

iFAST CORPORATION LTD.
 Company Registration No.: 200007899C
 (Incorporated in the Republic of Singapore)

**QUESTIONS AND REPLIES AT THE EXTRAORDINARY GENERAL MEETING HELD BY
 ELECTRONIC MEANS ON MONDAY, 14 MARCH 2022 AT 10.00 A.M.**

	Questions raised by various shareholders who submitted text questions
<p>Question 1:</p> <p>Reply: (Chairman)</p>	<p>BFC Bank is not making a profit. What do iFAST management see in BFC Bank operations that give you the confidence that you can turn around a loss making bank?</p> <p>Although BFC Bank is currently not profitable, the Company has previously shared with investors the strategic benefit of having a bank within the Group's Fintech ecosystem, and how that can help drive the growth of its overall business and platform.</p> <p>The basic function of a bank is to accept cash deposits and provide loans. In order to operate a bank profitably, it is important to be able to attract deposits at a relatively low cost. Many start-up banks struggled to turn profitable because they lacked the ecosystem to operate a profitable bank. Despite having lots of clients, these start-up banks were not able to get their clients to place sufficient deposits with them and often have to incur high cost in attracting deposits.</p> <p>iFAST Corp, on the other hand, has an existing ecosystem that allows it to run a profitable bank relatively easily. As the Company operates a wealth management platform where cash is a natural component incidental to its business, it has direct experience in handling cash. Currently, the Company is managing about S\$1 billion in cash out of its S\$19 billion assets under administration ("AUA") as at end 2021. Managing cash via the cash account has been a part of the Company's overall wealth management service offering for many years, and it has been able to earn decent spread from providing such service with minimal risk. That gives the Company confidence to run the banking business profitably.</p> <p>One of the key points in evaluating a bank acquisition is that the bank should have a clean balance sheet and that there would not be any negative surprise following the acquisition. BFC Bank is a fully-licensed bank that has a clean balance sheet. Supported by the Group's overall Fintech ecosystem, we believe the bank could attract deposits, earn a decent spread on the cash, and achieve profitability by 2024. Subsequently, it could also become a driver of the Group's overall business.</p>
<p>Question 2:</p> <p>Reply: (Chairman)</p>	<p>How iFast addresses the resources changes in view of the acquisition?</p> <p>There are two key resources to consider, namely capital and people.</p> <p>The Company had addressed the capital resources to operate the BFC Bank after the Company raised S\$105 million through placement of shares in January 2022 upon signing the contract for the proposed acquisition. The dilution of 4.8% of the Company's share capital is worthwhile in achieving the strategic objective of adding a bank to the iFAST Fintech ecosystem. The cost of investment for the bank is expected to be S\$73 million which includes the injection of additional working capital into the bank.</p>

	<p>In terms of the people required to operate the bank, BFC Bank has a team of existing management and employees. The Company expects to leverage mainly on the existing team in BFC Bank. In addition, we will be tapping on the Group's existing technology resources of over 200 staff in the Information Technology ("IT") and IT-related functions to turn the bank into a digital bank and ensure that the bank makes good progress moving forward. With these key plannings in place, the Company believes it will be able to execute the overall acquisition and subsequent operation of BFC Bank well.</p>
<p>Question 3:</p> <p>Reply: (Chairman)</p> <p>Reply: (Mr Goh Chuan Yong)</p>	<p>Will this EGM potentially delay the completion of the BFC Bank acquisition? If shareholder approves, can you give brief guidance on the expected timeline when can an investor expect to open a bank account?</p> <p>There are two conditions precedent to the acquisition's completion:</p> <ul style="list-style-type: none"> (i) Shareholders' approval at the EGM; and (ii) Approval from the regulator in United Kingdom ("UK") – the Company is of the view that the UK regulatory approval should be able to come through relatively smoothly. <p>With all the above conditions met, the target completion of the acquisition is expected to be around end March 2022.</p> <p>BFC Bank is currently able to accept bank account openings, however, it is unable to accept clients' applications via online means. After the acquisition completion, iFAST will work on building the bank's system capability to enable clients to open bank accounts digitally. The Company targets to roll out the online bank account opening service in the second half of 2022.</p>
<p>Question 4:</p> <p>Reply: (Chairman)</p>	<p>Most digital banks are not profitable. How would it be different for this acquisition?</p> <p>Most digital banks are not profitable because they lacked the ecosystem to operate basic banking services at relatively low cost and often spend too much money on client acquisition. For a digital bank to turn profitable, it is important to have an ecosystem that allows the bank to attract deposits at low cost and compete well with incumbent banks.</p> <p>iFAST Corp believes it has the right business model and ecosystem to run a profitable banking business. As part of its overall wealth management service offering, iFAST Corp has been handling its clients' cash on a daily basis and makes a spread from it with minimal risk. As of end 2021, approximately S\$1 billion out of the Group's S\$19 billion AUA is in cash. Digital banking is therefore seen as a natural extension of iFAST Corp's current wealth management business, and the Company looks to expand its ability to provide cash management services on a larger scale with a full banking license in a trusted jurisdiction.</p> <p>Considering iFAST Corp's experience in handling cash supported by its business model that is able to attract cash at low cost, the Company is confident that BFC Bank will be different from most digital banks around the world.</p>

