



Evolve Capital Advisory
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Evolve Capital Corporate Introduction

June 2022



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EVOLVE HOLDINGS

Our Goal

- **Evolved Investment Banking** Services as a differentiator and to **Democratize** Investment Banking for companies
 - We want to serve as **Advisors** and **Partners** to corporates, providing our **Expertise**, **Network** and **Capabilities** to help them **Evolve**
 - We recognize **Growth Enterprises** play a vital role in generating economic growth; our primary focus is to empower such enterprises to drive **Growth**, **Job Creation** and **Value Creation** for their stakeholders

Our Priorities

- Excellence in **Thought**:
 - Focus on **Creative** Thought
- Excellence in **Advice**:
 - Focus on **Value Creation** and **Independent** Advice
- Excellence in **Execution**:
 - Focus on **Quality** and **Best-In-Class** Execution



DIFFERENTIATED, NICHE AND INDEPENDENT PLATFORM



- 3 Offices: Singapore, Malaysia and Indonesia
- Local Sourcing Capabilities in SEA via Local Partnership
- Advisory Panel with Global Access and Comprehensive Experience and Expertise
- Advisory (Evolve Capital Advisory)
- Fund Management and Investment (Evolve Capital Management)
- M&A Advisory
- Capital Advisory – Public (IPO) and Private
- Strategic Restructuring Advisory
- Research
- Alternative Credit
- Private Equity
- Growth Equity



EVOLVE CAPITAL AT A GLANCE

>30 Deals with value of >US\$20bn	>130 Deals with value of >US\$70bn	22 Deals in the last 36+ months
Management's M&A Experience	Management's Capital Markets Experience	Deals closed under Evolve since inception
10 Deals with value of c. US\$525m	15 Deals with value of c. US\$585mm	Deep advisory and sector expertise
M&A advisory deals under Evolve	Capital markets & financing deals under Evolve	Advisory board panel support

Infrastructure

- **Corporate Advisory** – Licensed Capital Market Services – Advising on Corporate Finance (Singapore)
- **Initial Public Offerings** – Singapore Exchange's Approved Issue Manager and Full Catalyst Sponsor
- **Placement** - – Licensed Capital Market Services – Dealing in Capital Market Products
- **Research**– Licensed under the Financial Advisers Act (FAA) on issuance or promulgation of research analyses or research reports
- **Fund Management** – MAS Registered Fund Management Company (Singapore)



SEASONED MANAGEMENT



Jerry Chua
Managing Partner & CEO

Prior to founding ECA, Jerry previously served as the Head of the Corporate Finance for J.P. Morgan in Southeast Asia and is a seasoned veteran with more than 18 years of experience originating and executing some of the highest-profile advisory (>US\$30bn) and capital market transactions (>US\$15bn) in the region.

Jerry was also named as one of the Top 40 under 40 professionals by Singapore Business Review in 2014.



Paul Kuo
Partner

Over 16 years experience handling capital markets transactions and advising companies on M&A and other corporate transactions.

He specializes in both equity and debt securities offerings in the public and private capital markets, with experience spanning more than 75 deals and successfully raising almost US\$20bn. He was a corporate lawyer with a number of leading international firms, including White & Case, Clifford Chance and Jones Day.



Andy Chi
Partner

Over 14 years of private equity and investment banking experience, during which he was involved in consumer driven private equity transactions across Asia across two funds managing US\$1.6bn and US\$250mm in committed capital.

He started his career at J.P.Morgan in both the New York and Singapore offices having executed corporate finance and M&A transactions in excess of US\$8bn.

GLOBAL ADVISORY PANEL



Rob Sivitilli

Rob is a highly-experienced investment banker with decades of experience. Prior to his retirement, he served as J.P. Morgan's Head of M&A for Asia ex-Japan, based in Singapore. He currently sits on the board of directors of a number of companies, including a leading full-service provider of semiconductor transfer and handling products in Singapore.



Catherine Leung

Co-Founder and Partner of MizMaa Ventures, Catherine sits on the Board of several portfolio companies. Previously, she was Vice Chairman of J.P. Morgan's Investment Banking franchise in Asia, with a focus of Greater China. Under her leadership, J.P. Morgan was named Best Investment Bank in Hong Kong for 8 consecutive years. Catherine was named Top 20 Women in Finance by Finance Asia in 2011, and is an advisory board member for Eureka Nova, and member of the Hong Kong Arts Development Council Trust Fund.



Sherlyn Lim

Sherlyn is the senior adviser to Crescent Point Capital Management, a Consumer sector focused investment management fund with c.US\$2 billion AUM. Previously, she was Head of J.P. Morgan's Consumer & Retail Investment Banking franchise in Asia and has advised on a wide range of transactions (>US\$100 billion) from her time at J.P. Morgan in the US and Asia. Sherlyn is also the co-founder of Emberz Brands, a digitally-driven FMCG company with presence in the US, China and ASEAN.



