

BROOK CROMPTON HOLDINGS LTD.
(Company Registration No. 194700172G)
(Incorporated in the Republic of Singapore)
(the “Company”)

RESPONSE TO SGX QUERIES

The Company refers to its announcement dated 8 July 2023 entitled “Notification of Substantial Shareholder’s Interest” (the “**Announcement**”). It was disclosed in the Announcement that there is a change in the percentage level of interest held by ATB Austria Antriebstechnik AG (“**ATB**”) from 66.1% to 61.2%, arising from its sale of 1,737,482 shares in the Company in an off-market transaction to a purchaser (the “**Purchaser**”).

The Company sets out its response to the queries raised by the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 10 July 2023 in relation to the Announcement.

1. Please disclose the relationship between ATB Austria Antriebstechnik AG and the purchaser (i.e. the beneficial owner of the shares), if any.

The Company understands from ATB that:

- (a) the Purchaser is part of a multinational group of companies;
- (b) as at the date of this announcement, there is no relationship between ATB and the Purchaser other than certain ATB subsidiaries (not including the Company and its subsidiaries) having past business transactions with the Purchaser in the ordinary course of business; and
- (c) ATB does not have any shareholding interest in the Purchaser.

2. Please clarify whether the purchaser, its directors and substantial shareholders (if applicable) have any connections (including any business relationship), direct or indirect, with the Company, and its directors and substantial shareholders. If yes, please disclose the relevant information.

The Company does not have any connections (including any business relationship), direct or indirect, with the Purchaser, its directors and substantial shareholders, other than Brook Crompton UK Ltd (wholly-owned by the Company) having sales transactions with certain subsidiaries of the Purchaser.

Each of the directors of the Company has confirmed that he does not have any connections (including any business relationship), direct or indirect, with the Purchaser, its directors and substantial shareholders (Mr Pang has indirect interest in the Wolong group as disclosed in the Company’s FY2022 annual report and circular dated 4 July 2023).

ATB is an indirect wholly-owned subsidiary of Wolong Electric Group Co., Ltd. ("**Wolong Electric**"), which is listed on the Shanghai Stock Exchange. The Company understands from ATB that:

- (a) Wolong Electric and its group entities have business and joint investment transactions with the Purchaser and its group entities in the ordinary course of business; and
- (b) Wolong Electric does not have any shareholding interest in the Purchaser.

3. Please clarify whether in connection with the off-market transaction between ATB Austria Antriebstechnik AG and the purchaser, there is any agreement or understanding, written or otherwise, between the parties pursuant to which the purchaser undertakes to vote in favour of the proposed IPT general mandate that will be put forth to independent shareholders for voting at the EGM to be held on 19 July 2023.

In connection with the off-market share sale by ATB to the Purchaser, ATB has confirmed that there is no agreement or understanding, written or otherwise, between the said parties pursuant to which the Purchaser has undertaken to vote in favour of the proposed IPT general mandate that will be put forth to independent shareholders for voting at the EGM to be held on 19 July 2023.

For and on behalf of the Board
BROOK CROMPTON HOLDINGS LTD.

Pang Xinyuan
Non-Independent Non-Executive Chairman

12 July 2023