
ABRIDGED PRE-LISTING STATEMENT

This abridged Pre-Listing Statement ("Abridged Pre-Listing Statement") has been prepared and issued in terms of the Listings Requirements, for the purpose of providing information with regards to the Company and is issued in respect of the Listing of all the issued Ordinary Shares of the Company as a SPAC on the Alt^x market of the JSE.

This Abridged Pre-Listing Statement is not an invitation to the public to subscribe for securities but is issued in compliance with the Listing Requirements of the JSE, for the purpose of providing information to the public with regards to the Company.

The JSE has granted the Company a Listing of all 71 017 906 Ordinary Shares of the Company as a SPAC on the Alt^x market of the JSE by way of introduction, in the "Open End and Miscellaneous Investment Vehicles" sub-sector of the FTSE Global Classification System, under the abbreviated name: "CILOCYBIN". The JSE Ordinary Share code is "CCC" with ISIN ZAE000310397 and will commence trading on the JSE with effect from the commencement of trade on Tuesday, 25 June 2024.

The information in this Abridged Pre-Listing Statement highlights selected information from the Pre-Listing Statement ("Pre-Listing Statement") issued by the Company on Tuesday, 11 June 2024. This Abridged Pre-Listing Statement is not complete. Investors should read the Pre-Listing Statement carefully in its entirety. See Paragraph 6 below for instructions on how to access a printed or electronic copy of the Pre-Listing Statement.

The Listing on the Alt^x is not subject to any conditions. The JSE Alt^x minimum issued capital requirement for Cilo Cybin to list as a SPAC is R50 million and the Public Shareholder Spread Requirements for a Listing is 10% of the issued share capital of Cilo Cybin. Cilo Cybin meets both requirements as at the Last Practical Date.

Capitalised terms used in this announcement have the meaning ascribed to them in the Pre-Listing Statement.

1. INTRODUCTION

The Company was incorporated by the Founder, Gabriel Theron, for the purpose of being listed on the JSE as a SPAC to pursue acquisitions of, and investments in, commercial enterprises operating in the Biotech, Biohacking or Pharmaceutical sector that will enable it to develop and expand methodologies by utilising Artificial Intelligence (AI) and expertise of medical specialists to deliver holistic and individualised solutions to customers to better their health, performance and increase their longevity.

If the Company does not Complete an acquisition of Viable Assets within 36 months (or such longer period as the JSE may permit), the Company will, by way of a voluntary liquidation, return the money then held by, or on behalf of, the Company less the aggregate of all amounts payable by, or on behalf of, the Company, including, without limitation, Permissible Operating Expenses, Redemption Price payments and any amounts payable by, or on behalf of, the Company to implement the liquidation. Funds raised by a SPAC must be held in escrow until an acquisition of Viable Assets is approved by shareholders.

2. ALPS AND DR THAM INVESTMENT

In terms of the Alps & Dr Tham Subscription Agreement, ALPS and Dr Tham (the ALPS founder and CEO) each subscribed for 28 762 252 Ordinary Shares in the Company, each constituting a 40.5% shareholding, respectively, and an aggregate subscription consideration of USD3 million.

ALPS Group of companies (www.alps-holdings.com), is a fully- integrated biotechnology research, medical and wellness company operating in Kuala Lumpur, Malaysia since 2017.

ALPS is a fully integrated platform consisting of biotechnology research, medical and wellness establishments dealing with Predictive, Precision & Preventive Health Management expertise. ALPS have the leading-edge technology and the necessary expertise (technological resources, team of scientists, researchers, and equipment), all in place, all cutting edge and advancing with momentum.

The substantial synergies between ALPS and Cilo Cybin are underscored by their mutual focus on the cultivation, production, and processing of personalised, precise, and preventative medicine including patented drugs within the medicinal cannabis as well as psychedelic products sectors, thereby reflecting a common interest in these expanding sectors.

On 31 January 2024, ALPS and Globalink Investment Inc ("Globalink"), a Nasdaq publicly traded special purpose acquisition company announced that they have entered into a definitive merger agreement. The transaction valued

ALPS at an enterprise value of USD1.6 billion. Following completion of the transaction contemplated by the Merger Agreement, the combined company will be named "Alps Life Science Inc." and is expected to be listed on Nasdaq.

