

# COSMOSTEEL HOLDINGS LIMITED

(Company Registration No. 200515540Z)  
(Incorporated in the Republic of Singapore)

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## VOLUNTARY CONDITIONAL CASH OFFER FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF COSMOSTEEL HOLDINGS LIMITED

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### Board of Directors:

Ms Tan Siok Chin (*Chairman of the Board and Non-Executive and Non-Independent Director*)  
Mr Ong Tong Hai (*Chief Executive Officer and Executive Director*)  
Mr Yasuhiko Watanabe (*Non-Executive and Non-Independent Director*)  
Mr Ong Tiew Siam (*Lead Independent Director*)  
Mr Hor Siew Fu (*Independent Director*)  
Mr Steven Lim Jun Xiong (*Independent Director*)  
Mr Loo Cheng Guan (*Independent Director*)

### Registered Office:

14 Lok Yang Way  
Singapore 628633

19 June 2025

To: The Shareholders of CosmoSteel Holdings Limited

Dear Sir/Madam,

### 1. INTRODUCTION

1.1. The Board of Directors ("**Board**") of CosmoSteel Holdings Limited ("**Company**", and together with its subsidiaries, the "**Group**") refers to the following announcements and documents:

- (a) offer announcement ("**Offer Announcement**") issued on 15 May 2025 by Evolve Capital Advisory Private Limited, for and on behalf of 3HA Capital Private Limited ("**Offeror**"), relating to, *inter alia*, the voluntary conditional cash offer ("**Offer**") for all the issued and paid-up ordinary shares in the capital of the Company ("**Shares**"), in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore and Rule 15 of the Singapore Code on Take-overs and Mergers ("**Code**");
- (b) announcement issued on 15 May 2025 by the Company in response to the Offer Announcement;
- (c) announcement issued on 23 May 2025 by the Company relating to the appointment of Asian Corporate Advisors Pte. Ltd. as the independent financial adviser ("**IFA**") to advise the directors of the Company who are independent and not acting in concert or deemed acting in concert with the Offeror and his concert parties ("**Independent Directors**") for the purpose of making a recommendation to Shareholders in connection with the Offer, having taken into consideration the independent advice to be given by the IFA regarding the Offer;
- (d) the offer document dated 5 June 2025 issued by the Offeror setting out the terms and conditions of the Offer ("**Offer Document**");
- (e) the announcement dated 5 June 2025 issued by the Offeror in relation to the electronic dissemination of the Offer Document;

- (f) the offeree circular dated 19 June 2025 issued by the Company in connection with the Offer (“**Offeree Circular**”);
- (g) the joint statement by Monetary Authority of Singapore (“**MAS**”), the Securities Industry Council (“**SIC**”) and the Singapore Exchange Regulation (“**SGX RegCo**”) on 6 May 2020 introducing temporary measures to allow, with immediate effect until 30 September 2020, listed issuers and parties involved in take-over or merger transactions the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites, thereby dispensing with the need to despatch hardcopy documents related to such take-over or merger transactions as required under the Securities and Futures Act 2001 of Singapore, the Code and the Listing Rules of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”);
- (h) the joint statement by the MAS, SIC and SGX RegCo on 29 September 2020 announcing that listed issuers and parties involved in take-over or merger transactions will continue to have the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites for another nine (9) months, until 30 June 2021; and
- (i) the joint statement by the MAS, SIC and SGX RegCo on 29 June 2021 announcing that listed issuers and parties involved in take-over or merger transactions will continue to have the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites beyond 30 June 2021, until revoked or amended by MAS, SIC and SGX RegCo. It was announced that at least six (6) months’ advance notice will be given before the temporary measure ceases to be available.

Unless otherwise defined, all capitalised terms used herein shall bear the same meanings ascribed to them in the aforesaid announcements and documents.

## 2. ELECTRONIC DESPATCH OF THE OFFEREE CIRCULAR

- 2.1. Pursuant to the public statements issued by MAS, SIC and SGX RegCo dated 6 May 2020, 29 September 2020 and 29 June 2021 on the despatch of take-over documents under the Code, **the Company has opted for electronic despatch of the Offeree Circular through publication on SGXNET and the Company’s corporate website. Please note that no printed copies of the Offeree Circular will be despatched to Shareholders.**
- 2.2. The Offeree Circular has, as of the date of this notice (“**Notice**”), been made available on the SGXNET announcement page of the Company and the Company’s corporate website. The Offeree Circular contains, *inter alia*, the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors to the Shareholders in connection with the Offer.
- 2.3. To access the electronic version of the Offeree Circular, please access the SGX-ST’s website at <https://www.sgx.com/> and select “**Securities**,” and under “**Company Information**,” choose “**Company Announcements**” from the drop-down menu list and type the name of the Company: “**CosmoSteel Holdings Limited**” in the box titled “**Filter by Company/Security Name**.” “**CosmoSteel Holdings Limited**” will appear as an item below the filter box. Please click it to see a list of the announcements made by the Company and select the title of the announcement on the 19 June 2025 entry. The Offeree Circular can be accessed by clicking on the link under the section titled “**Attachments**” at the bottom of the 19 June 2025 announcement. The Offeree Circular can be downloaded for printing.

- 2.4. The Offeree Circular is also available on the corporate website of the Company at <https://www.cosmosteel.com/> by selecting “**Investor Relations**” and you will be brought to the Company’s announcement page on its website. Select the item “Voluntary Conditional Cash Offer – Electronic Despatch of Offeree Circular” dated 19 June 2025. The Offeree Circular can be accessed by clicking on the link under the section titled “**Attachments**” at the bottom of the 19 June 2025 announcement. The Offeree Circular can be downloaded for printing.
- 2.5. Should you have any questions or require any clarification on the above, you may write to the Company at [ir@cosmosteel.com.sg](mailto:ir@cosmosteel.com.sg).
- 2.6. The Company has also despatched a printed copy of this Notice to Shareholders today.
- 2.7. **The Offeree Circular requires the immediate attention of Shareholders. Shareholders should read and consider carefully the contents of the Offeree Circular, in particular, the advice of the IFA to the Independent Directors as well as the recommendation of the Independent Directors to the Shareholders in respect of the Offer as 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 or other professional advisers immediately.**

### **3. CLOSING DATE**

Shareholders should note that as stated in the Offer Document, the Offeror has given notice that the Offer will close at 5.30 p.m. (Singapore time) on 3 July 2025 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 of the Company (including those who may have delegated detailed supervision of this Notice) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Notice (other than those relating to the Offeror and the Offer) are fair and accurate and that no material facts have been omitted from this Notice (the omission of which would render any statement in this Notice misleading in any material aspect), 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, and any other announcements made by or on behalf of the Offeror), the sole responsibility of the directors of the Company 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 Notice.

### **BY ORDER OF THE BOARD**

Tan Siok Chin  
Chairman & Non-Executive Non-Independent Director  
19 June 2025