Dr. Lim Cheok Peng

Dr. Lim possesses more than 40 years of experience in the healthcare sector, both as a medical practitioner and in managing hospital businesses. Previously Managing Director and CEO of Parkway Group Healthcare Pte Ltd, he was instrumental in their expansion in Asia Pacific, Middle East and Turkey. Dr Lim has sat on the board of companies in Singapore, Malaysia, Hong Kong, China, India and Turkey; and also served on various committees including the Parliamentary Committee for Health.



Riady Tjandra

Riady is the Managing Director of Goldenbridge Advisory, a Singapore-based consultancy and brings with him a myriad of experiences across diverse sectors. He currently is involved in several ventures – PT. Jiwo Mega Propertindo, an Indonesia-based real estate developer; Asia Summit Capital, a Hong-Kong-based private equity firm; Duitku, an Indonesia-based online payment solutions provider; Royal Trust Futures, an Indonesia-based brokerage; Wolfgang's Steakhouse, a high-end restaurant in Indonesia, and the Samata Sanur, an Indonesia-based luxury resort.



Chua Teck Wee

Teck Wee is the Co-Chief Investment Officer of Myer Gold Investment Management, a multi-family office based in Singapore. Prior to joining Myer Gold, Teck Wee was an Executive Director with Goldman Sachs Private Wealth Management where he spent more than 8 years managing discretionary and advisory investment portfolios for private clients. Teck Wee also spent 8 years with J.P. Morgan Private Bank and J.P. Morgan Investment Banking.



LARGE FIRM CAPABILITIES WITH A BOUTIQUE FIRM'S TOUCH



Opportunistic / Special Situations

- Opportunistic investments
- Distressed opportunities
- Strategic public equities

Capital Markets

- Capital structure advisory
- Capital Advisory/Raising
- Pre-IPO and IPO advisory
- Research

Private Equity

- Growth
- Minority Investments
- Joint Buyout

M&A

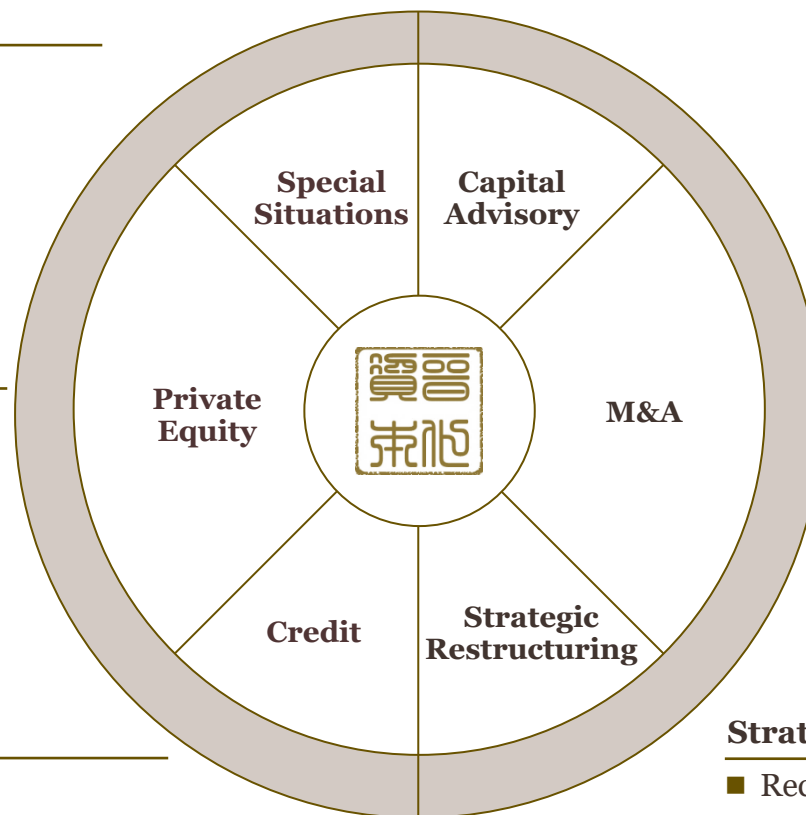
- Mergers & acquisitions
- Joint ventures
- Divestitures
- Spin-offs/Asset swaps

