VOLUNTARY CONDITIONAL GENERAL OFFER

by

United Overseas Bank Limited
(Incorporated in the Republic of Singapore)
(Company Registration No. 193500026Z)

for and on behalf of

DRC Investments Pte. Ltd.
(Incorporated in the Republic of Singapore)
(Company Registration No. 202512515W)

for

Amara Holdings Limited
(Incorporated in the Republic of Singapore)
(Company Registration No. 197000732N)

DESPATCH OF NOTIFICATION OF ELECTRONIC DISSEMINATION OF OFFER DOCUMENT AND RELATED DOCUMENTS

1. INTRODUCTION

1.1 United Overseas Bank Limited ("**UOB**") refers to the offer announcement released on 28 April 2025 for and on behalf of DRC Investments Pte. Ltd. (the "**Offeror**"), in relation to the voluntary conditional general offer (the "**Offer**") for all the issued ordinary shares (the "**Shares**") in the capital of Amara Holdings Limited (the "**Company**" or "**Amara**") other than Shares held in treasury and those Shares owned, controlled or agreed to be acquired by the Offeror as at the date of the Offer (the "**Offer Shares**").

1.2 All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Document (as defined in **paragraph 2.1** of this Announcement).

2. ELECTRONIC DISSEMINATION OF OFFER DOCUMENT

2.1 UOB wishes to announce, for and on behalf of the Offeror, that a notification letter (the "**Notification**") containing the address and instructions for the electronic retrieval of the formal offer document dated 13 May 2025 containing the terms and conditions of the Offer (the "**Offer Document**") and its related documents has today been despatched to the shareholders of Amara (the "**Shareholders**").

2.2 Pursuant to 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 on 29 June 2021, the Offeror has opted to

electronically disseminate the Offer Document. Accordingly, please note that no printed copies of the Offer Document will be despatched to Shareholders.

2.3 The electronic version of the Offer Document is located on the website of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). To access the electronic version of the Offer Document and its related documents:

2.3.1 you may directly access Amara's announcement page on the website of the SGX-ST by scanning the following QR code:

2.3.2 you may also access the website of the SGX-ST at www.sgx.com and select the section "***Securities***", select "***Company Information***" and then "***Company Announcements***" from the drop-down menu list and type the name of the Company: "***Amara Holdings Limited***" in the box titled "***Filter by Company/ Security Name***". "***Amara Holdings Limited***" will appear as a drop-down item below the filter box.

Thereafter, please select the announcement dated 13 May 2025 titled "***Voluntary Conditional General Offer – Electronic Dissemination of Offer Document***". The Offer Document and its related documents can be accessed by clicking on the link under the section titled "***Attachments***" at the bottom of the announcement.

2.4 Printed copies of the Notification sent to Shareholders are accompanied by:

2.4.1 in the case of Shareholders whose Offer Shares are deposited with The Central Depository (Pte) Limited ("**CDP**"), a Form of Acceptance and Authorisation for Offer Shares ("**FAA**") and a pre-addressed envelope for the return of the FAA; or

2.4.2 in the case of Shareholders whose Offer Shares are not deposited with CDP, a Form of Acceptance and Transfer for Offer Shares ("**FAT**" and together with the FAA, the "**Relevant Acceptance Forms**") and a pre-addressed envelope for the return of the FAT.

2.5 If your Offer Shares are deposited with CDP and you do not receive the Notification and/or the FAA, you may obtain the Notification and the FAA, upon production of satisfactory evidence that you are a Shareholder, from CDP by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services (asksgx@sgx.com).

2.6 If your Offer Shares are not deposited with CDP and you do not receive the Notification and/or the FAT, you may obtain the Notification and the FAT, upon production of satisfactory evidence that you are a Shareholder, from Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632.

2.7 Electronic copies of the Notification and Relevant Acceptance Forms may also be obtained on the website of the SGX-ST as set out in **paragraph 2.3** of this Announcement.

3. CLOSING DATE

The Offer will close at 5.30 p.m. (Singapore time) on 10 June 2025 (the "Closing Date"). The Offeror does not intend to extend the Offer beyond the Closing Date. Notice is hereby given that the Offer will not be open for acceptance beyond the Closing Date, save that such notice shall not be capable of being enforced in a competitive situation.

4. PROCEDURES FOR ACCEPTANCE

4.1 The procedures for acceptance of the Offer are set out in **Appendix 2** to the Offer Document and in the FAA and/or the FAT (as applicable).

4.2 Shareholders who wish to accept the Offer may do so by submitting the completed FAA in electronic form via the SGX-ST's Investor Portal at investors.sgx.com (in respect of individual and joint-alt account holders only) and/or completing and returning the FAA and/or the FAT (as the case may be) before the Closing Date in accordance with the instructions in the Offer Document and the Relevant Acceptance Forms.

5. OVERSEAS SHAREHOLDERS

5.1 **Overseas Shareholders**. The Offer Document, the Relevant Acceptance Forms, the Notification and/or any related documents do not constitute an offer or a solicitation to any person in any jurisdiction in which such offer or solicitation is unlawful. The Offer is not being proposed in any jurisdiction in which the introduction or implementation of the Offer would not be in compliance with the laws of such jurisdiction. Where there are potential restrictions on sending the Notification, the Relevant Acceptance Forms and/or any related documents to any overseas jurisdictions, the Offeror and UOB each reserves the right not to send the Notification, the Relevant Acceptance Forms and/or any related documents to such overseas jurisdictions.

5.2 The Offer will be made solely by the Offer Document and the Relevant Acceptance Forms, which contain the full terms and conditions of the Offer, including details of how the Offer may be accepted. The Offer is to be made to all Shareholders by the Offer Document being disseminated to Shareholders on the website of the SGX-ST at www.sgx.com.

