



GREEN BUILD TECHNOLOGY

GREEN BUILD TECHNOLOGY LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No.: 200401338W)

PRE-CONDITIONAL MANDATORY CASH OFFER BY HELYON PTE. LTD. (“OFFEROR”) TO ACQUIRE ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF GREEN BUILD TECHNOLOGY LIMITED, OTHER THAN THOSE ALREADY OWNED, CONTROLLED OR AGREED TO BE ACQUIRED BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT

1. INTRODUCTION

The Board of Directors (the “**Board**” or the “**Directors**”) of Green Build Technology Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to:

- (a) the announcement dated 29 April 2026 made by the Company (“**Placement Announcement**”) in relation to, among other things: (i) the proposed subscription by the Offeror of 600,000,000 new ordinary shares in the capital of the Company (each a “**Subscription Share**”, and collectively the “**Subscription Shares**”); and (ii) the proposed subscription by the Offeror of 360,000,000 free, non-listed and non-transferable warrants (the “**Warrants**” and each a “**Warrant**”), with each Warrant carrying the right to subscribe for one (1) new ordinary share in the capital of the Company (each a “**Warrant Share**”, and collectively the “**Warrant Shares**”) (collectively, the “**Proposed Placement**”); and
- (b) the announcement dated 29 April 2026 (the “**Pre-Conditional Offer Announcement**”) made by the Offeror, relating to a pre-conditional mandatory cash offer for all the issued and paid-up shares in the capital of the Company (“**Shares**”) other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it.

2. PRE-CONDITIONAL MANDATORY GENERAL OFFER

As announced in the Placement Announcement, the Company and Helyon Pte. Ltd. (the “**Offeror**”) have entered into a subscription agreement dated 29 April 2026 (the “**Subscription Agreement**”) in connection with the Proposed Placement. Completion of the Proposed Placement (“**Completion**”) is subject to the satisfaction of the conditions precedent set out in the Placement Announcement, including, *inter alia*, the approval of the shareholders of the Company (“**Shareholders**”) having been obtained at an extraordinary general meeting of the Company for the allotment and issuance of the Subscription Shares, the Warrants and the Warrant Shares to the Offeror.

On Completion, the Subscription Shares to be allotted and issued to the Offeror will represent approximately 63.68% of the enlarged share capital of the Company immediately after the allotment and issue of the Subscription Shares (and prior to the exercise of the Warrants).

In accordance with Rule 14 of the Singapore Code on Take-overs and Mergers (the “**Code**”), the Offeror is required, on Completion, to make a mandatory cash offer (the “**Offer**”) for all the issued and paid-up Shares other than those already owned, controlled or agreed to be acquired

by the Offeror and parties acting in concert with it, in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore and the Code.

Shareholders should note that, as stated in the Pre-Conditional Offer Announcement, the making of the Offer and the dissemination of the formal offer document containing the terms and conditions of the Offer ("**Offer Document**") to shareholders of the Company ("**Shareholders**") will be subject to and contingent upon, and will only take place following the satisfaction or waiver of the pre-conditions set out in paragraph 3.1 of the Pre-Conditional Offer Announcement ("**Offer Pre-Conditions**"). Accordingly, all references to the Offer in this announcement ("**Announcement**") refer to the possible Offer, which will only be made if and when such Offer Pre-Conditions are satisfied or, if applicable, waived.

As stated in the Pre-Conditional Offer Announcement, if any of the Offer Pre-Conditions is not satisfied or waived by the Offeror on or before the date falling 60 days from the date of the Subscription Agreement (or such later date as the Offeror may determine in consultation with the Securities Industry Council ("SIC")), the Offer will not be made and an announcement will be issued by the Offeror confirming that fact as soon as reasonably practicable.

A copy of the Pre-Conditional Offer Announcement is set out in the **Appendix** to this Announcement. Shareholders are advised to carefully review, in conjunction with this Announcement, the Pre-Conditional Offer Announcement in its entirety, in particular, for the details of the Proposed Placement, the Offer Pre-Conditions and the Offer (if and when made), information on the Offeror, the rationale for the Offer, disclosure on shareholdings and dealings by the Offeror and parties acting in concert with it, and the Offeror's intentions for the Company in respect of the listing status of the Company.