Credit

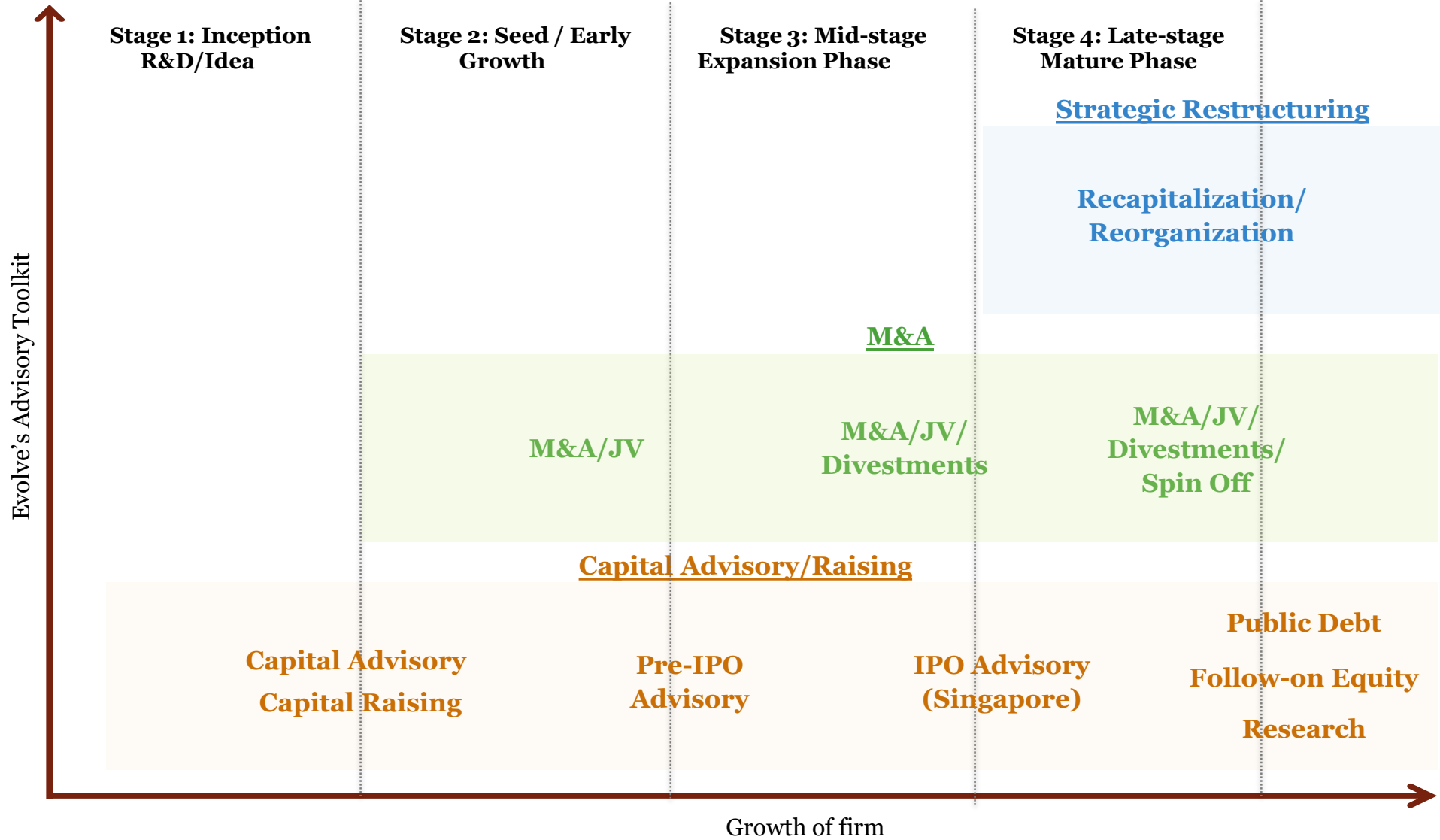
- Mezzanine /Hybrid
- Structured Credit
- Asset-back credit

