CASA HOLDINGS LIMITED
COMPANY REGISTRATION NO. 199406212Z

PROPOSED ACQUISITION OF 80% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF POLYBUILDING (S) PTE. LTD.

1. INTRODUCTION

1.1 The Board of Directors (the "**Board**") of Casa Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") wishes to announce that the Company has on 11 February 2026 entered into a sale and purchase agreement (the "**SPA**") with Dimi Pte. Ltd ("**Dimi**"), Vistone Pte. Ltd. ("**Vistone**"), and Lim Soo Kong ("**Mr Lim**") (collectively, the "**Vendors**", and each a "**Vendor**") for the sale by the Vendors, and the purchase by the Company, of 4,800,000 ordinary shares (the "**Sale Shares**") representing 80% of the issued and paid-up share capital of Polybuilding (S) Pte. Ltd. (the "**Target Company**") subject to the terms and conditions set out in the SPA (the "**Proposed Acquisition**") for an aggregate consideration of S$13,200,000 (the "**Consideration**").

1.2 The Proposed Acquisition constitutes an "Interested Person Transaction" and a "Major Transaction" under Chapter 9 and Chapter 10 of the Main Board Listing Manual (the "**Listing Manual**") of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") respectively.

1.3 Accordingly, the Company will in due course despatch a circular to shareholders of the Company ("**Shareholders**") seeking approval for the Proposed Acquisition (the "**Circular**") and the other matters referenced in paragraph 3.3(c) below.

2. PROPOSED ACQUISITION

*The information in this section relating to the Target Company and its subsidiaries (collectively, the "**Target Group**") and the Vendors is based on information provided by and/or representations made by the Target Company and/or the Vendors. The Directors have not conducted an independent review or verification of the accuracy of the statements and information below. The sole responsibility of the Company and the Directors in this regard has been limited to ensuring that such information provided by the Target Company and the Vendors has been properly extracted and reproduced in the context that the information has been disclosed in this announcement.*

2.1 Information on the Target Group

The Target Company is a private company limited by shares incorporated in Singapore on 11 March 1974, with a share capital of S$6,000,000 comprising 6,000,000 issued and paid-up ordinary shares which are held by the Vendors in the following manner:

Name of Vendor	No. of shares in the capital of the Target Company	Percentage of shares in the Target Company (%)
Dimi	2,400,000	40.00
Vistone	2,400,000	40.00
Mr Lim	1,200,000	20.00
Total	**6,000,000**	**100.00**

The directors of the Target Company are Stefan Matthieu Lim Shing Yuan ("**Stefan**") who is the son of Mr Lim, and Chief Executive Officer and Executive Director of the Company, and Elena Lucasta Lim Huiqing (Elena Lucasta Lin Huiqing) ("**Elena**") who is the daughter of Mr Lim.

The Target Group is a specialist in natural stone and tiles supply, offering a comprehensive range of the high-quality materials including marble, granite, limestone, travertine, onyx, quartz, sandstone, slate, homogeneous tiles and agglomerate compressed stones. With over five decades of industry experience, the Target Group has developed into a full-service solutions

provider, offering integrated services spanning supply, fabrication, delivery and installation. The Target Group serves a broad client base, including developers, leading local and international architects, design consultants and homeowners, and has undertaken projects of varying scale and complexity across both residential and commercial sectors.

The Target Group operates from a fully equipped factory facility under a lease from the Jurong Town Corporation ("**JTC**") featuring specialised stone-processing machinery, including bridge cutters, surface treatment machines, water jet machines, edge profiling and polishing equipment, and drilling machines. These capabilities enable the Target Group to process stone from raw blocks to slabs, produce customised sizes, and deliver a wide range of surface finishes and edge profiles. The Target Group's operational infrastructure, combined with its technical expertise and project experience, allows it to meet diverse client requirements and maintain consistent quality standards across all products and services.

Details of the subsidiaries and associated company of the Target Company as at the date of this announcement are set out in the table below:

Target Company's Subsidiaries	Principal Activities	Effective equity held by the Target Company
Mypolybuilding Sdn. Bhd. (incorporated in Malaysia)	Trading of building materials and general contractor	100.00%
Polikon Pte. Ltd. (incorporated in Singapore)	General contractors (building construction including major upgrading works)	100.00%
Casa Poly Builder Sdn. Bhd. (incorporated in Malaysia)	Property holdings	45.00%(1)

Note:

(1) The 45.00% is held through Mypolybuilding Sdn. Bhd..