<p>Question 5:</p> <p>Reply: (Mr Goh Chuan Yong)</p> <p>Reply: (Chairman)</p>	<p>Recent events have shown how sanctions can be applied to "weaponise" the SWIFT, international payments system, and seizure of financial assets.</p> <p>What are the management's views on this development?</p> <p>And how might this affect our efforts to penetrate markets like China?</p> <p>As a member of SWIFT and direct member of Faster Payments and CHAPS, the Company has to comply with the regulatory requirements relating to sanctions and would work to ensure compliance. The Company believes that these sanctions would not affect its business in a material way and on an immediate basis.</p> <p>With regard to the situation between Russia and Ukraine, the Company does not expect that to have an impact on its business as both iFAST and the bank have no business related to Russia. Therefore, the situation does not have direct impact on the Group.</p> <p>With regard to the impact on its efforts to penetrate markets like China, the Company does not think that there would be much of an impact on an immediate basis unless the global order becomes worse. Based on the current trends, the sanctions would not affect the Company's business.</p>
<p>Question 6:</p> <p>Reply: (Chairman)</p>	<p>I have noted that you have projected that BFC is target to turn profitable in 2024. Given company's experience in China, though it is a different biz, my concern is whether this projected return to profitability will come true. Is there any learning experience that Mgt can take from China to run BFC?</p> <p>When iFAST Corp started its business in China, it was entering a new market where the business had to be built from scratch. In addition, China is a huge market that is very competitive, therefore the Group has taken a longer time to build its business in China.</p> <p>For the proposed acquisition, although the bank is located in a new market that the Group does not currently operate in, it is able to tap on the overall Fintech wealth management ecosystem which the Group has established in Singapore, Hong Kong and Malaysia to enable it to turn profitable more easily. Although banking business is new to the Company, the Company is not new to managing cash. Therefore, in terms of the time required to turn BFC Bank profitable, the Management believes that it will be different from the China business.</p>
<p>Question 7:</p> <p>Reply: (Mr Goh Chuan Yong)</p>	<p>What measures will you put in place to keep defaults at BFC low?</p> <p>BFC Bank is not in the lending business. In view thereof, the bank does not have a loan book and the Company does not expect to have negative surprises from the proposed acquisition.</p>
<p>Question 8:</p> <p>Reply: (Mr Goh Chuan Yong)</p>	<p>With your new bank licence and bigger deposit base will you be getting involved in retail lending activities for example in real estate, automobile etc?</p> <p>The Company would focus on the online bank account opening and deposit business in the initial stage. In the medium to long term, the Company would consider offering products that have greater synergy with its core wealth management business such as securities and portfolio financing before considering other types of lending products in the longer term.</p>

Question 9:	What is your target NIM - net interest margin for BFC?
Reply: (Chairman)	<p>In medium to longer term, the NIM target that the Company is looking to achieve is approximately 1% which is relatively low as compared to incumbent banks.</p> <p>There are a few considerations for the low NIM target:</p> <ul style="list-style-type: none">(i) Minimise risk: By having a business model with low NIM, the Company can minimise the risk it takes in building the banking business;(ii) Return on equity/capital: The Company believes it can achieve favourable return on equity even with a relatively low NIM as it will be operating a different business model, i.e. an asset-light business model. By adopting an asset-light model, deposits received could be kept on the bank's balance sheet or transferred to other banks which is similar to how the Company operates its current wealth management business. <p>Currently, the Company has about S\$1billion in cash out of its S\$19 billion AUA, and this cash AUA sits on the balance sheet of various banks, allowing the Company to earn NIM at low risk, while being able to adopt an asset-light business model that is a lot more scalable.</p>