

UMS INTEGRATION LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 200100340R)

ACQUISITION OF 30% OF THE ISSUED AND PAID-UP SHARES IN STARKE SINGAPORE PTE. LTD.

1. Introduction

The Board of Directors (the “**Board**”) of UMS Integration Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 29 March 2018 and 13 August 2018 in relation to, *inter alia*, the proposed acquisition of 70% of the issued and paid up share capital of Starke Singapore Pte. Ltd. (“**Starke**”) and its completion (the “**Previous Announcements**”).

Subsequent to the Previous Announcements, the Board wishes to announce that the Company has entered into a sale and purchase agreement dated 2 March 2026 (the “**Agreement**”) with Mr Luan Kian Tiong (“**LKT**”) and Ms Yue Chee San (collectively, the “**Vendors**”), and Starke, in respect of the acquisition of 150,000 ordinary shares in the share capital of Starke (the “**Sale Shares**”), representing the remaining 30% of the issued and paid up share capital of Starke (the “**Acquisition**”). In connection with the Acquisition, the Parties have agreed that LKT shall cease to be the managing director of Starke with effect from 28 February 2026.

Following completion of the Acquisition, Starke would become a wholly owned subsidiary of the Company.

The Acquisition constitutes a non-discloseable transaction under Chapter 10 of the Listing Manual of Singapore Exchange Securities Trading Limited.

2. Information relating to the Acquisition

Information on Starke

Starke is a company incorporated in Singapore principally involved in the supply of aluminum alloy products and its products are mainly sold to the precision engineering industries. Starke is a supplier of aluminum alloy products of the Group.

Rationale for the Acquisition

The Company wishes to undertake the Acquisition to streamline the business operations of Starke with the Group and to better manage the overhead costs of Starke. Accordingly, the Board believes that the Acquisition is in the interest of the Group and the Company’s shareholders.

3. Consideration for the Acquisition

Pursuant to the Agreement, the aggregate consideration for the sale and purchase of the Sale Shares shall be **S\$8,219,782** (the “**Consideration**”), being the net book value of the Sale Shares based on the unaudited management accounts of Starke as at 31 August 2025. The Consideration shall be paid to the Vendors on the completion date of the Acquisition, being 2 March 2026 or the date falling three (3) business days after the last of the conditions precedent as set out in the Agreement has been fulfilled or waived, whichever is earlier. The parties have further agreed that the long stop date of the Agreement shall be 3 March 2026.

In addition, the Parties have agreed that in the event that there is any subsequent adjustment to the unaudited management accounts of Starke as at 31 August 2025, resulting in a decrease or an increase in the net book value of the Sale Shares as at 31 August 2025 based on the audited financial statements of Starke following the audit on Starke for the financial year ended 31 December 2025, the difference of such amount shall be deducted or added (as the case may be) to the severance package of LKT in connection with his cessation.

That being said, based on Starke's audited management accounts as at 31 December 2025, no such deduction or addition is required.

The Consideration was agreed between the Purchaser and the Vendors after arm's length negotiations and was based on a willing-buyer willing-seller basis, after taking into account the financial performance, business prospects and net tangible assets of Starke.

The Acquisition will be funded by the Group's internal resources and/or external bank borrowings. In addition, based on the Group's latest announced consolidated financial statements, the Acquisition is not expected to have a material impact on the net tangible assets or earnings per share of the Company for the financial year ending 31 December 2026.

4. Value of the Sale Shares

There is no open market value for the Sale Shares as they are not publicly traded. Based on Starke's audited management accounts as at 31 December 2025, the net profit attributable to the Sale Shares is approximately S\$985,450 and the net tangible asset value of the Sale Shares is approximately S\$57.10 per share. No independent valuation of Starke was available as at the date of the Agreement.

5. Completion of the Acquisition

With that said, the Board wishes to announce that the Acquisition has been completed as of 2 March 2026 after all the conditions precedent set out in the Agreement have been fulfilled. Accordingly, Starke has become a wholly owned subsidiary of the Company.

6. Interest of Directors and Substantial Shareholders

The Company's Independent Director, Ms Xie Xingbei, Pearlyn, is a partner in Shook Lin & Bok LLP, which is the law firm advising on this transaction. The partner-in-charge for the transaction is Ms Gwendolyn Gn from Shook Lin & Bok LLP.

Save as disclosed above, none of the Directors and substantial Shareholders of the Company has any interest, direct or indirect, in the Acquisition, other than through their respective shareholdings (if any) in the Company.

7. Documents Available for Inspection

A copy of the Agreement may be inspected at the registered office of the Company located at 23 Changi north Crescent, Singapore 499616 during normal business hours for three (3) months from the date of this announcement.

8. Directors Responsibility Statement

The directors of the Company collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Acquisition, the Company and the Group, and the directors of the Company are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

9. Cautionary Statement

Shareholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders and potential investors of the Company are advised to refrain from taking any action with respect to their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. Shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

By Order of the Board

Luong Andy
Chief Executive Officer
2 March 2026