3. INDEPENDENT FINANCIAL ADVISER

Subject to the Offer being made, the Board will, in connection with the Offer, appoint an independent financial adviser (the "**IFA**") to advise the Directors who are considered independent for the purposes of making a recommendation to Shareholders in respect of the Offer (the "**Independent Directors**"). An announcement relating to the appointment of the IFA will be made by the Company in due course.

4. OFFEREE CIRCULAR

If and when the Offer is made, a circular containing, *inter alia*, the advice of the IFA and the recommendations of the Independent Directors (the "**Offeree Circular**") will be sent to Shareholders within 14 days from the date of dissemination of the Offer Document to be issued by the Offeror in connection with the Offer. The Company will make an announcement to inform Shareholders of the dissemination of the Offeree Circular in due course.

5. CAUTIONARY STATEMENT

In the meantime, Shareholders are advised to refrain from taking any action in relation to their Shares which may be prejudicial to their interests, and to exercise caution when dealing in the Shares, until they or their advisers have considered the information and the recommendations of the Independent Directors as well as the advice of the IFA which will be set out in the Offeree Circular to be issued (if and when the Offer is made) in due course. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

6. RESPONSIBILITY STATEMENT

The Directors (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been

omitted from this Announcement, 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 Pre-Conditional Offer Announcement), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement in its proper form and context.

By Order of the Board

Li Mingyang

Chairman and Executive Director of the Board

29 April 2026

APPENDIX

PRE-CONDITIONAL OFFER ANNOUNCEMENT

(see attached pages)

PRE-CONDITIONAL MANDATORY CASH OFFER

by

HELYON PTE. LTD.

(Company Registration No.: 202616524H)
(Incorporated in the Republic of Singapore)

a direct wholly-owned subsidiary of

HACIENDAS MANAGEMENT PTE. LTD.

(Company Registration No.: 202111460C)
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid-up ordinary shares in the capital of

GREEN BUILD TECHNOLOGY LIMITED

(Company Registration No.: 200401338W)
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it

1. INTRODUCTION

1.1 Proposed Subscription

Helyon Pte. Ltd. (the “**Offeror**”), a direct wholly-owned subsidiary of Haciendas Management Pte. Ltd. (“**Haciendas**”), wishes to announce that it has on 29 April 2026 entered into a subscription agreement (the “**Subscription Agreement**”) with Green Build Technology Limited (the “**Company**”), pursuant to which the Company agreed to place to the Offeror, and the Offeror agreed to subscribe from the Company the following:

- (a) an aggregate of 600,000,000 new ordinary shares in the share capital of the Company (the “**Subscription Shares**”), for an issue price of S\$0.016 per Subscription Share, representing an aggregate subscription amount of S\$9,600,000; and
- (b) an aggregate of 360,000,000 free, non-listed and non-transferable warrants, each Warrant carrying the right to subscribe for one (1) new ordinary share in the share capital of the Company at an exercise price of S\$0.020 for each new share (the “**Exercise Price**”) (each a “**Warrant Share**”, and collectively, the “**Warrant Shares**”),

(collectively, the “**Proposed Subscription**”).

On completion of the Proposed Subscription in accordance with the terms and conditions of the Subscription Agreement (“**Completion**”), the Subscription Shares to be allotted and issued to the Offeror will represent approximately 63.68% of the total number of issued Shares comprised in the enlarged share capital of the Company immediately after Completion, based on the assumption that there will be no changes to the total number of issued Shares before Completion.

Further, please note that Completion is subject to the fulfilment (or waiver) of the Conditions Precedent (as defined and set out in Section 2.1(c) below).

1.2 Pre-Conditional Offer

Subject to the fulfilment and/or waiver of the Conditions Precedent (as defined in Section 2.1(c) below), the Offeror is required to and will, upon fulfilment of the Conditions Precedent, make a mandatory unconditional cash offer (the “**Offer**”) for all the issued and paid-up shares in the capital of the Company (the “**Shares**”), other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it, in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore (the “**SFA**”) and Rule 14 of the Singapore Code on Take-overs and Mergers (the “**Code**”).