Strategic Restructuring

- Recapitalizations/Reorganizations
- Exchange offers
- Distressed M&A

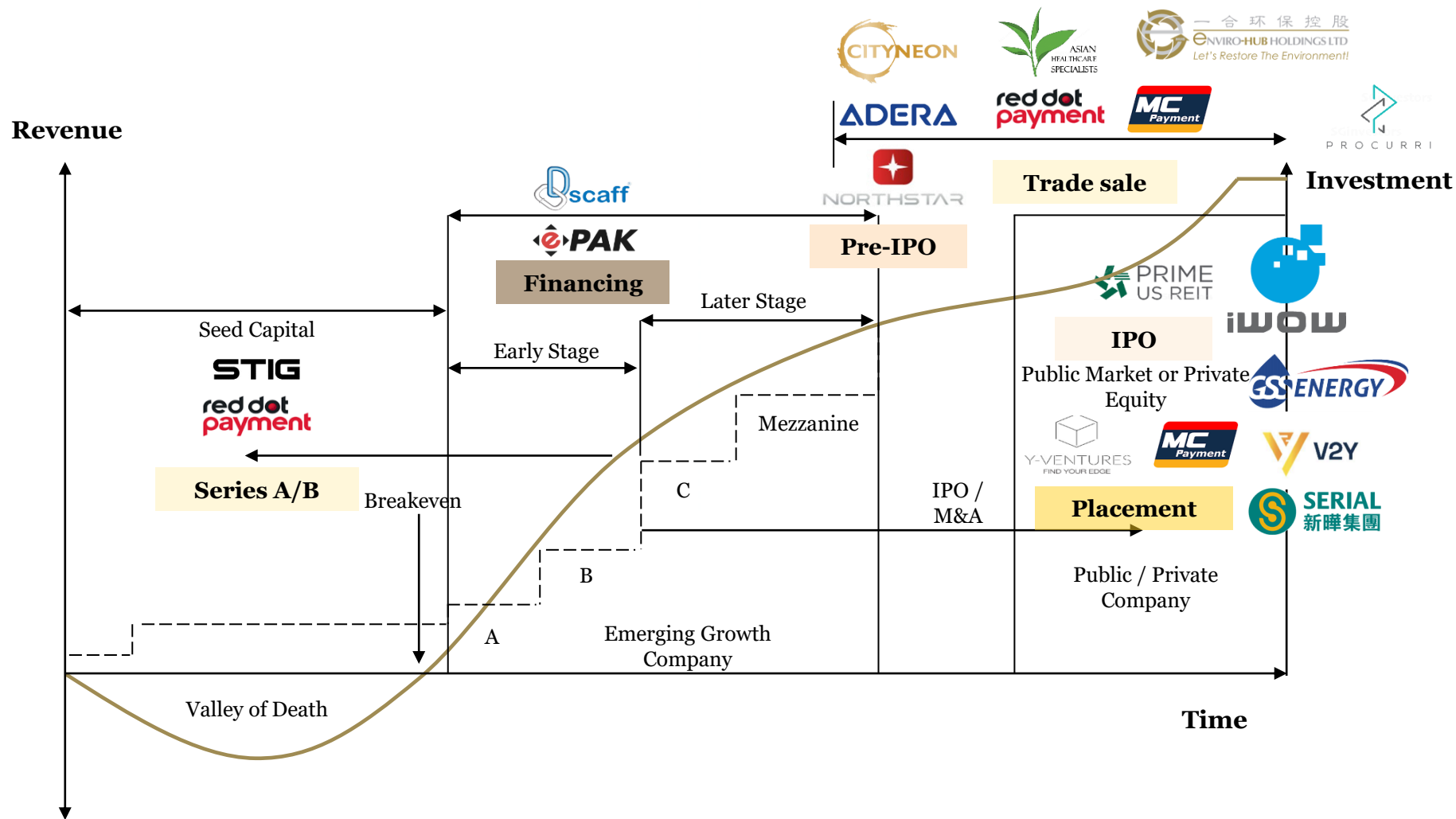


“ALL WEATHER” ADVISORY APPROACH SEEKING TO ADD AND CREATE VALUE ACROSS THE CORPORATE LIFECYCLE





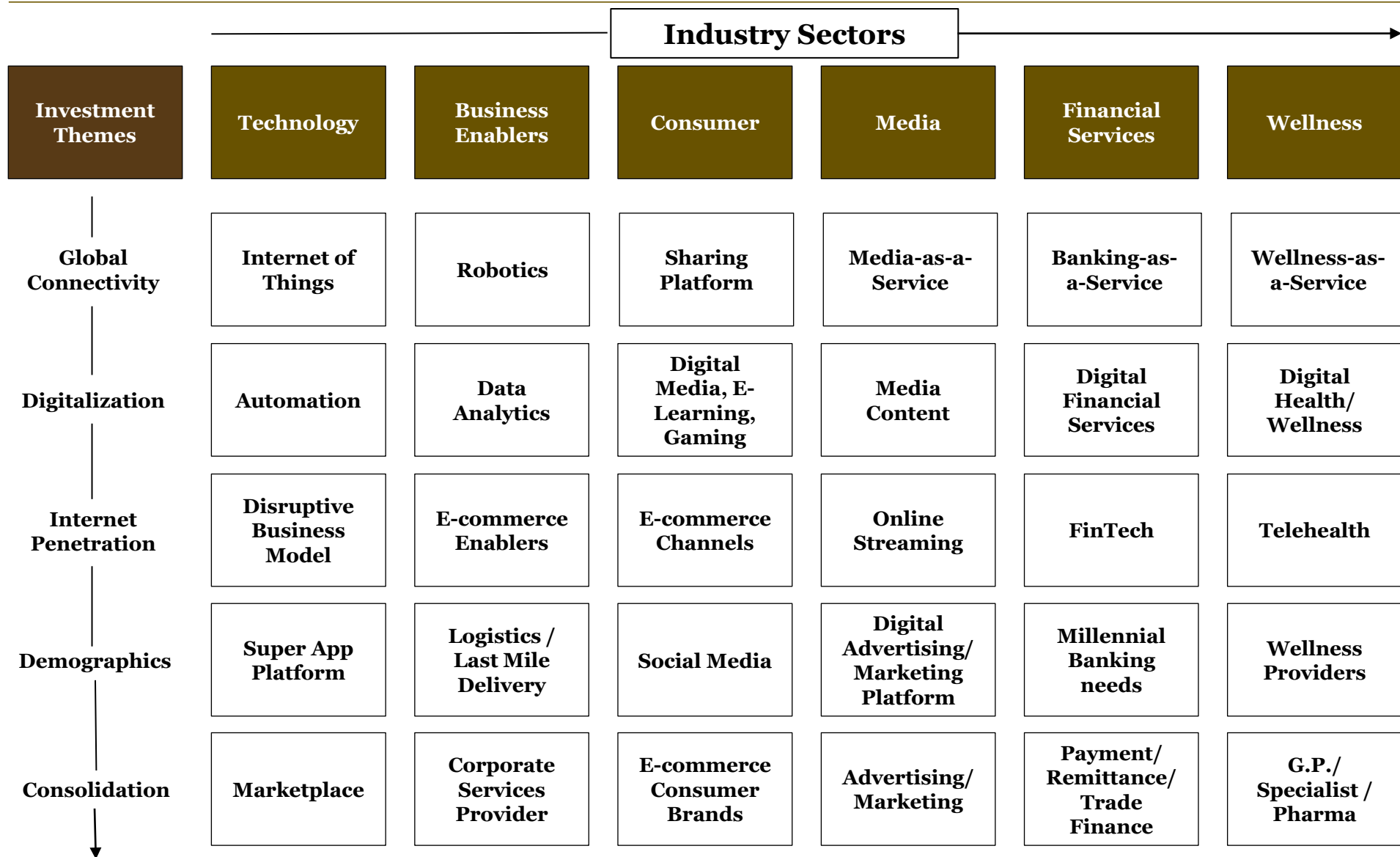
EVOLVE'S VALUE ADD ACROSS THE CORPORATE CYCLE



