

VIBROPOWER CORPORATION LIMITED
(Company Registration No. 200004436E)
(Incorporated in the Republic of Singapore)

MANDATORY CONDITIONAL CASH OFFER FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF VIBROPOWER CORPORATION LIMITED (“OFFER”) OTHER THAN THOSE ALREADY OWNED, CONTROLLED OR AGREED TO BE ACQUIRED BY THE OFFEROR AND HIS CONCERT PARTIES

CASH OFFER FOR ALL OUTSTANDING WARRANTS (OTHER THAN THOSE HELD BY THE OFFEROR) IN CONJUNCTION WITH THE OFFER (“WARRANTS OFFER”)

DESPATCH OF NOTIFICATION ON ELECTRONIC DISSEMINATION OF OFFEREE CIRCULAR

1. INTRODUCTION

1.1. The Board of Directors (“**Board**”) of VibroPower Corporation Limited (“**Company**”, and together with its subsidiaries, the “**Group**”) refers to the following announcements and documents:

- (a) offer announcement (“**Offer Announcement**”) issued on 21 November 2024 by Mr. Benedict Chen Onn Meng (“**Offeror**”) relating to, *inter alia*, the mandatory conditional cash offer (“**Offer**”) for all of the issued and paid-up ordinary shares in the capital of the Company (“**Shares**”) excluding treasury shares and those already owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with him, in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore and Rule 14 of the Singapore Code on Take-overs and Mergers (“**Code**”), and the Offeror’s intention to make an offer to the holders, other than the Offeror, of outstanding warrants (“**Warrantholders**”) issued by the Company, in accordance with Rule 19 of the Code (“**Warrants Offer**”);
- (b) announcement issued on 21 November 2024 by the Company in response to the Offer Announcement;
- (c) announcement issued on 28 November 2024 by the Company relating to the appointment of SAC Capital Private Limited 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 for the purpose of making a recommendation to Shareholders and Warrantholders in connection with the Offer and the Warrants Offer, having taken into consideration the independent advice to be given by the IFA regarding the Offer and the Warrants Offer;
- (d) the offer document dated 12 December 2024 issued by the Offeror setting out the terms and conditions of the Offer (“**Offer Document**”);
- (e) the warrants offer letter dated 12 December 2024 issued by the Offeror setting out the terms and conditions of the Warrants Offer (“**Warrants Offer Letter**”);
- (f) the announcement dated 12 December 2024 issued by the Company in response to the electronic dissemination of the Offer Document and the Warrants Offer Letter; and
- (g) the announcement dated 16 December 2024 issued by the Offeror declaring the Offer unconditional in all respects.

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

2. DESPATCH OF NOTIFICATION

- 2.1. The Board wishes to announce that the Company has today despatched by post to Shareholders and Warrantheolders a notification (“**Notification**”) in connection with the electronic dissemination of the offeree board circular dated 26 December 2024 (“**Offeree Circular**”). The Offeree Circular contains, *inter alia*, the advice of the IFA to the Directors (other than Mr. Benedict Chen Onn Meng, the Offeror), and the recommendation of the Directors (other than Mr. Benedict Chen Onn Meng, the Offeror) to Shareholders and Warrantheolders in respect of the Offer and Warrants Offer.
- 2.2. The Notification contains the address and instructions for the electronic access, retrieval and downloading of the Offeree Circular.
- 2.3. Electronic copies of the Notification and the Offeree Circular are available on the SGXNet announcement page of the Company at <https://www.sgx.com/securities/company-announcements?value=VIBROPOWER%20CORPORATION%20LIMITED&type=company> and the website of the Company at <http://www.vibropower.com>.
- 2.4. The Offeree Circular requires the immediate attention of Shareholders and Warrantheolders. Shareholders and Warrantheolders should read and consider carefully the contents of the Offeree Circular, in particular, the advice of the IFA to the Directors (other than Mr. Benedict Chen Onn Meng, the Offeror) as well as the recommendation of the Directors (other than Mr. Benedict Chen Onn Meng, the Offeror) to the Shareholders and Warrantheolders in respect of the Offer and Warrants Offer as set out in the Offeree Circular before deciding whether or not to accept the Offer and/or Warrants Offer. Shareholders and Warrantheolders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers immediately.

3. Closing Date

Shareholders and Warrantheolders should note that as stated in the Offer Document and Warrants Offer Letter, the Offeror has given notice that the Offer and Warrants Offer will not be extended or open for acceptance after 5.30 p.m. (Singapore time) on 9 January 2025 (“**Closing Date**”).

Acceptances received after 5.30 p.m. (Singapore time) on the Closing Date will be rejected.

4. Directors’ Responsibility Statement

The directors of the Company (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated in this announcement are fair and accurate and that no material facts have been omitted from this announcement (the omission of which would render any statement in this announcement 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, the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Sia Huai Peng
Company Secretary
26 December 2024