The Offer will not be made unless and until the Offer Pre-Conditions (as defined in Section 3.1 below) are satisfied or waived (as the case may be). Accordingly, all references to the Offer in this Announcement refer to the possible Offer which will only be made if and when such Offer Pre-Conditions are satisfied or waived (as the case may be).

Shareholders of the Company (“Shareholders”) should exercise caution and seek appropriate independent advice when dealing in the Shares.

2. THE SUBSCRIPTION

2.1 Salient Terms of the Subscription Agreement

- (a) **Subscription Shares:** The Subscription Shares shall be issued free from all claims and Encumbrances and shall rank *pari passu* in all respects with the ordinary shares in the capital of the Company existing as at their date of issue except for any dividends, distributions or entitlements the record date for which falls on or before such date of issue of the Subscription Shares (as the case may be).
- (b) **Proposed Subscription Consideration:** The Subscription Shares shall be subscribed for an aggregate consideration of S\$9,600,000 (“**Subscription Consideration**”).
- (c) **Conditions Precedent:** Completion of the Proposed Subscription is subject to the fulfilment (or waiver) of certain conditions precedent on or before the Long-Stop Date (as defined in paragraph (e) below), including, *inter alia*:
 - (i) the Offeror having delivered a bank confirmation letter (or such other documentation to be reasonably agreed between the parties) to the Company to satisfy the Company that the Offeror has and will on Completion have sufficient financial resources to fully satisfy the Subscription Consideration;
 - (ii) the Company having obtained the approval from the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) of any circular that is required to be released by the Company in connection with the completion of the Proposed Subscription;
 - (iii) the Company having obtained the approval in principle from the SGX-ST for the listing and quotation of the Subscription Shares and the Warrant Shares on the Official List of the SGX-ST, and such approval not having been revoked or amended as at the date of Completion and, where such approval is granted subject to any other conditions, to the extent such other conditions are required to be fulfilled on or before the date of Completion of the Proposed Subscription, they are so fulfilled;

- (iv) the Company having obtained such approval(s) from its shareholders in a general meeting in connection with the Subscription Agreement and the Proposed Subscription and any other corporate action(s) as may be required by law or the Mainboard rules of the SGX-ST or in connection with the transactions contemplated under the Subscription Agreement as may be necessary; and
- (v) there being no material adverse change, or any development reasonably likely to involve a prospective material adverse change, in the financial condition, prospects, earnings, business, undertakings, assets or properties of the Group prior to the date of Completion,

(collectively, the “**Conditions Precedent**” and each, a “**Condition Precedent**”).

- (d) **Warrant Shares:** The Company shall also issue up to 360,000,000 free, non-listed and non-transferable warrants to the Offeror, each carrying the right to subscribe for one (1) new ordinary share in the capital of the Company at an exercise price of S\$0.02 for each new share.
- (e) **Long-Stop Date:** If the Conditions Precedent are not fulfilled (or waived by the Offeror and/or the Company) on or before the date falling 60 days from the date of the Subscription Agreement (or such later date as may be mutually agreed in writing by the Offeror and the Company) (the “**Long-Stop Date**”), the Subscription Agreement shall terminate and neither the Offeror nor the Company shall have any claim against the other for costs, damages, compensation or otherwise, save for any rights or liabilities accruing prior to such termination.
- (f) **Completion:** Completion shall take place, being a date no later than the fifth (5th) business day after the satisfaction of the last of the Conditions Precedent, or such other date as may be agreed in writing between the Offeror and the Company, to be held at the office of the Company or such other later time and place as may be agreed between the Company and the Offeror.

3. THE OFFER

3.1 Offer Pre-Conditions

The making of the Offer and the dissemination of the formal offer document containing the terms and conditions of the Offer (“**Offer Document**”) to Shareholders will be subject to and contingent upon, and will only take place following the satisfaction or waiver of the following pre-conditions (the “**Offer Pre-Conditions**”):

- (a) approval of Shareholders being obtained for the Proposed Subscription at an extraordinary general meeting of the Company to be held; and
- (b) Completion of the Proposed Subscription.