For the avoidance of doubt, the Offer is open to all Shareholders, including those to whom the Notification and the Relevant Acceptance Forms have not been, or will not be, sent.

5.3 The availability of the Offer to Shareholders whose addresses are outside Singapore as shown in the Register or, as the case may be, in the records of CDP (collectively, the "**Overseas Shareholders**") may be affected by the laws of the relevant overseas jurisdictions. Accordingly, all Overseas Shareholders should inform themselves about, and observe, any applicable legal requirements in their own jurisdictions. Overseas Shareholders should read the section entitled "**Overseas Shareholders**" in the Letter to Shareholders in the Offer Document. **Appendix 7** to the Offer Document also sets out additional information for Overseas Shareholders for certain jurisdictions.

5.4 **Copies of the Offer Document, Relevant Acceptance Forms and Notification**. Shareholders (including Overseas Shareholders) may (subject to compliance with applicable laws) obtain electronic copies of the Offer Document, the Relevant Acceptance Forms, the Notification and/or any related documents from the website of SGX-ST as set out in **paragraph 2.3** of this Announcement.

5.5 **Compliance with Applicable Laws**. It is the responsibility of any Overseas Shareholder who wishes to (i) request for the Relevant Acceptance Forms, the Notification and/or any related documents and/or (ii) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdictions in that connection, including the obtaining of any governmental or other consent which may be required, or compliance with all other necessary formalities or legal requirements, or the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholder shall also be liable for any taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on its behalf (including UOB, CDP and the Registrar/Receiving Agent) shall be fully indemnified and held harmless by such Overseas Shareholder for any such taxes, imposts, duties or other requisite payments that may be required to be paid and the Offeror shall be entitled to set-off any such amounts against any sum payable to the Overseas Shareholder pursuant to the Offer and/or any acquisition of Shares pursuant to Sections 215(1) or 215(3) of the Companies Act. In (a) requesting for the Relevant Acceptance Forms, the Notification and/or any related documents and/or (b) accepting the Offer, the Overseas Shareholder represents and warrants to the Offeror, UOB, CDP and the Registrar/Receiving Agent that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements.

If any Shareholder is in any doubt about his position, he should consult his professional adviser(s) in the relevant jurisdiction.

5.6 **Notice**. The Offeror and UOB each reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement on the website of the SGX-ST or paid advertisement in a daily 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 (including Overseas Shareholders) to receive or see such announcement or advertisement.

6. INFORMATION RELATING TO CPFIS INVESTORS AND SRS INVESTORS

6.1 Investors who have purchased Offer Shares using their Central Provident Fund ("**CPF**") contributions pursuant to the Central Provident Fund Investment Scheme ("**CPFIS**", and such investors, the "**CPFIS Investors**") and investors who have purchased Offer Shares pursuant to the Supplementary Retirement Scheme ("**SRS**", and such investors, the "**SRS Investors**") should receive further information on how to accept the Offer from their respective agent banks included under the CPFIS (the "**CPF Agent Banks**") and the SRS (the "**SRS Agent Banks**") (as the case may be) directly. CPFIS Investors and SRS Investors are advised to consult their respective CPF Agent Banks and SRS Agent Banks (as the case may be) should they require further information, and if they are in any doubt as to the action they should take, CPFIS Investors and SRS Investors should seek independent professional advice.

6.2 CPFIS Investors and SRS Investors who wish to accept the Offer are to reply to their respective CPF Agent Banks and SRS Agent Banks (as the case may be) by the deadline stated in the letter from their respective CPF Agent Banks and SRS Agent Banks (as the case may be). Subject to the Offer becoming or being declared to be unconditional in all respects in accordance with its terms, CPFIS Investors and SRS Investors who validly accept the Offer will receive the payment for their Offer Shares in their respective CPF investment accounts and SRS investment accounts (as the case may be).

7. INDEPENDENT ADVICE

7.1 UOB is acting for and on behalf of the Offeror and does not purport to advise the Shareholders and/or any other person. In preparing the Offer Document on behalf of the Offeror, UOB has not had regard to the general or specific investment objectives, tax positions, risk profiles, financial situation or particular needs and constraints of any individual Shareholder.

7.2 The views of the directors of Amara who are considered independent for the purposes of the Offer (the "**Independent Directors**") and the independent financial adviser to the Independent Directors on the Offer will be made available to Shareholders in due course. The Independent Directors are required under the Code to despatch their views within 14 days of the date of electronic dissemination of the Offer Document to Shareholders. Shareholders may wish to consider their advice before taking any action in relation to the Offer.

If any Shareholder is in doubt as to the action he should take, he should immediately seek his own advice from his relevant financial, legal or tax advisers or other professional adviser.

8. GOVERNING LAW AND JURISDICTION

The Offer, the Offer Document, the Relevant Acceptance Forms, the Notification and all acceptances of the Offer and all contracts made pursuant thereto and actions taken or made or deemed to be taken or made thereunder shall be governed by, and construed in accordance with, the laws of the Republic of Singapore. The Offeror and each Shareholder who validly accepts or has validly accepted the Offer submit to the non-exclusive jurisdiction of the Singapore courts.

9. RESPONSIBILITY STATEMENT

The directors of the Offeror (including any director who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the directors of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources and/or reflected or reproduced in this Announcement in its proper form and context.

Issued by
United Overseas Bank Limited

For and on behalf of
DRC Investments Pte. Ltd.

13 May 2025
Singapore

Any inquiries relating to this Announcement or the Offer should be directed to UOB helpline at (65) 6539 7066 during office hours.

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 “expect”, “anticipate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “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 neither the Offeror nor UOB undertakes any obligation to update publicly or revise any forward-looking statements.