Evolve Capital Advisory's proven track record of providing full suite of investment banking services across the life cycle of corporates



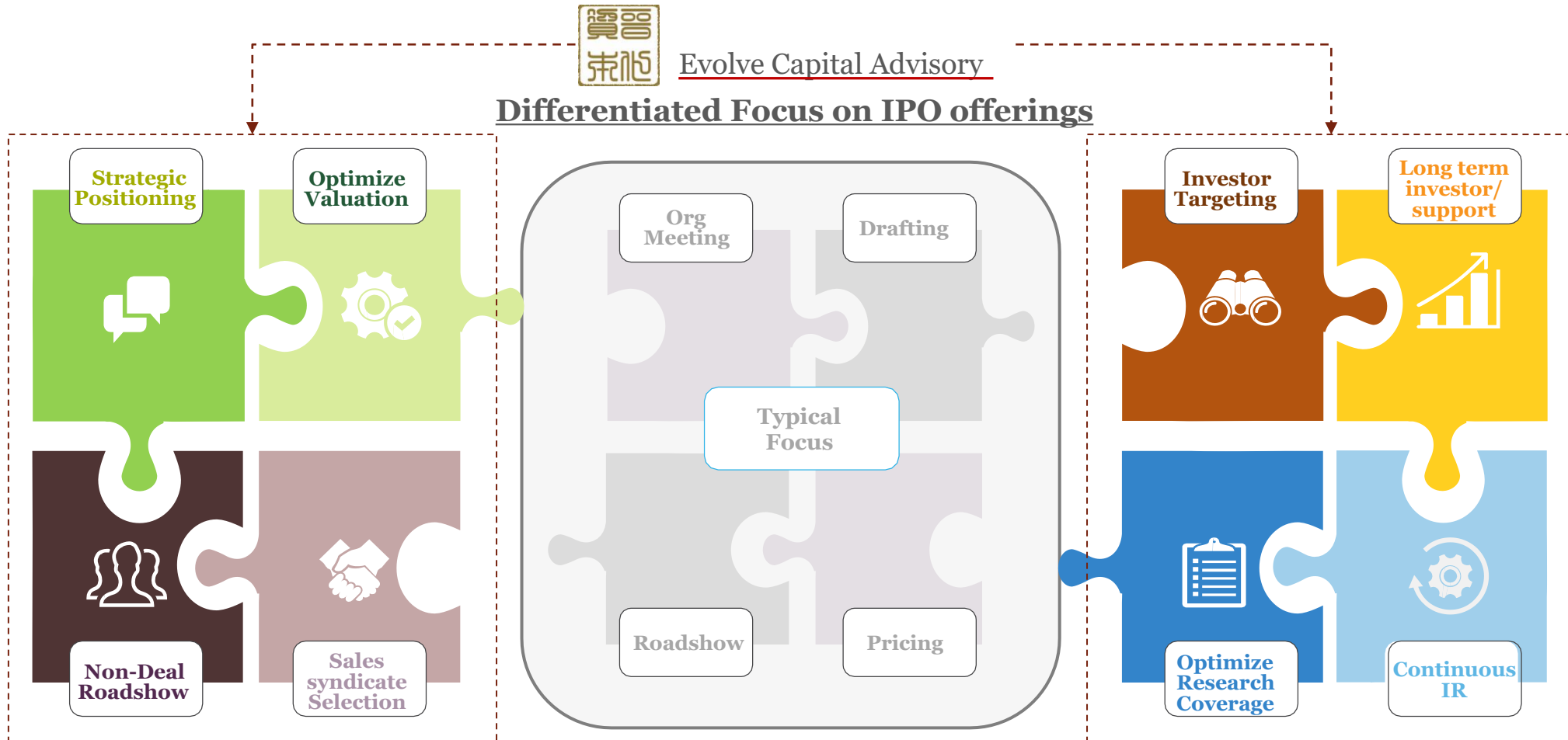
EVOLVE'S TAILWIND SECTOR FOCUS



ABILITY TO ACT AS IPO ISSUER IN SINGAPORE PROVIDES ADDITIONAL CAPITAL RAISING OPTIONS VIA PUBLIC MARKETS...



