

1 August 2024

## PRE-QUOTATION DISCLOSURE

Nuren Group Limited (ACN 673 015 597) (**Company**) provides the following confirmation to satisfy conditions for the admission of the Company to the Official List of the National Stock Exchange of Australia (**NSX**) and the quotation of the Company's securities.

Capitalised terms in this announcement have the same meaning as given under the Company's Prospectus dated 28 May 2024 (**Prospectus**) unless the context otherwise requires.

### 1. CHANGE OF STOCK CODE FROM "NUR" TO "NRN"

Despite initially indicating in the Prospectus that the Company's stock ticker would be "NUR", the Company has finalized the ticker symbol to be "NRN." This change was made to simplify and clarify the symbol, making it more intuitive and easier for investors to remember and recognize. The new ticker better aligns with the Company's branding and communication strategy, ensuring a stronger and more coherent market presence. The change has been made effective and confirmed with the Clearing House Electronic Subregister System (CHES).

### 2. EFFECT OF THE PAYMENTS RECEIVED IN RESPECT OF THE WARRANTS HELD IN ENLINEA

- **Warrants held by Malaysian Debt Ventures (MDV)**

It has been disclosed in page 138 and 139 of the Prospectus that MDV had granted Enlinea Sdn Bhd (Enlinea) via its Letter of Offer dated 30 July 2018 a Project Loan Facility of up to the maximum principal sum of MYR4,000,000 (≈AUD1,308,000) only (**PL1**) and via another Letter of Offer dated 13 November 2020 iTechnology Startups Funding Relief facility of up to MYR2,000,000 (≈AUD653,595) (**PL2**).

Pursuant to both the financing facilities, Enlinea is required to issue warrants arising from which MDV shall have the option and right exercisable to subscribe for such number of ordinary shares fully paid-up. It was then agreed between Enlinea and MDV that Enlinea would issue 309,539 warrants to MDV, where the warrants were being exercised upon issuance of the same. In that case 309,539 ordinary shares of Enlinea at the exercise price of MYR3,835,188.21 (≈AUD1,253,330) were issued by Enlinea to MDV. Following that and being part of the restructuring for the admission to the NSX Official List, all the rights and entitlements of the 309,539 ordinary shares of Enlinea would then be assigned to Nuren Group Limited.

The exercise of the subscription rights has resulted in the MDV making a payment of MYR3,835,188.21 (≈AUD1,253,330) to Enlinea, which would be cash of MYR1,835,188.21 (≈AUD599,735), and setting off the total outstanding amount of namely iTechnology Startups Funding Relief Facility of MYR2,000,000 (≈AUD653,595).

The terms of the agreement are all fully discharged, and there is not any outstanding obligation pertaining the agreement. Also, the full conversion of the warrants is important in helping to improve the cash flow of the Enlinea, and to ensure it has enough working capital and operate its businesses.

- **Conversion of warrants held by MDV into ordinary shares of Nuren Group Limited**

On 8 February 2024, MDV has issued a Letter of Set Off (**Letter**) to the Company for the exercise of warrants issued by Enlinea to MDV for the financing facilities granted by MDV to Enlinea, which were the PL1 and PL2 described above.

Referring further to the Exercise Form-cum-Agreement for Warrants dated 8 February 2024 in relation to the 309,539 warrants issued by Enlinea to MDV pursuant to PL1 and PL2 and MDV’s rights to exercise all the said warrants to subscribe for new ordinary sharers in Enlinea at a total consideration sum of MYR3,835,188.21 (≈AUD1,253,330).

The consideration sum was paid by MDV to Enlinea in the following manner:

- A. The sum of MYR2,000,000 (≈AUD653,595) to be set-off against the total outstanding amount of PL2 as at 31 December 2023; and
- B. The balance sum of MYR1,835,188.21 (≈AUD599,735) (**Balance**) to be paid to Messrs. Azmi & Associates (**Azmi & Associates**) as MDV’s appointed stakeholder at the following account:

<b>Account Name</b>	Azmi & Associates – Clients’ Account
<b>Beneficiary Bank</b>	Malayan Banking Berhad
<b>Bank Address</b>	Ground & Mezzanine Floors, Wisma Genting, Jalan Sultan Ismail 50250 Kuala Lumpur, Malaysia.

