SKYLINK HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number: 201005161G)

PROPOSED CAPITAL REDUCTION TO REDUCE THE SHARE CAPITAL OF THE COMPANY

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1. INTRODUCTION

1.1 The Board of Directors (“**Board**”) of Skylink Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that the Company is proposing to undertake a capital reduction exercise pursuant to Section 78A read with Section 78C of the Companies Act 1967 of Singapore (“**Companies Act**”), by the cancellation of share capital of the Company that has been lost or is unrepresented by available assets to the extent of S$45,752,792 (“**Accumulated Losses**”) as at 31 March 2026 (“**Proposed Capital Reduction**”).

1.2 The Company intends to convene an extraordinary general meeting ("**EGM**") to seek the approval of the shareholders of the Company ("**Shareholders**") for the Proposed Capital Reduction. The Company intends to concurrently seek the approval of Shareholders for a share buy-back mandate at the EGM.

1.3 Further information on, among other things, the Proposed Capital Reduction will be provided in a circular to be issued by the Company in due course for the purpose of convening the EGM (“**Circular**”).

2. DETAILS OF THE PROPOSED CAPITAL REDUCTION

2.1 The Company intends to undertake the Proposed Capital Reduction to write off the Accumulated Losses of the Company.

2.2 As at the date of this announcement, the Company’s issued and fully paid-up share capital (excluding treasury shares) is S$83,719,711 comprising 208,407,098 ordinary shares in the capital of the Company ("**Shares**").

2.3 The Proposed Capital Reduction will be effected:

(a) by reducing the Company’s existing issued and paid-up share capital (excluding treasury shares) as at the effective date of the Proposed Capital Reduction (such date to be announced by the Company in due course) by the cancellation of the share capital that has been lost or is unrepresented by available assets to the extent of the amount of the Accumulated Losses, i.e. by S$45,752,792; and

(b) thereafter applying the amount of S$45,752,792, being the credit arising from such cancellation of share capital, towards writing off the Accumulated Losses.

2.4 The Accumulated Losses arose mainly from the Company’s legacy loss-making businesses prior to completion of the acquisition by the Company (then known as Sincap Group Limited) of all of the issued shares in the capital of Skylink APAC Pte. Ltd., being a reverse takeover, which was approved by Shareholders at the EGM of the Company held on 11 September 2025 and completed on 15 September 2025 (“**Reverse Takeover**”) and the reverse acquisition related costs.

2.5 The Proposed Capital Reduction will reduce the Company's Accumulated Losses as at 31 March 2026 by the cancellation of the share capital of the Company to the extent of S$45,752,792.

2.6 The Proposed Capital Reduction does not entail any outflow of cash or change in the net assets of the Company. There will be no change in the total number of issued Shares held by the Shareholders immediately after the Proposed Capital Reduction, nor will the Proposed Capital Reduction involve the payment to any Shareholders of any paid-up share capital of the Company.

3. RATIONALE OF THE PROPOSED CAPITAL REDUCTION

The purpose of the Proposed Capital Reduction is to write off the Accumulated Losses with a view to restructuring the finances of the Company following the completion of the Reverse Takeover. This serves to rationalise the post-Reverse Takeover balance sheet of the Company to more accurately reflect the value of its underlying assets, and thus the financial position of the Company. In addition, the Proposed Capital Reduction will facilitate future equity-related fund-raising exercises to recapitalise and strengthen the balance sheet of the Company. The Company would also be in a better position to retain profits and enhance its ability to pay future dividends, when appropriate, if the Accumulated Losses are written off. The Directors will take into consideration the present and future funding needs of the Company and the Group before declaring any dividends.

4. CONDITIONS FOR THE PROPOSED CAPITAL REDUCTION AND CREDITOR OBJECTIONS

4.1 The Proposed Capital Reduction is subject to, among other things, the following:

(a) the approval of the Shareholders by way of a special resolution for the Proposed Capital Reduction at the EGM ("**Capital Reduction Resolution**");

(b) compliance with the relevant publicity requirements as prescribed in the Companies Act;

(c) no application having been made for the cancellation of the Capital Reduction Resolution by any creditor of the Company within the timeframe prescribed in the Companies Act, or if such application was made, the dismissal thereof by the General Division of the High Court of Singapore ("**Court**"); and

(d) the Company must, after the end of six (6) weeks but before the end of eight (8) weeks, beginning with the date of the Capital Reduction Resolution, lodge the following documents with the Accounting and Corporate Regulatory Authority of Singapore ("**Registrar**"):

   (i) a statement made by the Directors confirming that the requirements under Section 78C(1)(c) of the Companies Act have been complied with, and that no application for cancellation of the resolution has been made; and

   (ii) a notice containing information in relation to the Proposed Capital Reduction specified under the Companies Act.

The Company will make an immediate announcement on SGXNet to update Shareholders if any of the conditions for the Proposed Capital Reduction as set out in this paragraph is not met.