For completeness, as at the date of this announcement, the Company holds 55.00% of Casa Poly Builder Sdn. Bhd. directly and as such, Casa Poly Builder Sdn. Bhd. is an existing subsidiary of the Company.

2.2 **Information on the Vendors**

(a) Mr Lim

Mr Lim is an Executive Director and a controlling shareholder of the Company. Mr Lim has an interest in an aggregate of 59,944,202 ordinary shares in the issued share capital of the Company (the "**Shares**"), representing approximately 28.57% of the total issued share capital of the Company.

(b) Dimi

Dimi is a private company limited by shares incorporated in Singapore. Dimi is an investment holding company and as at the date of this announcement, Mr Lim holds 90% of the issued share capital of Dimi, while Luke Lim Shing Wen ("**Luke**"), who is the son of Mr Lim, holds 10%. The sole director of Dimi is Luke.

(c) Vistone

Vistone is a private company limited by shares incorporated in Singapore. Vistone is an investment holding company and as at the date of this announcement, Mr Lim holds 80% of the issued share capital of Vistone, while Stefan and Elena each hold 10%. The directors of Vistone are Stefan and Elena.

As at the date of this announcement, and save as disclosed above, the Vendors do not have any other direct or indirect interest in the shares of the Company.

2.3 **Rationale for the Proposed Acquisition**

The Proposed Acquisition represents a significant strategic opportunity for the Group to expand its business and operational footprint, diversifying its offerings, and establish additional revenue streams to support sustainable long-term growth, consistent with the Group's business strategies and long-term plans. The Board is of the view that the businesses of the Target Group are highly complementary to the Group's existing operations and will strengthen its overall capabilities, enabling more efficient execution of current and future business initiatives and enhancing the Group's competitive positioning in the market.

Leveraging the Group's established resources, operational infrastructure, extensive customer base, and strong industry reputation, the Proposed Acquisition is expected to generate substantial operational synergies and economies of scale. These synergies are anticipated to result in enhanced efficiency, expanded market reach, optimisation of resources, and improved cost management. In addition, the incremental and diversified income streams are expected to provide the Group with greater financial capacity and flexibility to pursue future growth opportunities, thereby supporting the Group's long-term profitability and reinforcing sustainable shareholder value creation.

With an acquisition of 80% of the Target Company, the Company gains clear control of the Target Company to drive integration and growth and in view of the Consideration being part substantially in Shares, without an over-commitment in capital from the start. This gives the Company room to manage execution risks and preserve flexibility for future steps.

The decision of the Vendors to retain an interest of 20% in the Target Company and to take a substantial part of the Consideration in Shares, underlies the confidence of the Vendors in both the business of the Target Group as well as the enlarged Group. The interest of the Vendors are also then closely aligned as shareholders of the Target Company and shareholders of the Company, supporting accountability and continuity.

2.4 **Valuation of the Target Group**

There is no open market value for the Sale Shares as they are not publicly traded. The Company has commissioned an independent valuer, AVA Associates Limited. (the "**Independent Valuer**"), to conduct an independent valuation on the Target Company. In a preliminary valuation conducted by the Independent Valuer (the "**Draft Valuation Report**"), the Independent Valuer had valued the Target Group at approximately S$16,500,000, using the income approach as the primary approach based on the discounted cashflow (DCF) methodology as the primary valuation approach and conducted a comparable companies analysis as a reference crosscheck. With sensitivity tests being performed with changes in variables such as the weighted average cost of capital (WACC), growth rates and profits being taken into account, the aggregate value for the Target Group, as at 31 October 2025, could range from approximately S$15,100,000 to S$17,800,000. Please note that as the independent valuation is not yet complete, these figures may be subject to change. A summary of the final valuation report will be included in the Circular to be issued by the Company.

Based on the latest audited consolidated financial statements of the Target Group for the financial year ended 30 April 2025 and the management accounts of the Target Group for the six month period ended 31 October 2025:

(a) its book value as at 30 April 2025 was approximately S$19,372,878, and S$20,312,019 as at 31 October 2025;

(b) its net profit after tax for the financial year ended 30 April 2025 was approximately S$767,692, and S$333,735 for the six month period ended 31 October 2025; and

(c) its net tangible asset value as at 30 April 2025 was approximately S$19,372,878, and S$20,312,019 as at 31 October 2025.