3.2 Formal Offer Announcement

If and when the Offer Pre-Conditions are satisfied or waived (as the case may be), the Offeror will announce a firm intention on the part of the Offeror to make the Offer not later than five business days of the satisfaction or waiver of the Offer Pre-Conditions (the “**Formal Offer Announcement**”).

The Offer Document will thereafter be despatched to Shareholders not earlier than 14 days and not later than 21 days from the date of the Formal Offer Announcement, if any. **However, if any of the Offer Pre-Conditions is not satisfied or waived by the Offeror on or before the Long-Stop Date (or such later date as the Offeror may determine in consultation with the Securities Industry Council of Singapore (“SIC”)), the Offer will not be made and an announcement will be issued by the Offeror confirming that fact as soon as reasonably practicable.**

Shareholders should note that there is no certainty that the Offer Pre-Conditions will be satisfied and that the Offer will be made. Shareholders are advised to exercise caution and seek appropriate independent advice when dealing in the Shares.

3.3 Offer Unconditional

Upon completion of the Proposed Subscription, the Offeror will hold an aggregate of 600,000,000 ordinary shares in the capital of the Company, representing approximately 63.68% of the Shares in the capital of the Company. As such, the Offer will be unconditional in all respects.

3.4 Offer Terms

Subject to the terms and conditions in the Offer Document, the Offeror will make the Offer in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore (the “SFA”) and Rule 14 of the Code on the following basis:

- (a) **Offer Shares:** The Offer will be made for all the Shares, other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it (the “Offer Shares”).
- (b) **Offer Price:** The consideration for each Offer Share will be S\$0.016 in cash (the “Offer Price”).

The Offer Price is final and the Offeror does not intend to revise the Offer Price.

- (c) **No Encumbrances:** The Offer Shares will be acquired:
 - (i) fully paid-up;
 - (ii) free from any claims, charges, liens, pledges, mortgages, encumbrances, declaration of trust, hypothecation, retention of title, power of sale, equity, options, rights of pre-emption, rights of first refusal, moratorium or other third party rights or security interest of any kind or an agreement, arrangement or obligation to create any of the foregoing; and
 - (iii) together with all rights, benefits, entitlements and advantages attached thereto as at the date of this Announcement (“Offer Announcement Date”) and hereafter attaching thereto, including but not limited to the right to receive and retain (if any) all dividends, rights, other distributions and/or return of capital (collectively, “Distributions”), which may be announced, declared, paid or made thereon by the Company in respect of the Shares on or after the Offer Announcement Date.

If any Distribution is announced, declared, paid or made by the Company on or after the Offer Announcement Date, the Offeror

reserves the right to reduce the Offer Price correspondingly by an amount equivalent to such Distribution.

(d) **Adjustment for Distributions**

Without prejudice to the foregoing, the Offer Price has been determined on the basis that the Offer Shares will be acquired with the right to receive any Distribution that may be declared, paid or made by the Company on or after the Announcement Date.

Accordingly, in the event that any Distribution is or has been declared, paid or made by the Company in respect of the Shares on or after the Offer Announcement Date to a Shareholder who validly accepts or has validly accepted the Offer, the Offer Price payable to such accepting Shareholders shall be reduced by an amount which is equal to the amount of such Distribution, depending on when the settlement date in respect of the Offer Shares tendered in acceptance of the Offer by such accepting Shareholders falls, as follows:

- (i) if such settlement date falls on or before the record date for the determination of entitlements to the Distribution (the "**Record Date**") and the Offeror is registered as the holder of such Offer Shares as at the Record Date, the Offer Price shall remain unadjusted for each such Offer Share, as the Offeror will receive the Distribution in respect of such Offer Share from the Company; or
- (ii) if such settlement date falls after the Record Date or if such settlement date falls on or before the Record Date but the Offeror is not registered as the holder of such Offer Shares as at the Record Date, the Offer Price for each Offer Share shall be reduced by an amount which is equal to the amount of the Distribution in respect of each Offer Share, as the Offeror will not receive the Distribution in respect of such Offer Share from the Company.