4.2 In the event that during the six (6) weeks beginning with the date of the Capital Reduction Resolution, one (1) or more applications for the cancellation of the Capital Reduction Resolution has been made under Section 78D(2) of the Companies Act, for the Proposed Capital Reduction to take effect, the following conditions must be satisfied:

(a) the Company must give the Registrar notice of the application(s) for the cancellation of the Capital Reduction Resolution as soon as possible after such application(s) have been served on the Company by the creditor(s);

(b) the proceedings in relation to each application for the cancellation of the Capital Reduction Resolution must be brought to an end by either (i) the dismissal of the application under Section 78F of the Companies Act; or (ii) without determination (for example, because the application has been withdrawn); and

(c) the Company must, within 15 days beginning with the date on which the last such proceeding was brought to an end in accordance with paragraph 4.2(b) above, lodge with the Registrar:

(i) a statement made by the Directors confirming that the requirements under Section 78C(1)(c) and Section 78D(4) of the Companies Act have been complied with, and that the proceedings in relation to each such application have been brought to an end by the dismissal of the application or without determination;

(ii) in relation to each such application which has been dismissed by the Court, a copy of the order of the Court dismissing the application; and

(iii) a notice containing information in relation to the Proposed Capital Reduction specified under the Companies Act.

5. FINANCIAL EFFECTS OF THE PROPOSED CAPITAL REDUCTION

5.1 The Proposed Capital Reduction is an accounting procedure that reduces the existing issued and paid-up share capital (excluding treasury shares) of the Company to write off the Accumulated Losses. The Proposed Capital Reduction represents merely a change in the composition of reserves and does not entail any reduction or distribution of cash or other assets of the Company.

5.2 **For illustrative purposes only** and based on the latest audited consolidated financial statements of the Group for the financial year ended 31 March 2026, a summary of the financial effects of the Proposed Capital Reduction is set out below. The financial effects of the Proposed Capital Reduction as illustrated are based on, among other things, the assumption that the Proposed Capital Reduction had been completed on 31 March 2026.

(a) **Share Capital Based on Records Maintained with the Registrar**

	As at 31 March 2026	
	Before the Proposed Capital Reduction	**After the Proposed Capital Reduction**
Number of Shares	208,407,098	208,407,098
Share capital (S$'000)	83,720	37,967

The Proposed Capital Reduction will reduce the issued and paid-up share capital (excluding treasury shares) of the Company by S$45,752,792 to write off the Accumulated Losses. The number of issued Shares and the percentage of Shares held by the Shareholders immediately after the Proposed Capital Reduction will remain unchanged. No capital will be returned to the Shareholders.

(b) **Equity Attributable to Shareholders**

	As at 31 March 2026			
	Group		Company	
	Before the Proposed Capital Reduction (S$'000)	After the Proposed Capital Reduction (S$'000)	Before the Proposed Capital Reduction (S$'000)	After the Proposed Capital Reduction (S$'000)
Share capital	26,411	26,411	81,893[(1)]	36,140
Accumulated losses	(9,647)	(9,647)	(45,753)	-
Equity attributable to owners of the Company	16,764	16,764	36,140	36,140

Note:
(1) The difference between the records maintained with the Registrar and the accounting records arises from the accounting effect of netting-off qualifying costs from the proceeds of share issuances during the period from the Company's listing on Catalist (i.e., 25 July 2012) to 31 March 2026.

(c) **Net Tangible Assets, Earnings Per Share and Gearing**

As there will be no changes to the number of issued Shares following the Proposed Capital Reduction, the Proposed Capital Reduction will not have any impact on the net tangible assets, earnings per Share or the gearing of the Company and the Group.

6. FURTHER ANNOUNCEMENTS AND CIRCULAR

6.1 The Company will release such further announcements, in compliance with the requirements of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist, as and when appropriate.

6.2 The Circular setting out further information on, among other things, the Proposed Capital Reduction, and the notice to convene the EGM for the purpose of seeking Shareholders' approval for the aforementioned matters will be despatched to Shareholders in due course.

7. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

None of the Directors or substantial shareholders (as defined in the Companies Act) of the Company has any interest, direct or indirect, in the Proposed Capital Reduction (other than through their respective directorships and/or shareholdings in the Company, if any).

8. DIRECTORS' RESPONSIBILITY STATEMENT

8.1 The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Capital Reduction and the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

8.2 Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

9. CAUTIONARY STATEMENT

Shareholders and potential investors are advised to exercise caution when dealing in the Shares. The Proposed Capital Reduction is subject to the fulfilment of certain conditions set out in paragraph 4.1 of this announcement, and there is no certainty or assurance that the Proposed Capital Reduction will be completed. Shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully. Shareholders and potential investors should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD
Shen Wende
Executive Director and Chief Executive Officer
6 July 2026

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (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.*

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