3. ACQUISITION CRITERIA

The Viable Assets, which will be acquired and managed by the Company following their acquisition, may include direct or indirect investments in projects and/or businesses whose purpose is to cultivate, manufacture, analyse, distribute, or retail in any of the pharmaceutical, biotech or biohacking industries, and in respect of which the Board has identified an opportunity to enhance the combined offering of complete service and product offering of the Company with the goal to improve profitability, thereby maximising Shareholder return.

Viable Assets that the Company intends to acquire, will be selected on the basis that, in line with the investment policy and guidelines set out above, the following criteria are met:

- the assets satisfy any of the "Pharmaceutical" and/or "Biotech" and/or "Biohacking" investment criterion;
- the assets are globally positioned; and
- the assets have the potential to be cash-generative or improve the service offering of the Company to increase the Company's value.

As at the Last Practicable Date, the Company had not entered into any formal and binding acquisition agreements to acquire any Viable Assets as required in terms of paragraph 4.34(a) of the JSE Listings Requirements. The acquisition of Viable Assets is subject to approval by the majority of disinterested directors and the majority of security holders at a general meeting.

Shareholders were granted Redemption Rights as set out in more detail in the Pre-Listing Statement.

4. BOARD OF DIRECTORS

Names, ages, nationalities, and designations are set out in the table below.

Director	Designation	Business address
Gabriel Theron (43) * <i>BCom Informatica and internal audit (Hons)</i>	Chief Executive Officer Founder	7 Sterling Street, The Point Office Park, Unit C1, Samrand, 0157
HB Aucamp (74) * <i>B Compt (Honn)</i>	Chief Financial Officer	7 Sterling Street, The Point Office Park, Unit C1, Samrand, 0157
Dr Seng Kong Tham (55) ** <i>Bachelor of medicine, Doctor of Medicine (oncology) and Doctor of Philosophy of medicine</i>	Non-executive Chairman	Unit E-18-01 & E-18-02 Icon Tower (East Wing) No.1 Jalan 1/68F Off Jalan Tun Razak 50400 Kuala Lumpur Malaysia
Sakekile Baduza (45) * <i>CA(SA), MCom</i>	Lead Independent Non-Executive Director	30 A, 7th Avenue, Melville, Johannesburg, 2092
Jessica Moodley Theron (42) * <i>Bachelor of Commerce - Business</i>	Non-executive director	7 Sterling Street, The Point Office Park, Unit C1, Samrand, 0157
Yoke Ling Chew (53) ** <i>Sales and marketing executive</i>	Non-executive director	Unit E-18-01 & E-18-02 Icon Tower (East Wing) No.1 Jalan 1/68F Off Jalan Tun Razak 50400 Kuala Lumpur Malaysia
Mohd Razef Bin Abdullah (74) ** <i>Bachelor of Business</i>	Independent non-executive director	32, Jalan PJU 8/12B Rafflesia Damansara Perdana 47820 Petaling Jaya Selangor Malaysia
Lisa Teoh (54) ** <i>Master of Engineering Science</i>	Non-executive director	Unit E-18-01 & E-18-02 Icon Tower (East Wing) No.1 Jalan 1/68F Off Jalan Tun Razak 50400 Kuala Lumpur Malaysia
Wei Sim Low (29) ** <i>Bachelor of Science</i>	Independent non-executive director	32, Jalan PJU 8/12B Rafflesia Damansara Perdana 47820 Petaling Jaya Selangor Malaysia

Nationality: * South African, ** Malaysian

5. DATES AND TIMES FOR LISTING

	2024
Proposed date of Listing (09h00)	Tuesday, 25 June

6. COPIES OF THE PRE-LISTING STATEMENT

The Pre-Listing Statement is only available in English. Copies of the Pre-Listing Statement may be viewed on the Company's website (<http://cilocybin.com/holdings>) or obtained at the registered office of the Company (7 Sterling Street, Samrand, 0157) and the Designated Advisor (7 Sun Place Sharonlea, 2158), during office hours.

By order of the Board
Centurion
12 June 2024

Independent Designated Advisor

Exchange Sponsors (2008) Proprietary Limited

Designated Advisor

DEA-RU Proprietary Limited

Promoter

Van Huyssteen & Shyan Capital Services SDN. BHD.

Attorneys to the Company

Werksmans Incorporated

Escrow Agent

First Rand Bank Limited

Transfer Secretaries

JSE Investor Services Proprietary Limited

Auditors and Reporting Accountants

Nexia SAB&T

Communications Advisor

MH Universe Proprietary Limited

Company Secretary

Vosloo Styger and Associates Proprietary Limited