- Being an **accredited issue manager and Catalyst full sponsor**, Evolve can bring corporates to **list in SGX** on the **Mainboard or Catalyst (Growth) Board**.
- With an **extensive experience and expertise in public capital markets transactions**, **Evolve** has **adopted a differentiated approach in managing and leading IPO transactions** for clients



... WHILE CONTINUING TO PROVIDE DIFFERENTIATED, VALUE-ADDED SERVICES POST-LISTING



Evolve Capital's supporting "value-adds" post-listing

Developing Detailed Year 1 Post-IPO Marketing Strategy

Multi-pronged strategy, focusing on Non-Deal Roadshows with IPO buyers and aspirational shareholders, investor conferences, and Analyst Day

Trading & Shareholder Insights

Insights into the company's trading dynamics and shareholders, as well as periodic updates on equity capital markets

Communication Strategy for corporate actions with Public Shareholders

Advise board and management in developing approach to disclosures and communications on important corporate actions

Analyst / Investor Day Preparation

Assist in the development of the key strategic messaging and positioning points, marketing materials, presentation script and dry-run preparation

Secondary Offerings

Assist in follow-on capital offerings to fund growth and meet capital needs

On-Going Capital Structure & Advisory Advice

Advise on capital structure across debt and equity; provide ongoing corporate finance and M&A input

RECENT EVOLVE CAPITAL ADVISORY TRANSACTIONS

Extensive reach across multiple transactions

Independent Financial advisor to Procurri Corporation Limited in relation to S\$125m mandatory unconditional cash offer by DeClout Pte. Ltd.

2022

Sponsor and Issue Manager to iWOW Technology for its **S\$6.5mm** IPO Offering

2022

Financial Advisor to V2Y Corporation for its **S\$2 mm** placement

2022

Financial advisor to Enviro-hub Holdings for its **S\$47 mm** acquisition of Pastel Gloves

2021

Financial advisor to GSS Energy for its **S\$3 mm** placement

2021

Arranger to Serial System for its **S\$1.4 mm** placement

2021

Independent financial advisor to Asian Healthcare Specialists in relation to the acquisition of Cornerstone Asia Health

2021

Financial advisor to North Star Technology Group in relation to a **S\$4.5 mm** pre-IPO funding round

2021

Financial advisor to Cityneon for a **S\$15 mm** tranche of its pre-IPO capital raising

2021

Arranger to MC Payment for its **S\$4 mm** placement

2021

Financial advisor to Mobile Credit Payment in its Reverse Takeover listing via **S\$83 mm** acquisition by Artivision Technologies

2021

Co-arranger representing Grab in a **US\$200 mm** funding round involving STIC

2020

Evolve Capital Advisory applies out-of-the-box thinking; delivering tailored, creative corporate finance solutions to a variety of clients across geographies and industries



RECENT EVOLVE CAPITAL ADVISORY TRANSACTIONS (“CONT’D”)

Extensive reach across multiple transactions

Financial advisor to Adera in its **S\$2 mm** private capital raise

2019

Y-VENTURES
FIND YOUR EDGE

Advised Y Ventures in its strategic review

2019

URBAN
commons

Co-arranger to Urban Commons in its issue of a **US\$5 mm** mezzanine loan

2019

PRIME
US REIT

Sub placement agent to Prime US REIT in relation to a **US\$20 mm** placement

2019

Y-VENTURES
FIND YOUR EDGE

Financial advisor to Y Ventures in relation to a **S\$2 mm** placement

2019

red dot
payment PayU

Financial advisor to Red Dot Payment in its **US\$65 mm** sale of majority stake to PayU

2019

STIG

Financial advisor to Stig for its sale of minority stake for **US\$13 mm**

2019

red dot
payment

Buy-side advisor to Red Dot Payment for its acquisition of a digital wallet company

2018

red dot
payment

Buy-side advisor to Red Dot Payment for its acquisition of an e-purchase company

2018

One Equity Partners ePAK

Arranger representing One Equity Partners in a **US\$26 mm** acquisition of ePak

2018

Dscuff

Financial advisor to Dscuff for the raising of growth capital

2018

red dot
payment

in its **US\$5 mm** Series B capital raising round

2018

Evolve Capital Advisory applies out-of-the-box thinking; delivering tailored, creative corporate finance solutions to a variety of clients across geographies and industries



EXTENSIVE IPO AND CAPITAL MARKETS DEAL EXPERIENCE

Evolve Capital's senior management has extensive experience in over S\$5bn worth of IPO transactions, both Singapore and regionally

Management selected IPO/Cap market experience

- S\$6.5 million IPO of iWOW Technology, a IoT wireless Singapore technology company (SGX)
- S\$2.8 billion IPO of CapitaMalls Asia (SGX)
- Dual listing (by introduction) in Hong Kong of CapitaMalls Asia (SGX and HKSE)
- S\$1.35 billion IPO of Asia Pay Television Trust (SGX)
- US\$622 million IPO of Robinson Retail Holdings (Philippines)
- S\$338 million IPO of Sri Trang Agro (SGX)
- S\$333 million IPO of First Ship Lease Trust (SGX)
- S\$129 million IPO of Hyflux Water Trust (SGX)
- US\$62 million IPO of PT Express Transindo Utama Tbk (Indonesia)
- S\$57 million IPO of Linc Energy (SGX)

