

**KOUFU GROUP LIMITED**  
(Company Registration No. 201732833D)  
(Incorporated in Singapore)

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**VOLUNTARY CONDITIONAL CASH OFFER (“OFFER”) BY UNITED OVERSEAS BANK LIMITED (“UOB”) FOR AND ON BEHALF OF DOMINUS CAPITAL PTE. LTD. (“OFFEROR”) FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF KOUFU GROUP LIMITED OTHER THAN THOSE ALREADY HELD BY THE OFFEROR AS AT THE DATE OF THE OFFER**

**NOTIFICATION TO SHAREHOLDERS REGARDING ELECTRONIC DISSEMINATION  
OF THE OFFEREE CIRCULAR**

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**Board of Directors:**

Mr. Pang Lim (Executive Chairman and Chief Executive Officer)  
Mdm. Ng Hoon Tien (Executive Director)  
Dr. Yu Lai Boon (Lead Independent Director)  
Mr. Tan Huay Lim (Independent Director)  
Mr. Hoon Tai Meng (Independent Director)

**Registered Office**

1 Woodlands Height  
#07-01 Koufu Group HQ  
Singapore 737859

26 January 2022

To: The Shareholders of Koufu Group Limited (“**Shareholders**”)

Dear Sir/Madam

**NOTIFICATION TO SHAREHOLDERS REGARDING ELECTRONIC DISSEMINATION OF THE  
OFFEREE CIRCULAR (“NOTIFICATION”)**

**1. INTRODUCTION**

The board of directors (“**Board**”) of Koufu Group Limited (“**Company**”) refers to:

- (a) the announcement dated 29 December 2021 (“**Offer Announcement**”) made by UOB for and on behalf of the Offeror, in relation to the Offer for all the issued and paid-up ordinary shares in the capital of the Company, other than those already held by the Offeror as at the date of the Offer, in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers (“**Code**”);
- (b) the announcement dated 29 December 2021 made by the Company in response to the Offer Announcement;
- (c) the announcement dated 7 January 2022 made by the Company in relation to, *inter alia*, the appointment of CIMB Bank Berhad, Singapore Branch as the independent financial adviser (“**IFA**”) to advise the directors of the Company (“**Directors**”) who are considered independent for the purposes of the Offer (“**Independent Directors**”);
- (d) the offer document dated 12 January 2022 in connection with the Offer (“**Offer Document**”) issued by UOB for and on behalf of the Offeror in accordance with Rule 15 of the Code published on the SGXNET on 12 January 2022; and

- (e) the offeree circular in connection with the Offer dated 26 January 2022 issued by the Board to Shareholders containing, *inter alia*, the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors in respect of the Offer, in accordance with Rules 22.2 and 24 of the Code (“**Offeree Circular**”) published on the SGXNET on 26 January 2022.

## 2. ELECTRONIC DISSEMINATION OF THE OFFEREE CIRCULAR

- 2.1 **The Board would like to inform Shareholders that the Company has today issued the Offeree Circular. Pursuant to the Public Statement on the “Further Extension of Temporary Measure to Allow for Electronic Dissemination of Rights Issue and Take-Over Documents” issued by the Securities Industry Council on 29 June 2021, the Company has opted to electronically disseminate the Offeree Circular. Accordingly, please note that no printed copies of the Offeree Circular will be despatched to Shareholders.**
- 2.2 **The Offeree Circular requires the immediate attention of Shareholders. Shareholders should carefully read the Offer Document and the Offeree Circular and consider the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors in respect of the Offer set out in the Offeree Circular before deciding whether to accept or reject the Offer. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor, accountant, tax adviser and/or other professional advisers immediately.**
- 2.3 The electronic version of the Offeree Circular is located on the SGXNET announcement page of the Company. To access the electronic version of the Offeree Circular:

- (a) you may directly access the Company’s announcement page on the SGX-ST’s website by scanning the following QR Code:



- (b) you may also access the website of the SGX-ST at [www.sgx.com](http://www.sgx.com) and select the section “Securities”, select “Company Information” and then “Company Announcements” from the drop-down menu list and type the name of the Company: “Koufu Group Limited” in the box titled “Filter by Company/Security Name”. “Koufu Group Limited” will appear as a drop-down item below the filter box. Thereafter, please select the announcement dated 26 January 2022 titled “Electronic Dissemination of Offeree Circular”. The Offeree Circular and its related documents can be accessed by clicking on the link under the section titled “Attachments” at the bottom of the announcement.
- 2.4 The electronic version of the Offer Document and the Offeree Circular may also be accessed on the website of the Company at <http://investor.koufu.com.sg/>. Alternatively, you may directly access the page at the Company’s website by scanning the following QR code:



### **3. CLOSING DATE**

Shareholders should note that, as stated in the Offer Document, the Offer will close at **5.30 p.m. (Singapore time) on 9 February 2022** or such later date(s) as may be announced from time to time by or on behalf of the Offeror.

### **4. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors (including any who may have delegated detailed supervision of the preparation of this Notification) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notification are fair and accurate and that no material facts have been omitted from this Notification, and they jointly and severally accept full responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement and the Offer Document), 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 Notification.

**Yours faithfully**

**For and on behalf of the Board of Koufu Group Limited**

**Dr. Yu Lai Boon**

Lead Independent Director