



LIAN BENG GROUP LTD

Registration No. 199802527Z

VOLUNTARY UNCONDITIONAL CASH OFFER BY UNITED OVERSEAS BANK LIMITED FOR AND ON BEHALF OF OSC CAPITAL PTE. LTD. FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF LIAN BENG GROUP LTD OTHER THAN SHARES HELD IN TREASURY AND SHARES HELD, DIRECTLY OR INDIRECTLY, BY THE OFFEROR AS AT THE DATE OF THE OFFER

- CLOSE OF OFFER AND SUSPENSION OF TRADING

1. INTRODUCTION

The board of directors (the “**Board**” or “**Directors**”) of Lian Beng Group Ltd (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to its:

- (i) announcement dated 11 April 2023 in relation to its response to the voluntary unconditional cash offer made by UOB for and on behalf of the Offeror for all the Shares in the capital of the Company, other than Shares held in treasury and Shares held, directly or indirectly, by the Offeror as at the date of the Offer;
- (ii) announcement dated 14 April 2023 in relation to its appointment of Xandar Capital Pte. Ltd. as the IFA to advise the Independent Directors for the purpose of making a recommendation to Shareholders in respect of the Offer;
- (iii) announcement dated 28 April 2023 in relation to the despatch of the Offer Document issued by UOB for and on behalf of the Offeror;
- (iv) Offeree Circular dated 12 May 2023 in relation to, amongst other things, the advice of the IFA to the Independent Directors, and the recommendation of the Independent Directors, in respect of the Offer;
- (v) announcement dated 4 July 2023 made by UOB, for and on behalf of the Offeror, in relation to, amongst other things, the dealings disclosure, level of acceptances of the Offer, and Offeror’s intention to exercise rights of compulsory acquisition under Section 215(1) of the Companies Act (the “**Level of Acceptance Announcement**”);
- (vi) announcement dated 4 July 2023 in relation to, amongst other things, the Company no longer meeting the Free Float Requirement and the suspension of the trading of the Shares at the close of the Offer (the “**Loss of Free Float Announcement**”); and
- (vii) announcement dated 7 July 2023 made by UOB, for and on behalf of the Offeror, in relation to, amongst other things, the close of the Offer and final level of acceptances (the “**Close of Offer Announcement**”).

Unless otherwise defined herein, capitalised terms used herein shall bear the same meaning ascribed to them in the abovementioned announcements.

2. CLOSE OF OFFER

The Board wishes to inform Shareholders that, as stated in the Close of Offer Announcement, the Offer has closed at 5.30 p.m. on (Singapore time) on 7 July 2023 (the "**Final Closing Date**"). **Accordingly, the Offer is no longer open for acceptance and any acceptances received after the Final Closing Date will be rejected.**

3. FINAL LEVEL OF ACCEPTANCES AND AGGREGATE HOLDINGS

As stated in paragraph 4 of the Close of Offer Announcement, based on information available to the Offeror as at the Final Closing Date, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and the Offeror's Concert Parties, and (b) valid acceptances of the Offer, amount to an aggregate of 456,756,519 Shares, representing approximately 91.41% of the total number of issued Shares.

4. LOSS OF FREE FLOAT AND TRADING SUSPENSION

4.1 As announced by the Company in the Loss of Free Float Announcement, under Rule 723 of the Listing Manual, the Company must ensure that at least 10% of the total number of Shares (excluding any Shares held in treasury) is at all times held in public hands (the "**Free Float Requirement**"). The Company further announced in the Loss of Free Float Announcement that as the Company no longer meets the Free Float Requirement, the SGX-ST will suspend the trading of the Shares on the SGX-ST at the close of the Offer in accordance with Rule 1303(1) of the Listing Manual.

4.2 **As the Offer has closed on the Final Closing Date, the Company has accordingly requested that the SGX-ST suspends the trading of the Shares with effect from 9.00 a.m. (Singapore time) on 10 July 2023, being the market day after the Final Closing Date.**

5. COMPULSORY ACQUISITION

The Board wishes to remind the Shareholders that, as stated in the Level of Acceptance Announcement, as the total number of (a) Shares acquired by the Offeror after the despatch of the Offer Document and (b) valid acceptances of the Offer is not less than 90% of the total number of Shares as at the date of the Offer (other than those already held by the Offeror, its related corporations or their respective nominees as at the date of the Offer and excluding, for the avoidance of doubt, any Shares held in treasury), the Offeror was entitled to, and would in due course, exercise its rights of compulsory acquisition under Section 215(1) of the Companies Act to compulsorily acquire all Shares from Shareholders who have not accepted the Offer at a price equal to the Final Offer Consideration.

6. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors (including any Director who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this announcement (other than those relating to the Offeror and the Offer) 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 responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement, Offer Document, the Offer Consideration Revision Announcement, 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 is accurately extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement.

BY ORDER OF THE BOARD

Low Beng Tin BBM (L)
Independent Director
7 July 2023