



NEO GROUP LIMITED
(the “**Company**”)
Company Registration No. 201207080G
(Incorporated in the Republic of Singapore)

VOLUNTARY CONDITIONAL CASH OFFER FOR NEO GROUP LIMITED

DESPATCH OF OFFER DOCUMENT

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Neo Group Limited (the “**Company**”) refers to:

- (a) the announcement dated 30 March 2021 made by United Overseas Bank Limited (“**UOB**”), for and on behalf of Forestt Investment Pte. Ltd. (the “**Offeror**”), in relation to a voluntary conditional cash offer (“**Offer**”) for all the issued ordinary shares (the “**Shares**”) in the capital of the Company in accordance with Rule 15 of The Singapore Code on Take-overs and Mergers (the “**Offer Announcement**”);
- (b) the announcement dated 30 March 2021 made by the Company informing shareholders of the Company (“**Shareholders**”) of the Offer; and
- (c) the announcement dated 8 April 2021 made by the Company informing Shareholders of the appointment of Provenance Capital Pte. Ltd. as the independent financial adviser (“**IFA**”) to advise the directors of the Company who are considered independent for the purposes of the Offer (“**Independent Directors**”),

(collectively referred to as the “**Announcements**”).

All capitalised terms not defined herein shall have the same meanings ascribed to them in the Announcements.

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2. DESPATCH OF OFFER DOCUMENT

The Board wishes to inform Shareholders that UOB has announced today, for and on behalf of the Offeror, that the offer document dated 13 April 2021 (the “**Offer Document**”) setting out the terms and conditions of the Offer and enclosing the appropriate form(s) of acceptance of the Offer has been despatched to Shareholders on 13 April 2021.

The Offer is subject to the terms and conditions set out in the Offer Document. An electronic copy of the Offer Document is available on the website of the Singapore Exchange Securities Trading Limited at www.sgx.com.

3. OFFEREE CIRCULAR

The Offeree Circular containing, *inter alia*, the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors in relation to the Offer will be sent to Shareholders within 14 days from the date of despatch of the Offer Document i.e. no later than 27 April 2021.

The Company will make an announcement to inform Shareholders of the despatch of the Offeree Circular in due course.

In the meantime, Shareholders are advised to exercise caution when dealing in their Shares and to refrain from taking any action in respect of their Shares which may be prejudicial to their interests, until they or their advisers have considered the information and the recommendations of the Independent Directors as well as the advice of the IFA, which will be set out in the Offeree Circular to be issued by the Company in due course. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

4. DIRECTORS RESPONSIBILITY STATEMENT

The Directors (including those who have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement 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 the Offeror (including, without limitation, the Offer Document and announcements made by or on behalf of the Offeror), the sole responsibility of the Directors has been to ensure that, through reasonable enquiries, such information has been accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Yeo Kok Tong
Lead Independent Director
Neo Group Limited

13 April 2021

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "Sponsor"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("SGX-ST"), Listing Manual Section B: Rules of Catalyst.

This announcement has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr. Jason Chian, Head, Corporate Finance, CIMB Bank Berhad, Singapore Branch, at 50 Raffles Place #09-01 Singapore Land Tower Singapore 048623, telephone: +65 6337 5115.

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