(e) **No Options Proposal**

Based on the latest information available to the Offeror, there are no outstanding options to subscribe for new Shares granted under any employee share scheme of the Company ("**Options**") as at the Offer Announcement Date. In view of the foregoing, the Offeror will not make an offer to acquire any Options.

4. FINANCIAL EVALUATION OF THE OFFER

The Offer Price represents the following premium over (or discount to) the historical transacted prices of the Shares on the SGX-ST:

	Benchmark Price⁽¹⁾ (S\$)	Discount of Offer Price to the Benchmark Price (%)⁽²⁾
Last transacted price per Share on 13 April 2026 being the last full trading day on which the Shares were traded on the SGX-ST prior to the date the Subscription Agreement was signed and the Offer Announcement Date (the “ Last Full Trading Day ”)	0.0200	20.00
Volume-weighted average price (“ VWAP ”) per Share for the one-month period up to and including the Last Full Trading Day	0.0194	17.53
VWAP per Share for the three-month period up to and including the Last Full Trading Day	0.0263	39.16
VWAP per Share for the six-month period up to and including the Last Full Trading Day	0.0337	52.52
VWAP per Share for the twelve-month period up to and including the Last Full Trading Day	0.0312	48.72

Notes:

(1) *The figures are based on data extracted from Bloomberg. Figures have been rounded to the nearest 4 decimal places.*

(2) *Percentage figures have been rounded to the nearest 2 decimal places.*

5. INFORMATION ON THE OFFEROR AND HACIENDAS

5.1 Offeror

The Offeror is a company incorporated in Singapore on 14 April 2026, and is a wholly-owned subsidiary of Haciendas Management Pte. Ltd. (“**Haciendas**”). The Offeror’s primary business activity is in data centres.

As at the Offer Announcement Date:

- (a) the Offeror has an issued and paid-up share capital of S\$1,000 comprising 1,000 ordinary shares; and
- (b) the sole director of the Offeror is Mr Seah Kiat Seng.

5.2 Haciendas

Haciendas is a company incorporated in Singapore on 31 March 2021. Its primary business activity is that of an investment holding company.

As at the Offer Announcement Date:

- (a) Haciendas has an issued and paid-up share capital of S\$482,827 comprising 482,827 ordinary shares;
- (b) the sole director of Haciendas is Mr Seah Kiat Seng; and
- (c) the shareholders of Haciendas are Mr Seah Kiat Seng, FPAI Pte. Ltd. and Mr Ooi Joon Hin.

6. INFORMATION ON THE COMPANY

The Company is incorporated in Singapore and listed on the Mainboard of the SGX-ST. The principal activities of the Company are the provision of management services and investment holding. The principal activities of the Company and its subsidiaries comprise (i) sustainable development projects, with a focus on consulting and management in relation to the refurbishment of old estates, and (ii) hotel management and consultancy.

As at the Offer Announcement Date and based on the search conducted at the Accounting and Corporate Regulatory Authority of Singapore on the Offer Announcement Date:

- (a) the Company has an issued and paid-up share capital of S\$27,115,634.33 comprising 342,259,462 Shares and the Company does not hold any treasury shares; and
- (b) the directors of the Company are (i) Ho Shian Ching, (ii) Tang Chun Meng, (iii) Li Mingyang and (iv) Chan Mang Ghoon.

7. RATIONALE FOR THE OFFER

Upon Completion of the Proposed Subscription in relation to the Subscription Shares, the Offeror shall become the owner of 600,000,000 ordinary shares in the Company representing approximately 63.68% of the Company's total issued and paid-up capital. The Offeror is required to make the Offer in compliance with the requirements of the Code.