Selected SGX IPO ongoing mandates

- IPO of a media/content platform provider
- IPO of a social commerce platform
- RTO of a battery technology provider
- IPO of a health-tech and healthcare solution provider

Evolve Capital Advisory have a strong focus in bringing Growth Enterprises, especially those with a new economy focus/angle

EVOLVE CAPITAL ADVISORY'S SPONSORED ISSUERS

Sponsored Issuers



iWOW Technology Limited

IoT Technology Company

Current



Sinjia Land Limited

Investment Holding Company

Current



Jubilee Industries Holdings Limited

Manufacturer of electronics and plastic moulding products

Current



GCCP Resources Limited

Crushed limestone producer

Current



OEL (Holdings) Limited

Manufacturer of medical devices and operator of childcare centres

Current

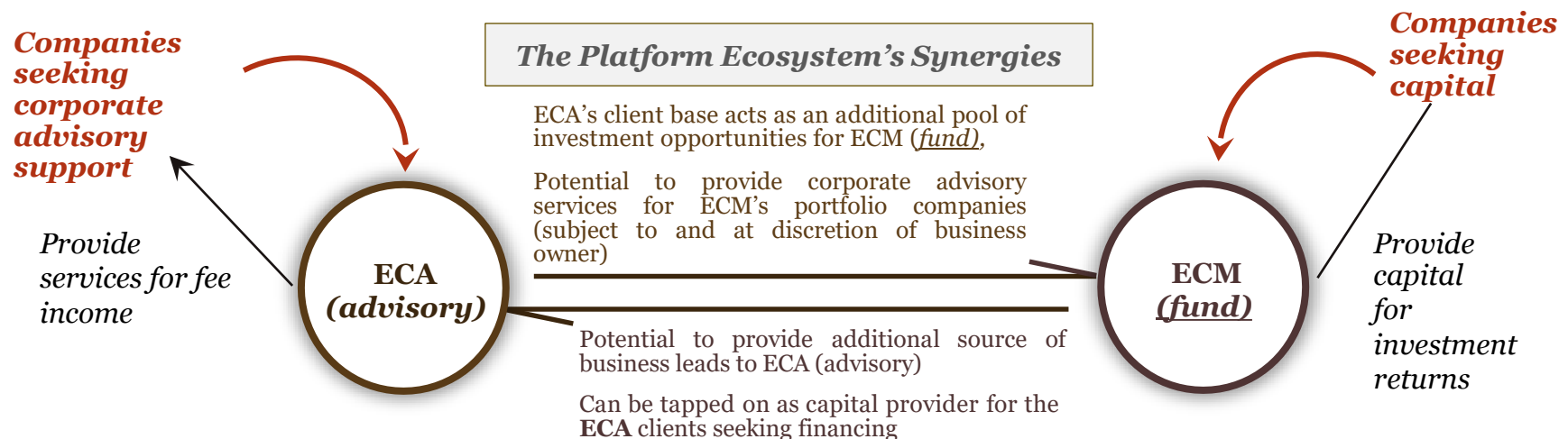
Evolve's Value Add

- Management team is equipped in both M&A/Corporate Advisory and Capital Raising expertise, thus able to guide Issuers in its growing journey
- Extensive transaction experience provides Issuers with a good advisory support on key important disclosures and announcement coverage
- Evolve will focus not just in ensuring Issuers comply with ongoing SGX listing compliance obligations but will also seek to partner with Issuers to aid in its evolving growth journey



EVOLVE CAPITAL MANAGEMENT OVERVIEW

- **Evolve Capital Management Pte Ltd (“ECM”)** is a MAS regulated fund manager, currently managing funds under our established Variable Capital Company (“VCC”), Evolve Capital Management Fund VCC
- We are a **purpose-built investment platform** to harness the synergies with **our affiliate, Evolve Capital Advisory (“ECA”)**, to address the increasing needs of high growth corporates across Southeast Asia to access both corporate finance advisory in addition to direct capital solutions
- We seek to capitalize on **high growth opportunities across South-East Asia** with **focus on sectors leveraging the new economy and digitization trends**, as well as **more broadly across the consumer value chain to capitalize on the growing disruptive dynamics** in the region where **increasing consumption** is a common theme and key driver for growth
- Our emphasis on **tangible value accretion across our ecosystem with ECA**, provides a **unique value proposition** servicing a clear gap for funding across capital structure





