OCTOPUS (APAC) HOLDINGS LIMITED

(formerly known as GS Holdings Limited)
(Company Registration No. 201427862D)
(Incorporated in the Republic of Singapore)

APPLICATION FOR AN EXTENSION OF TIME TO COMPLY WITH RULES 707(1), 707(2) AND 711A OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED (THE "SGX-ST") LISTING MANUAL (SECTION B: RULES OF CATALIST) (THE "CATALIST RULES")

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1. Introduction

1.1. The board of directors (the "**Board**") of Octopus (APAC) Holdings Limited (the "**Company**", and together with its subsidiaries, the "**Group**"), refers to the announcements dated 23 April 2026 and 8 May 2026 in relation to the application for an extension of time to comply with Rules 705(1), 707(1), 707(2) and 711A of the Catalist Rules in relation to the financial year ended 31 March 2026 ("**FY2026**") (the "**Previous EOT Applicatio**n").

1.2. As stated in the announcement dated 8 May 2026, the Company intends to submit an appeal to SGX RegCo in relation to the Previous EOT Application. Accordingly, the Board wishes to announce that the Company has, on 11 June 2026, submitted an application through its Sponsor to the SGX Regco for an extension of time to comply with Rules 707(1), 707(2) and 711A of the Catalist Rules.

1.3. Pursuant to Rules 707(1), 707(2), and 711A of the Catalist Rules, the Company must:

a. hold its Annual General Meeting ("**AGM**") for FY2026 on or before 31 July 2026 (i.e., within four (4) months from the end of the Company's financial year);

b. issue its Annual Report for FY2026 to shareholders and the SGX-ST by 16 July 2026 (i.e., at least fourteen (14) days before the date of its AGM); and

c. issue its Sustainability Report for FY2026 to shareholders and the SGX-ST by 16 July 2026 (i.e., at the same time as the issuance of its annual report).

1.4. Accordingly, the Company is seeking an extension of time from the SGX RegCo, in relation to the following:

a. Up to 30 days extension to hold its AGM for FY2026 on or before 30 August 2026;

b. Up to 30 days extension to issue its Annual Report for FY2026 on or before 15 August 2026; and

c. Up to 30 days extension to issue its sustainability report for FY2026 on or before 15 August 2026.

(collectively, the "**EOT Application**").

2. Rationale for the EOT Application

2.1 Background

The Company's former auditor, PKF-CAP LLP ("**PKF**"), was appointed on 28 September 2023, and re-appointed at the AGM held on 28 April 2025. PKF was the auditor of Octopus (APAC) Holdings Limited and Hawkerway Pte. Ltd. and its subsidiaries ("**Hawkerway Group**"). On 13 May 2025, the Company completed the acquisition of Octopus Distribution Networks Pte. Ltd. ("**ODN**"). KPMG LLP ("**KPMG**") is the existing auditor of ODN and its subsidiary.

In January 2026 before the announcement of the Disposal, the Company had discussed with both PKF and KPMG and confirmed with both parties that the arrangement for the audit of the Group subsidiaries for the financial year ended 31 March 2026 are as follows:

(i) PKF – Will act as the Group auditor for the Company and component auditor for Hawkerway Group
(ii) KPMG – Will act as the component auditor of ODN and report to PKF

On 4 February 2026, the Company entered into a conditional sale of its wholly-owned subsidiary, Hawkerway Pte. Ltd. ("**Disposal**"). Upon completion of the Disposal, the Company's remaining business will be the F&B distribution business, comprising of ODN and Dyspatchr Pte. Ltd. that were acquired by the Company in May 2025 and March 2026 respectively.

Following the announcement of the Disposal, the Company had a discussion with PKF and was informed that the previous arrangement was not viable as there might be a possibility that the disposal of Hawkerway Group can be completed by the financial year. As a result, the Company took immediate action on 4 February 2026 to reach out to KPMG for the change of auditors which had given their preliminary willingness to act as the Group auditor subject to internal clearance. Internal clearance for KPMG appointment and their acceptance for appointment was provided to the Company on 12 March 2026.

On 6 March 2026, PKF provided the Company with its notice of resignation and applied to ACRA to seek its consent to resign as auditor. On 1 April 2026, PKF received ACRA's consent. Accordingly, the Company convened an EGM on 28 April 2026 to seek shareholders' approval for the proposed change of auditors.

2.2 **Reasons for the EOT Application**

As a consequence of the foregoing, the Company requires an extension of time for the following reasons:

(a) KPMG was only formally appointed as auditor following shareholders' approval at the EGM held on 28 April 2026. As the Company underwent a series of corporate actions including three acquisitions and one disposal during the year, KPMG had advised that additional time will be required to complete the audit of the financial statements for FY2026. As such, the Company will also require additional time to finalise its FY2026 Annual Report and Sustainability Report.

(b) Additionally, the Company's Board of Directors and management will also require additional time to carry out the review of the audit and discussion with KPMG as required; and

(c) The EOT Application is made with the support of the current auditor KPMG.

3. ACRA Application

3.1 The Company has also submitted an application under Sections 175(2)(a) and 197(1B)(a) of the Companies Act 1967 ("**Companies Act**") to ACRA for an extension of time of 60 days from the requirements of Sections 175(1)(a) and 197(1)(a) of the Companies Act to hold its AGM for FY2026 and lodge its annual return for FY2026 on or before 29 September 2026 and by 30 October 2026 respectively ("**ACRA Application**"). ACRA had on 20 April 2026, approved the ACRA Application.

4. Proposed Timeline

4.1 The proposed timeline for releasing the annual report and sustainability report and holding the FY2026 AGM is as follows:

Milestone	Expected timeline
FY2026 Audit closing meeting	Mid July 2026
Auditor to Sign Off Audited Financial Statements	By 2nd week of August 2026
Release of Notice of AGM and Annual Report & Sustainability Report for FY2026	On or before 15 August 2026
FY2026 AGM	On or before 30 August 2026

4.2 The Company will update SGX RegCo promptly should there be any material changes to the above timeline. The Company confirms that it is not aware of any information that will have a material bearing on investors' decision which has yet to be announced by the Company. The Company hereby confirms that the EOT Application does not contravene any laws and regulations governing the Company and the Constitution of the Company.

5. Further Announcement

5.1 The Company will provide further updates to Shareholders on the outcome of the EOT Application to the SGX RegCo.

BY ORDER OF THE BOARD

Yoo Loo Ping
Cheng Lisa
Company Secretaries

11 June 2026

This announcement has been reviewed by the Company's Sponsor, Evolve Capital Advisory Private Limited. This announcement has not been examined or approved by Exchange and the Exchange 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 Jerry Chua (Tel: (65) 6241 6626), at 160 Robinson Road, #20-01/02, SBF Center, Singapore 068914.