



**OCEANUS GROUP LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 199805793D)

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**RESPONSES TO QUESTIONS RECEIVED FROM SHAREHOLDERS PRIOR TO THE COMPANY'S  
ANNUAL GENERAL MEETING TO BE HELD ON 30 APRIL 2025**

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The Board of Directors ("**Board**") of Oceanus Group Limited ("**Company**") refers to the notice of Annual General Meeting ("**AGM**") dated 15 April 2025.

The Board wishes to express its appreciation to shareholders who submitted questions in advance to the Company's AGM, and the responses to these questions are set below.

**Question 1:**

Is it possible not to issue new stocks? Your company's stock price is already so low.

**Response 1:**

Renewing this mandate does not signal an imminent placement; rather, it preserves the Company's ability to act swiftly on value-accretive opportunities—such as securing a strategic investor, funding high-return projects, or using shares as consideration in acquisitions—without the delay and cost of convening an extraordinary general meeting.

Any issuance would remain subject to strict safeguards: pricing can be no more than a 10 % discount to the prevailing market price, aggregate dilution is capped (only up to 20 % may be issued on a non-pro-rata basis), and material transactions would still require separate shareholder approval.

Maintaining this flexibility is especially important when market conditions are volatile and alternative financing (e.g., debt) may be more expensive or restrictive. The mandate is an industry-standard capital-management tool adopted by the vast majority of SGX Mainboard issuers and has not been utilised by the Company in the past years. The Board will only exercise it where the benefits—whether strengthening the balance sheet, accelerating growth, or enhancing strategic positioning—clearly outweigh any dilution and are in the best interests of all shareholders.

**BY ORDER OF THE BOARD**

Peter Koh Heng Kang, <sup>PBM</sup>  
Executive Director and Chief Executive Officer  
24 April 2025