SECOND CHANCE PROPERTIES LTD
(Incorporated in the Republic of Singapore)
(UEN 198103193M)

VOLUNTARY UNCONDITIONAL GENERAL OFFER

– EXERCISE OF RIGHT OF COMPULSORY ACQUISITION

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1. INTRODUCTION

The Board of Directors (the "**Board**") of Second Chance Properties Ltd (the "**Company**") refers to:

(a) the announcement dated 10 July 2024 (the "**Offer Announcement**") made by CIMB Bank Berhad, Singapore Branch ("**CIMB**") for and on behalf of Final Chance Holdings Pte. Ltd. (the "**Offeror**") in relation to the voluntary unconditional cash offer for all the issued and paid-up ordinary shares in the capital of the Company (the "**Offer**");

(b) the announcement dated 10 July 2024 made by the Company in response to the Offer Announcement;

(c) the announcement dated 17 July 2024 made by the Company on the appointment of ZICO Capital Pte. Ltd. as the independent financial adviser (the "**IFA**");

(d) the announcement dated 29 July 2024 made by CIMB for and on behalf of the Offeror, in relation to the despatch of the formal offer document dated 29 July 2024 (the "**Offer Document**") containing, *inter alia*, the terms and conditions the Offer, together with the accompanying relevant acceptance forms for the Offer;

(e) the announcement dated 6 August 2024 made by CIMB for and on behalf of the Offeror, in relation to the dealings in shares, the level of acceptances and the loss of free float ("**Offeror Loss of Free Float Announcement**");

(f) the announcement dated 6 August 2024 made by the Company in relation to the loss of free float ("**Loss of Free Float Announcement**");

(g) offeree circular issued on 12 August 2024 by the Company in connection with the Offer in accordance with the Code (the "**Offeree Circular**")

(h) the notice to Shareholders dated 12 August 2024 issued by the Company in connection with the electronic dissemination of the Offeree Circular containing, *inter alia*, the website addresses and instructions for the electronic access and retrieval of the Offeree Circular (the "**Notice**");

(i) the announcement dated 12 August 2024 made by the Company relating to the despatch of the Notice;

(j) the announcement dated 23 August 2024 made by CIMB for and on behalf of the Offeror in relation to *inter alia* the extension of the closing date of the Offer to 9 September 2024 and the level of acceptances of the Offer as at 6.00 p.m. (Singapore time) on 23 August 2024 (the "**First Extension of Closing Date Announcement**");

(k) the announcement dated 6 September 2024 made by CIMB for and on behalf of the Offeror in relation to *inter alia* the extension of the closing date of the Offer and the final closing date of the Offer being 27 September 2024 (the "**Final Extension of Closing Date Announcement**");

(l) the announcement dated 12 September 2024 made by CIMB for and on behalf of the Offeror in relation to *inter alia* the Offeror's entitlement and intention to compulsorily acquire all the Offer Shares held by Dissenting Shareholders pursuant to Section 215(1) of the Companies Act 1967 of Singapore ("**Companies Act**") on the same terms as those under the Offer (the "**Compulsory Acquisition Announcement**");

(m) the announcement dated 13 September 2024 made by the Company in relation to the Offeror's entitlement and intention to compulsorily acquire all the Offer Shares held by Dissenting Shareholders pursuant to Section 215(1) of the Companies Act;

(n) the announcement dated 25 September 2024 made by CIMB for and on behalf of the Offeror relating to, *inter alia*, the despatch of documents relating to the compulsory acquisition of Shares in the Company (the "**Despatch of CA Notices Announcement**");

(o) the announcement dated 26 September 2024 made by the Company in relation to the receipt of approval from the SGX-ST for the delisting of the Company upon completion of the Compulsory Acquisition by the Offeror and grant of waiver from compliance with Rules 705(1), 706A and 748 of the Listing Manual;

(p) the announcement dated 27 September 2024 made by CIMB for and on behalf of the Offeror relating to, *inter alia*, the close of the Offer and the level of acceptances (the "**Close of Offer Announcement**");

(q) the announcement dated 27 September 2024 made by the Company in relation to the close of the Offer; and

(r) announcement dated 4 November 2024 made by CIMB for and on behalf of the Offeror relating to the Offeror's exercise of its right of Compulsory Acquisition (the "**Exercise of CA Announcement**"),

(collectively, the "**Previous Announcements**").

Unless other defined, all capitalised terms used in this announcement shall have the meanings ascribed to them in the Previous Announcements.

2. OFFEROR'S EXERCISE OF RIGHT OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT 1967

2.1. The Board wishes to announce that, as stated in the Exercise of CA Announcement, the Offeror has exercised its right of compulsory acquisition under Section 215(1) of the Companies Act to compulsorily acquire, at the Offer Price of S$0.30 in cash for each Share, all of the Shares of the Dissenting Shareholders (the "**Compulsory Acquisition Exercise**").

2.2. Following the completion of the Compulsory Acquisition Exercise, the Company will become a wholly-owned subsidiary of the Offeror and will be delisted from the Mainboard of the SGX-ST. The date and time of the delisting of the Company will be announced by the Company in due course.

3. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement (excluding those relating to the Offer, the Offeror and parties acting in concert with it) are fair and accurate, and that no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading, and they jointly and severally accept full responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source (including, without limitation, the Offer

Announcement, the Offer Document and any other announcements made by or on behalf of the Offeror), the sole responsibility of the Directors has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Dr. Ahmad Bin Mohamed Magad
Independent Non-Executive Chairman

4 November 2024