8. INTENTIONS OF THE OFFEROR

8.1 Listing Status

Under Rules 724(1) and 1105 of the Listing Manual of the SGX-ST (the "**Listing Manual**"), in the event the Offeror has received valid acceptances which result in the Offeror and parties acting in concert with it holding more than 90% of the total issued Shares (excluding treasury shares), the Company must as soon as practicable announce that fact and the SGX-ST may suspend the trading of the Shares on the SGX-ST until such time when the SGX-ST is satisfied that at least 10% of the total number of issued Shares (excluding treasury shares) are held by at least 500 Shareholders who are members of the public. Rule 1303(1) of the Listing Manual provides that where the Offeror succeeds in garnering acceptances exceeding 90% of the total number of Shares (excluding treasury shares), thus causing the percentage of the total number of Shares held in public hands to fall below 10%, the SGX-

ST will suspend trading of the Shares at the close of the Offer. Rule 724(2) of the Listing Manual states that the SGX-ST may allow the Company a period of three (3) months, or such longer period as the SGX-ST may agree, to raise the percentage of Shares in public hands to at least 10%, failing which the Company may be removed from the Official List of the SGX-ST.

It is the current intention of the Offeror to maintain the listing status of the Company on the SGX-ST following completion of the Offer. In the event that the percentage of Shares (excluding treasury shares) held in public hands falls below 10% and the SGX-ST suspends trading of the Shares, the Offeror intends to undertake and/or support any action as may be necessary for any such trading suspension by the SGX-ST to be lifted. However, the Offeror reserves the right to re-evaluate its position, taking into account, among other things, the level of acceptances received by the Offeror and the prevailing market conditions at the relevant time. Accordingly, there is no assurance that the Offeror will take steps to preserve the listing status of the Company on the SGX-ST if the percentage of Shares (excluding treasury shares) held in public hands falls below 10%.

8.2 Compulsory Acquisition

Pursuant to Section 215(1) of the Companies Act 1967 of Singapore (the “**Companies Act**”), if the Offeror receives valid acceptances pursuant to the Offer and/or acquires such number of Offer Shares from the date of despatch of the Offer Document (otherwise than through valid acceptances of the Offer) in respect of not less than 90% of the total number of issued Shares (excluding treasury shares and other than those already held by the Offeror, its related corporations or their respective nominees as at the date of the Offer), the Offeror will be entitled to exercise its right to compulsorily acquire all the Shares of Shareholders who have not accepted the Offer (“**Dissenting Shareholders**”) on the same terms as those offered under the Offer.

As stated above, it is the current intention of the Offeror to maintain the listing status of the Company. Accordingly, the Offeror presently has no intention of exercising its right of compulsory acquisition under Section 215(1) of the Companies Act, should such right be available to it.

In addition, pursuant to Section 215(3) of the Companies Act, if the Offeror acquires such number of Shares which, together with the Shares held by it, its related corporations and their respective nominees, comprise 90% or more of the total Shares (including treasury shares), the Dissenting Shareholders will have a right to require the Offeror to acquire their Shares at the Offer Price.

9. OFFER DOCUMENT

Further information on the Offer will be set out in the Offer Document. The Offer Document which will set out the full terms and conditions of the Offer and enclose the appropriate form(s) of acceptance of the Offer, will be despatched to the Shareholders not earlier than 14 days and not later than 21 days from the date of the Formal Offer Announcement. However, if the Conditions Precedent are not fulfilled (and not waived in accordance with the Subscription Agreement) on or before the Long-Stop Date (or such other date as may be agreed between the Offeror and the Company, and subject to the approval of SIC (if applicable)), the Offer will not be made and an announcement will be issued confirming that fact as soon as reasonably practicable.

Shareholders are advised to exercise caution and seek appropriate independent professional advice when dealing in their Shares.

10. DISCLOSURE OF HOLDINGS, DEALINGS AND OTHER ARRANGEMENTS IN RELEVANT SECURITIES

10.1 Holdings and Dealings in Relevant Securities

As at the Offer Announcement Date, based on the latest information available to the Offeror and save as set out in this Announcement (including the Shares to be acquired pursuant to the Proposed Subscription), none of (i) the Offeror; (ii) the sole director of the Offeror; (iii) Haciendas; and (iv) the sole director of Haciendas (each, a “**Relevant Person**” and collectively, the “**Relevant Persons**”):

- (a) owns, controls or has agreed to acquire any (i) Shares, (ii) securities which carry voting rights in the Company, or (iii) convertible securities, warrants, options or derivatives in respect of the Shares or securities which carry voting rights in the Company (collectively, the “**Relevant Securities**”); or
- (b) has dealt for value in any Relevant Securities during the 6-month period preceding the Offer Announcement Date.