SELECT EVOLVE CAPITAL MANAGEMENT INVESTMENTS

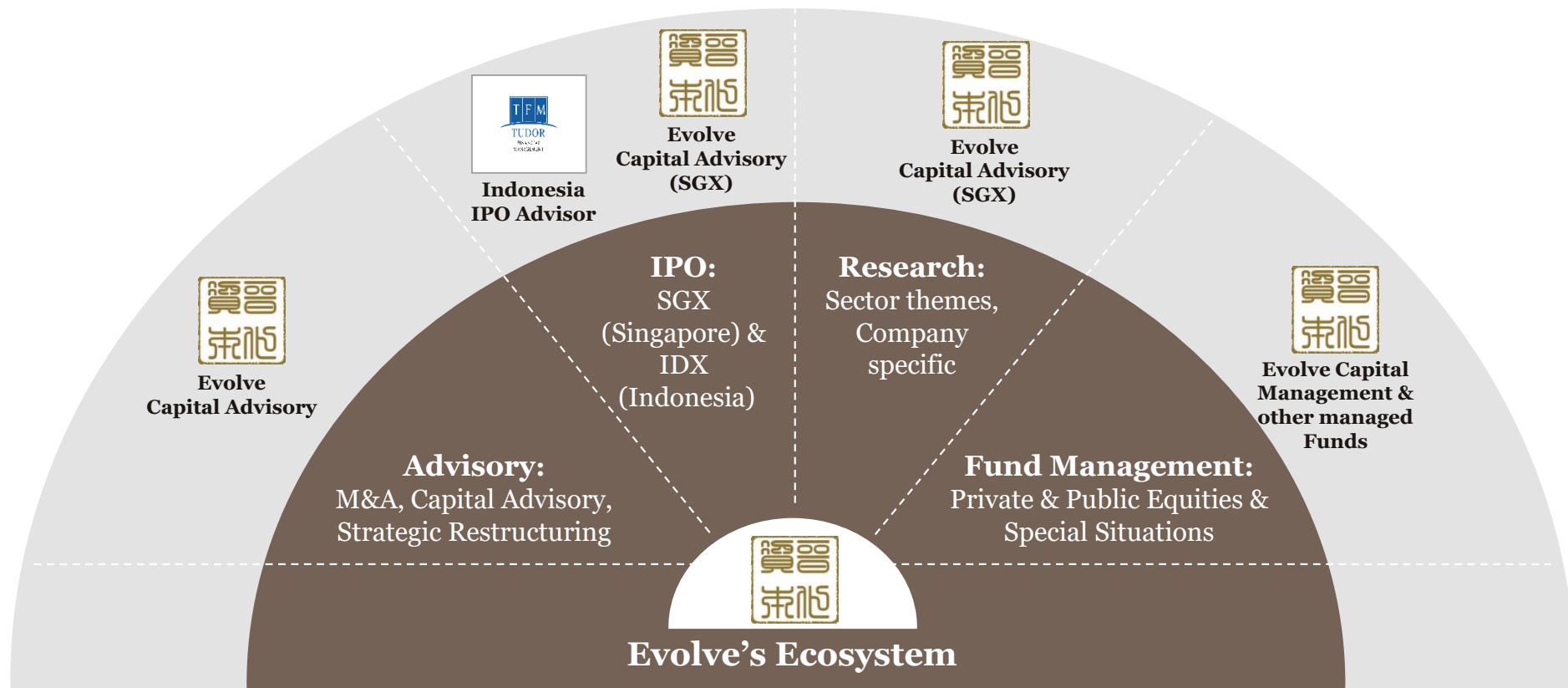
Providing growth capital to SMEs, with a strategic focus



*Beyond giving portfolio companies access to funding,
Evolve Capital Management also helps to drive the pursuit of strategic objectives
through our wide network of potential business partners*



EVOLVE CAPITAL'S ECOSYSTEM



Full suite of investment banking services supported by a deep bench of Global Advisory Panel

- **Corporate Advisory:**
Licensed Corporate Finance Advisory (Singapore)
- **Placement:**
Licensed in Dealing with Capital Market Products
- **Fund Management:**
Registered Fund Management Co. (Singapore)
- **Initial Public Offering Issuer:**
Singapore Exchange's Approved Issue Manager and Full Catalyst Sponsor
- **Research coverage:**
Licensed under the Financial Advisers Act (FAA) on issuance research reports



EVOLVE CAPITAL'S DIFFERENTIATION

Integrated model across advisory and fund management

Willingness to undertake complexity to value-add and help capture value

Ability to value-add across the cycle, utilizing extensive suite of capabilities

Proven track record and expertise

Big firm capabilities and service quality with a boutique touch



FOR ADDITIONAL INFORMATION



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- **Evolve Holdings** (“**Evolve**”) via its operating subsidiaries, Evolve Capital Advisory (“**ECA**”) and Evolve Capital Management (“**ECM**”) is a MAS-licensed corporate advisory service and Fund Management provider and an accredited issue manager and Catalist full sponsor authorized by SGX, focusing on the **Small-Medium Enterprises** (“**SMEs**”) in Southeast Asia
- **Evolve** provides services and solutions to clients in matters relating to:
 - M&A Advisory
 - Capital Advisory
 - Fund Management and Investment
- **Evolve** has a combined track record of multiple decades of experience in investment banking and corporate advisory, which include **executing some of the most high-profile transactions globally and regionally**
- In addition, **Evolve** is supported by a **Global Advisory Panel** consisting independent and accomplished veterans well-regarded in the fields of corporate finance, capital markets, investments, business development and risk management – members of the panel **have headed or are heading key business units and geographies for large international financial institutions and funds**