



HIAP SENG ENGINEERING LTD

(Judicial Managers Appointed)
(Incorporated in the Republic of Singapore)
(Company Registration No. 197100300Z)

UPDATE ON HOLDING OF COMPANY'S ANNUAL GENERAL MEETING ("AGM") AND ISSUANCE OF ANNUAL REPORT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2020 ("FY2020")

Hiap Seng Engineering Ltd (Judicial Managers Appointed) (the "**Company**") wishes to announce that further to the Company's application dated 8 September 2020 ("**Application**"), the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") had on 8 October 2020 confirmed that it has no objection to the Company's application for an extension of time to hold its AGM for FY2020 by 30 November 2020, and in connection therewith, issue its annual report by 15 November 2020 (the "**Waiver**"). The Waiver is subject to certain conditions discussed below.

Background

With the Company's financial year end being 31 March, the Company would ordinarily be required to hold its AGM by 31 July 2020 pursuant to Section 175 of the Companies Act (Cap. 50) (the "**Act**") and Rule 707(1) of the SGX-ST's Listing Manual. However, in April 2020, the SGX-ST announced an automatic 60-day extension of time ("**Automatic Extension**") for issuers to hold their AGMs and issue their annual reports. Pursuant thereto, the Company was required to hold its AGM by 29 September 2020, and issue its annual report by 14 September 2020. Notwithstanding the Automatic Extension, the Company submitted the Application seeking the Waiver as it then required more time to prepare and complete its FY2020 consolidated financial statements as all of the Company's resources were then focused on the Company's application to be placed under judicial management.

Conditional Waiver

Further to the Application, the SGX-ST had on 8 October 2020 confirmed that it has no objection to the Application for the Waiver, subject to the following:

- (a) the Company making an announcement of the Waiver granted, disclosing the reasons for seeking for the Waiver, the conditions imposed and if the conditions imposed by the Waiver are 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;
- (b) the submission of a written confirmation from the Company that the Application and waivers do not contravene any laws and regulations governing the Company or the constitution of the Company;
- (c) the Company issuing its annual report to shareholders and the SGX-ST by 15 November 2020;
- (d) the Company convening the AGM by 30 November 2020; and
- (e) the Company announcing whether and when it had applied to the Accounting and Corporate Regulatory Authority ("**ACRA**") for the Waiver and the outcome of its application.

Application to ACRA

Separate from the Application, the Company had also on 8 September submitted an application to ACRA (the “**ACRA Application**”) to seek its approval to further extend the period by which the Company is required to hold its AGM for FY2020 to 30 November 2020, and consequently, to extend the period by which the Company is required to lodge its annual return to 31 December 2020. As at the date hereof, the Company has not heard back from ACRA.

Judicial Management and Further Extensions

Since the Application and the ACRA Application, the Company has been placed under judicial management (please refer to the Company’s announcement dated 15 September 2020). Further thereto, the Company requires more time to prepare and complete its FY2020 consolidated financial statements as all of the Company’s resources are now focused on supporting the judicial managers and the judicial management of the Company.

The Company has notified the SGX-ST of the above and intends to submit an application to both the SGX-ST and ACRA for a further extension of time to hold its AGM, issue its annual report and lodge its annual return.

In addition to the above, the Company also intends to submit an application to the SGX-ST for an extension of time to announce its unaudited financial statements for the second-quarter and half-year ended 30 September 2020. The Company would ordinarily be required to announce this by 14 November 2020 pursuant to Rule 705(2)(d) of the SGX-ST’s Listing Manual. However, as the Company’s resources are now focused on supporting the judicial managers and the judicial management of the Company, the Company requires more time to prepare and complete the same.

The Company will make further announcements to update in due course.

Cautionary Statement

Shareholders, stakeholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company and the Judicial Managers 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 their financial, tax or other advisers if they have any doubt about the actions they should take.

Further announcements will be made by the Company and the Judicial Managers via SGXNET as and when there are any material developments.

Oon Su Sun and Lin Yueh Hung
Joint and Several Judicial Managers

Tan Hak Jin
Joint Company Secretary

15 October 2020

The affairs, business and property of the Company are being managed by the Judicial Managers appointed by the High Court of Singapore. The Judicial Managers contract and only act as agents of the Company and disclaim all personal liability of any nature whatsoever for all matters arising out of, in connection with and in respect of the Judicial Management of the Company herein.