10.2 Other Arrangements

Save as disclosed in this Announcement, as at the Offer Announcement Date and based on the latest information available to the Offeror, none of the Relevant Persons has:

- (a) entered into an arrangement (whether by way of option, indemnity or otherwise) in relation to any Relevant Securities which might be material to the Offer;
- (b) granted any security interest in respect of any Relevant Securities in favour of another person, whether through a charge, pledge or otherwise;
- (c) borrowed any Relevant Securities from another person (excluding borrowed Relevant Securities which have been on-lent or sold); or
- (d) lent any Relevant Securities to another person.

10.3 Irrevocable Undertakings

As at the Offer Announcement Date and based on the latest information available to the Offeror, none of the Relevant Persons has received any irrevocable undertaking from any party to accept or reject the Offer.

10.4 Further Enquiries

In the interests of confidentiality, the Offeror has not made enquiries in respect of certain other persons who are or may be presumed to be acting in concert with the Offeror in connection with the Offer. Further enquiries will be made of such persons and the relevant disclosures will be made in due course subsequently and in the Offer Document.

10.5 Disclosure of Dealings

In accordance with the Code, the associates (as defined under the Code, and which includes all substantial shareholders) of the Company and the Offeror are hereby reminded to disclose their dealings in any securities of the Company under Rule 12 of the Code.

11. OVERSEAS SHAREHOLDERS

11.1 Overseas Jurisdictions

This Announcement does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Announcement in any jurisdiction in contravention of applicable law. The Offer will be made solely by the Offer Document and the relevant form(s) of acceptance accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted.

The release, publication or distribution of this Announcement in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this Announcement is released, published or distributed should inform themselves about and observe such restrictions.

Copies of this Announcement and any formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer would violate the law of that jurisdiction (“**Restricted Jurisdiction**”) and the Offer will not be made to, nor will the Offer be capable of acceptance by, any person within any Restricted Jurisdiction if the offer to and/or acceptance by such person will violate the laws of the Restricted Jurisdiction. Persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.

The Offer (unless otherwise determined by the Offeror and permitted by applicable law and regulation) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including, without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any Restricted Jurisdiction and the Offer will not be capable of acceptance by any such use, means, instrumentality or facilities.

11.2 Overseas Shareholders

The availability of the Offer to Shareholders whose addresses are outside Singapore as shown in the register of members of the Company or in the records of The Central Depository (Pte) Limited (as the case may be) (each, an “**Overseas Shareholder**”) may be affected by the laws of the relevant overseas jurisdictions in which they are located. Accordingly, Overseas Shareholders should inform themselves of, and observe, any applicable legal requirements in their own jurisdictions. Further details in relation to Overseas Shareholders will be contained in the Offer Document.

For the avoidance of doubt, the Offer will be open to all Shareholders, including those to whom the Offer Document and relevant form(s) of acceptance may not be sent. Further details in relation to the Overseas Shareholders will be contained in the Offer Document.

The Offeror reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Overseas Shareholders by announcement to the SGX-ST or notice and if necessary, by paid advertisement in a newspaper published and circulated in Singapore, in which case such notice shall be deemed to have been sufficiently given notwithstanding

any failure by any Shareholder to receive or see such announcement, notice or advertisement.

12. RESPONSIBILITY STATEMENT

The directors of the Offeror and Haciendas have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or publicly available sources (including, without limitation, in relation to the Company), the sole responsibility of the directors of the Offeror and Haciendas has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

Issued by

HELYON PTE. LTD.

29 April 2026

IMPORTANT NOTICE

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "aim", "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast", "target" and similar expressions or future or conditional verbs such as "will", "if", "would", "shall", "should", "could", "may" and "might". These statements reflect the current expectations, beliefs, hopes, intentions or strategies of the party making the statements regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and none of the Company, the Offeror or any subsidiaries of the Company undertakes any obligation to update publicly or revise any forward-looking statements.