and final settlement (with no admission as to liability) of the parties' claims and termination of related judicial proceedings in the British Virgin Islands.

Subject to fulfilment of closing conditions, the closing of the Settlement Agreement will result in a transfer of 21,558 ordinary shares in MOL ("**MOL Shares**") by Rex Oman to Petroci. This will increase Petroci's shareholding in MOL to 12.5% and reduce Rex Oman's shareholding in MOL to 81.14% ("**Disposal**"). Implementation of the same is subject to a long stop date of 1 January 2025.

**CHAPTER 10 OF THE LISTING MANUAL**

MOL is involved in oil exploration and production, and is the operator of Block 50 in Oman.

The net asset value of MOL as at 30 June 2024 is US\$56.85 million based on the latest unaudited accounts and the corresponding net asset value of the MOL Shares is approximately US\$6.07 million.

Based on the Group's latest unaudited consolidated financial statements for the financial results for the six months ended 30 June 2024 ("**1H FY2024**"), the relative figures of the Disposal computed on the bases of Rule 1006 of the Mainboard Rules are as follows.

<b>Rule 1006</b>	<b>Bases</b>	<b>Relative Figures (%)</b>
(a)	The NAV of the MOL Shares, compared with the Group's NAV.	5.77%
(b)	The net losses attributable to the MOL Shares effectively disposed of, compared with the Group's net profits. <sup>1</sup>	-4.98%

(c)	The consideration (being the aggregate value of the MOL Shares effectively disposed of), compared with the Company's market capitalisation <sup>2</sup> based on the total number of issued shares (excluding treasury shares).	6.04%
(d)	The number of equity securities issued by the Company as consideration for an acquisition, compared with the number of equity securities previously in issue.	Not applicable.
(e)	The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the aggregate of the Group's proved and probable reserves.	2.41%

Notes:

- (1) Calculated based on the net losses attributable to the MOL Shares of US\$1.93 million as of 30 June 2024.
- (2) The Company's market capitalisation of S\$132.58 million (approximately US\$100.37 million) has been calculated based on a volume weighted average price of S\$0.1018 on 16 August 2024, being the market day preceding the date of the Settlement Agreement.

Pursuant to Mainboard Rule 1007(1), if any of the relative figures computed pursuant to Rule 1006 involves a negative figure, Chapter 10 of the Mainboard Rules may still be applicable to the transaction in accordance with the applicable circumstances in Practice Note 10.1. Having considered paragraph 4.4(e) of Practice Note 10.1, the absolute relative figures computed under each of Rule 1006(a), 1006(c) and 1006(e) do not exceed 20%, and the disposal will not result in a gain or loss on disposal, and further to Rule 1010 of the Mainboard Rules, as one of the relative figures computed pursuant to Rule 1006 exceeds 5% but does not exceed 20%, the Disposal constitutes a "discloseable transaction" under Chapter 10 of the Mainboard Rules.

The closing of the Settlement Agreement will result in a full and final settlement (with no admission as to liability) of the parties' claims and termination of related judicial proceedings in the British Virgin Islands. This will provide a swift and final resolution to a costly litigation with certainty on the outcome.

As this relates to a settlement agreement, there are no proceeds, and there will not be any excess or deficit of the proceeds over the book value of the MOL Shares.

The Disposal is not expected to have any material effect on:

- (a) the net tangible assets per share of Rex for FY2023, assuming that the Disposal had been effected at the end of FY2023; and
- (b) the earnings per share of Rex for FY2023, assuming that the Disposal had been effected at the beginning of FY2023.

Save as disclosed, no director or controlling shareholder has any interest, direct or indirect, in the Disposal, other than that arising from their respective capacity as director or shareholders of the Company.

No person is proposed to be appointed as a director of the Company in connection with the Disposal. Accordingly, no service contract is proposed to be entered into between the Company and any such person.

On closing of the Settlement Agreement, MOL and Petroci will enter into a service agreement pursuant to which Petroci will provide technical services to MOL at no cost. If MOL achieves certain agreed key performance targets during the 18-month term of the service agreement, MOL will issue new shares to Petroci which will result in Petroci's shareholding interest in MOL increasing to 25%.

**BY ORDER OF THE BOARD OF**  
Rex International Holding Limited

John d'Abo  
Executive Chairman

19 August 2024