

MANDATORY UNCONDITIONAL CASH OFFER

by

GAZELLE VENTURES PTE. LTD

(Incorporated in Singapore)

(UEN: 201223814H)

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

NO SIGNBOARD HOLDINGS LTD

(Incorporated in Singapore)

(UEN: 201715253N)

ELECTRONIC PUBLICATION OF OFFER DOCUMENT, NOTIFICATION, ACCEPTANCE FORMS AND RELATED DOCUMENTS

PHYSICAL DESPATCH OF NOTIFICATION, ACCEPTANCE FORMS AND RELATED DOCUMENTS

1. INTRODUCTION

1.1 Gazelle Ventures Pte. Ltd (the “**Offeror**”) refers to:

(a) the announcement issued by the Offeror on 28 March 2024 (the “**Offer Announcement**”) in relation to the mandatory unconditional cash offer (the “**Offer**”) for all the issued and paid-up ordinary shares (the “**Shares**”) in the share capital of No Signboard Holdings Ltd (the “**Company**”), other than Shares held in treasury and those Shares held, directly or indirectly, owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with it as at the date of the Offer (collectively, the “**Offer Shares**” and each, an “**Offer Share**”).

(b) As stated in the Offer Announcement, the Offer is unconditional as to acceptances in all respects.

1.2 All capitalised terms used and not defined in this announcement shall have the same meanings as defined in the Offer Document (as defined below), unless otherwise expressly stated or where the context allows or is appropriate.

2. DESPATCH OF THIS NOTIFICATION, THE OFFER DOCUMENT AND ACCEPTANCE FORMS

2.1 The Offeror wishes to inform Shareholders that in reliance on the Securities Industry Council's Public Statement on "*The Further Extension of the Temporary Measure to Allow For Electronic Despatch of Take-over Documents*" under the Singapore Code on Take-overs and Mergers issued on 29 June 2021 (the "**Public Statement**"), it has on the date of this announcement published on the SGXNET, the website of the SGX-ST at <https://www.sgx.com> and the website of the Company at <https://nosignboardseafood.com>:-

- (A) the Notification containing instructions on how to retrieve the electronic version of the Offer Document, which sets out all terms and conditions of the Offer;
- (B) the Offer Document;
- (C) the FAA for the use by Shareholders whose Offer Shares are deposited with the CDP; and
- (D) the FAT for the use by Shareholders whose Offer Shares are not deposited with CDP, (collectively, the "**Acceptance Forms**"), together with a pre-addressed envelope.

2.2 The Public Statement allows for takeover documents to be published electronically on the website of the SGX-ST and the website of the Company. However, it requires that a printed hardcopy of the Acceptance Forms and Notification be posted/mailed to each Shareholder. Accordingly, no printed hard copies of the Offer Document will be posted/mailed to Shareholders.

3. PHYSICAL DESPATCH OF A PRINTED HARD COPY OF THE ACCEPTANCE FORMS AND NOTIFICATION

- 3.1 A printed hardcopy of the Notification will be posted/mailed to all Shareholders on the date of this announcement.
- 3.2 A printed hardcopy of the FAT together with a copy of the Notification and a pre-addressed envelope will be posted/mailed to Shareholders whose addresses are registered and as shown on the register of members of the Company as at the date of this announcement.
- 3.3 A printed hardcopy of the FAA together with a copy of the Notification and a pre-addressed envelope will be posted/mailed to Shareholders whose addresses are registered and as shown in the records of the CDP in due course but in any event by 24 April 2024 (the "**FAA Despatch Date**").

4. PROCEDURES FOR ACCEPTANCE

- 4.1 If you wish to accept the Offer in respect of all or part of your Offer Shares, please read very carefully the procedures for accepting the Offer set out in Appendix 4 to the Offer Document which contains instructions on how to accept the Offer either (a) in physical form or (b) in electronic form.

- 4.2 The procedures for accepting the Offer are also set out in the Acceptance Forms.
- 4.3 **Shareholders whose addresses are registered and as shown in the records of the CDP are kindly asked to take note that the SGX-ST's Investor's Portal at investors.sgx.com will only be opened on and from 24 April 2024 to accept submissions of acceptances in electronic form.**
- 4.4 Shareholders whose addresses are registered and as shown in the records of the CDP who wish to submit an acceptance prior to 24 April 2024 may submit their FAAs downloaded from the website of the SGX-ST by post to GAZELLE VENTURES PTE. LTD. c/o The Central Depository (Pte) Limited at Robinson Road Post Office, P.O. Box 1984, Singapore 903934, or submit their printed hardcopy FAAs, when received by post/mail in due course, by post or electronically (via investors.sgx.com) in accordance with the instructions set out in Appendix 4 to the Offer Document or as set out in the FAA.

5. **CLOSING DATE**

The Offer will close at 5.30 p.m. (Singapore time) on 16 May 2024 or such later date(s) as may be announced from time to time by or on behalf of the Offeror (the "**Closing Date**"). No tender for acceptance of any Offer Shares will be accepted after the Closing Date, unless extended. The Offeror does not intend to extend the Closing Date.

6. **REQUEST FOR OFFER DOCUMENT AND ACCEPTANCE FORMS**

6.1 **Request by Depositors**

Shareholders whose addresses are registered and as shown in the records of the CDP who do not receive a printed hardcopy the Notification and/or FAA within a week from the FAA Despatch Date may download the documents from the website of the SGX-ST or the Company. The Notification published on the website of the SGX-ST and the Company contains instructions on how to do this. You may also request from the CDP a printed hardcopy upon production of satisfactory evidence that you are a Shareholder or have purchased Offer Shares on the SGX-ST (as the case may be) by submitting a request via phone (+65 6535 7511) or email (asksgx@sgx.com).

6.2 **Request by Scrip Shareholders**

Shareholders whose addresses are registered and as shown in the register of members of the Company who do not receive a printed hardcopy the Notification and/or FAT within a week from the date of this announcement may download the documents from the website of the SGX-ST or the Company. The Notification published on the website of the SGX-ST and the Company contains instructions on how to do this. You may also request a printed hardcopy from In.Corp Corporate Services Pte. Ltd by visiting their office at 30 Cecil Street, #19-08, Prudential Tower, Singapore 049712.

7. **OVERSEAS SHAREHOLDERS**

The availability of the Offer to Shareholders whose addresses are outside Singapore ("**Overseas Shareholders**") may be affected by the laws of the countries in which they are located. Accordingly, Overseas Shareholders should inform themselves of, and observe, any applicable legal requirements of their respective countries. Please read the Offer Document or the Notification carefully if you are an Overseas Shareholder.

8. INFORMATION FOR SRS INVESTORS

- 8.1 SRS Investors should receive further information on how to accept the Offer from their respective SRS Agent Banks directly. SRS Investors are advised to consult their respective SRS Agent Banks should they require further information, and if they are in any doubt as to the action they should take, SRS Investors should seek independent professional advice.
- 8.2 SRS Investors who wish to accept the Offer are to reply to their respective SRS Agent Banks by the deadline stated in the letter from their respective SRS Agent Banks. SRS Investors who validly accept the Offer will receive payment for their Offer Shares in their respective SRS investment accounts.

Issued by

Mr. Lim Teck Ean

For and on behalf of

GAZELLE VENTURES PTE. LTD.

18 April 2024