



NSX code: AGS

'Block Arcade'
Suite 324
Level 3, 96 Elizabeth Street,
Melbourne VIC 3000
Telephone 03 9088 2049

23 April 2024

ABN 28 611 470 010

QUARTERLY ACTIVITIES REPORT FOR THE QUARTER ENDED 31 MARCH 2024

The Directors of Agri Skylight Ltd ("**AGS**" or the "**Company**") are pleased to provide the following report for the quarter ended 31 March 2024.

The Company's major activities during the March 2024 quarter are summarised below:

Acquisition of Ferlab Sdn Bhd

The Company continued to progress finalisation of its acquisition of 49% of Ferlab Sdn Bhd. (Registration No 201601041729) ("**Ferlab**"), a business incorporated in Malaysia which conducts agricultural manufacture, processing, wholesale and retail business operations based in Malaysia. The transaction will be concluded in April 2024.

Proposed acquisition of shares in BNK Skylight Sdn Bhd

The Company is actively pursuing new business opportunities in line with its strategy and during the March quarter conducted preliminary due diligence and negotiated proposed acquisition terms for the acquisition of BNK Skylight Sdn Bhd (BNK) as announced to NSX on 23 April 2024. BNK is a company incorporated in Malaysia that is focused on birds nest harvesting and production.

The shares to be acquired are initially 85% of BNK, but this is intended to be diluted down to 51% upon BNK raising funds from other investors.

The consideration payable by AGS to the vendors is \$20,000 and 918,000 shares in AGS at an issue price of \$0.10 per share. The consideration shares will be issued subject to shareholder approval.

The vendors shall also be entitled to performance based / deferred consideration shares in AGS based on future dividends to be paid to AGS from BNK. This is calculated as the amount of dividends received by AGS from BNK divided by AGS share price x 4 for a period of 5 years from completion. For example, if 25,000 was paid in dividends in a year and AGS share price equals 10c, then the vendors would receive $\$25,000 / \$0.10 = 250,000$. Multiplied by 4 = 1,000,000 deferred consideration shares.

The acquisition is subject to the completion of satisfactory AGS due diligence on BNK, AGS obtaining any necessary NSX approvals for the transactions contemplated by the Agreement and AGS obtaining shareholder approvals required for the transactions contemplated by the Agreement.

The vendors of BNK are not related parties of the Company.

The proposed acquisition BNK is in line with the Company's focus of finding businesses and opportunities in the agriculture, fertilizer and related import/export trading industries that have revenue generating and profit-making potential. The Company's strategy is to acquire and consolidate complimentary businesses in the Asia Pacific region and eventually integrate them to become a regional agricultural supply chain and ecosystem.

Pursuing New Business Opportunities

The Company continues to actively pursue new business opportunities in line with its strategy.

Fund Raising Activities

The Company is currently in discussions with potential investors to raise additional funds to support the Company's ongoing activities. The Company expects to provide a further update on funding activities during this quarter or in the next quarterly update.

AGM

The Company will hold its Annual General Meeting on 31 May 2024 at its registered office in Melbourne. A Notice of Meeting will be lodged with NSX and sent to shareholders next week.

This announcement has been approved for release by the Board of Agri Skylight.

For further information please contact:

Justyn Stedwell
Company Secretary
Agri Skylight Ltd
T: 03 9088 2049