Also, pursuant to share sale agreements between Enlinea and shareholders of Enlinea, dated 28 February 2024, 109,420,000 ordinary shares in the Company were issued as consideration for the Company’s acquisition of 100% of shares in Enlinea. MDV has swapped 309,539 ordinary shares in Enlinea for 8,022,895 ordinary shares in the Company.

- **Update on the release of consideration sum paid by MDV to Enlinea**

On 28 June 2024, Automic Group Pty Ltd (**Automic**), being the share registry of the Company, has confirmed the closing and completion of the IPO. The total capital raised was AUD700,000 and is currently held in a designated trust account set up by Automic.

- A. Confirmation that the Offer has closed  
Refer to Appendix 1 – “Confirmation Issuance of Shares – NRN Dated 26 July 2024”.
- B. Finalisation of share register and share registry reports (including escrow)  
Refer to Appendix 2, 3, and 4 – “NRN – Holdings Range Report”, “NRN – Issued Capital Report”, and “NRN – Top Holders Report”, all dated 26 July 2024.
- C. Automic’s contact point

<b>Name</b>	Quintein Murray
<b>Position</b>	Senior Associate, Capital Markets
<b>Email</b>	quintein.murray@automicgroup.com.au
<b>Direct line</b>	0426950415

On 18 July 2024, upon the receipt of written instruction from MDV that MDV has received written confirmation from ACTP Sdn Bhd being the Nominated Adviser that the conditions, including minimum amount required to be raised, for the Company to be admitted to the official list of NSX as NSX Listing Rules have been met, Azmi & Associates has transferred a total of MYR1,846,414.11 (≈AUD603,403), which comprised of the Balance and accumulated interest, to Enlinea.

- **Effect of the consideration sum received in respect of the warrants held by MDV in Enlinea**

Considering that the financial year end for Enlinea is on 31 March, the impacts of the warrant conversion would be reflected in its statements of financial position as at 31 March 2024. While the final audit report is expected to be ready only by end of August 2024, we have furnished the draft version of the statements of financial position of Enlinea to show the impact of the warrant conversion.

In the draft financial statements, the Other Receivables, Deposits and Prepayments increased from MYR64,062 in FY2023 to MYR1,879,770, in which the increase is attributed to the balance amount of MYR1,846,414.11 mentioned above. Also, the Borrowings in Current Liabilities has decreased from MYR2,880,104 in FY2023 to MYR883,480, in which the difference of around MYR2,000,000 is attributed to the offset of PL2 described above.

### 3. DIRECTORS REMUNERATION

The Company confirms that the proposed remuneration payable and the details to each of the directors for the next 12 months are as follows:

- Directorship at Nuren Group Limited

Director	Position	Proposed remuneration for the year ending 31 March 2024	
SHZE YINN GOH	Executive Director	<b>Base Salary</b>	AUD24,000 per annum plus superannuation
		<b>Annual leave entitlement</b>	20 days per year
		<b>Paid personal / carers leave entitlement</b>	10 days per year
PROF DR KONG YEOW WONG	Non-executive Director	A director's fees of AUD2,000 per month.	
		The Director shall not, for the avoidance of doubt be entitled to participate in any Group pension, bonus or other benefit in kind arrangement of the Group nor shall he be entitled to any compensation for loss of office.	
LI HUA ZHANG	Non-executive Director	A director's fees of AUD2,000 per month.	
		The Director shall not, for the avoidance of doubt be entitled to participate in any Group pension, bonus or other benefit in kind arrangement of the Group nor shall he be entitled to any compensation for loss of office.	

- Directorship at Enlinea Sdn Bhd

Director	Position	Proposed remuneration for the year ending 31 March 2024	
SHZE YINN GOH	Executive Director	<b>Base Salary</b>	MYR300,000 (≈AUD98,000) per annum
		<b>Statutory deductions and contributions</b>	Approximately MYR37,000 (≈AUD12,000)

## APPENDICES

Appendix	Document
1	Confirmation Issuance of Shares – NRN Dated 26 July 2024
2	NRN – Holdings Range Report Dated 26 July 2024
3	NRN – Issued Capital Report Dated 26 July 2024
4	NRN – Top Holders Report Dated 26 July 2024

This announcement was authorised for release by the Board of Directors of Nuren Group Limited.

For more information, please contact:

**James Barrie**  
**Company Secretary**  
[jamesbarrie@fernvillegroup.com.au](mailto:jamesbarrie@fernvillegroup.com.au)