3. PRINCIPAL TERMS OF THE PROPOSED ACQUISITION

3.1 Sale Shares

The Sale Shares are sold by the Vendors as follows:

Name of Vendor	No. of Sale Shares
Dimi	1,920,000
Vistone	1,920,000
Mr Lim	960,000
Total	**4,800,000**

Subject to the terms and conditions of the SPA, the Sale Shares are sold free from all encumbrances and together with all rights, dividends, entitlements and advantages attaching thereto as of and including the date of Completion (including the right to receive all dividends or distributions declared, made or paid on or after Completion).

3.2 Consideration

The Consideration for the Sale Shares is S$13,200,000. The Consideration was arrived at after arms' length negotiations and on a willing-buyer willing-seller basis, taking into account, *inter alia*, the valuation conducted by the Independent Valuer, the financial information of the Target Group and the rationale for and benefits of the Proposed Acquisition which are expected to accrue to the Group.

The Consideration will be satisfied by way of an issue of new ordinary shares in the capital of the Company (the "**Consideration Shares**") and cash in the following manner:

(a) S$8,580,000 is to be satisfied by the allotment and issuance of 65,000,000 Consideration Shares at S$0.132 per Consideration Share (the "**Issue Price**") to the Vendors in proportion to their current shareholding in the Target Company; and

(b) S$4,620,000 is payable in cash to the Vendors in proportion to their current shareholding in the Target Company.

The Consideration Shares represent 30.98% of the Company's current issued and paid-up share capital, and will represent approximately 23.65% of the Company's enlarged share capital immediately after Completion. The Issue Price is equivalent to the closing price per Share for Shares traded on SGX-ST on 6 February 2026 (being the last full market day preceding the date of the SPA on which Shares were traded).

The shareholdings of the Vendors and of the current substantial Shareholders in the Company before and after Completion of the Proposed Acquisition are envisaged to be:

Before the Proposed Acquisition

	Direct Interests	Indirect Interests	Total	Shareholding Percentage (%)
Hu Zhonghuai	60,826,710	-	60,826,710	28.99
Lim Choo Hong[(1)]	20,935,168	-	20,935,168	9.98
Mr Lim	42,808,532	17,135,670	59,944,202	28.57
Vistone	-	-	-	-
Dimi	-	-	-	-

After the Proposed Acquisition

	Direct Interests	Indirect Interests	Total	Shareholding Percentage (%)
Hu Zhonghuai	60,826,710	-	60,826,710	22.13
Lim Choo Hong(1)	20,935,168	-	20,935,168	7.62
Mr Lim	55,808,532	17,135,670	72,944,202	26.54
Vistone	26,000,000	-	26,000,000	9.46
Dimi	26,000,000	-	26,000,000	9.46

Note:

(1) Mr Lim Choo Hong and Mr Lim are not related to each other.

3.3 **Conditions Precedent**

Completion of the Proposed Acquisition ("**Completion**") is conditional upon the fulfilment (or waiver by the Company) of certain conditions specified in the SPA (the "**Conditions Precedent**") which include the following:

(a) the Company being satisfied in its sole and absolute discretion with the results of the due diligence investigations (whether legal, financial, contractual, tax or otherwise) carried out by the Company in respect of the Target Group;

(b) (i) the Securities Industry Council of Singapore ("**SIC**") having granted to the Vendors and their concert parties a waiver of their obligation to make a mandatory general offer under Rule 14 of the Singapore Code on Take-overs and Mergers (the "**Code**") for the Shares not held by the Vendors and their concert parties as a result of the allotment and issuance of the Consideration Shares to the Vendors, and from having to comply with the requirements of Rule 14 of the Code (the "**Whitewash Waiver**") and not being revoked or amended, (ii) any conditions attached to the Whitewash Waiver being satisfactory to the Company in its reasonable discretion, and (iii) the satisfaction of all of such conditions attached to the Whitewash Waiver (including but not limited to the issuance of an opinion from the independent financial adviser to be appointed);

(c) the approval of the Shareholders at an an extraordinary general meeting to be convened ("**EGM**") being obtained for all transactions contemplated in the SPA upon the terms and conditions set out in the SPA including:

(i) approval(s) pursuant to Chapter 9 of the Listing Manual;

(ii) approval(s) pursuant to Chapter 10 of the Listing Manual;

(iii) specific Shareholders' approval(s) for and in connection with the issuance and allotment of the Consideration Shares to the Vendors pursuant to Chapter 8 of the Listing Manual;

(iv) the approval of the independent shareholders of the Company for the waiver of their right to receive a mandatory general offer from the Vendors and their concert parties in connection with the issue of the Consideration Shares (the "**Whitewash Resolution**");

(v) approval of the expansion and diversification of the business of the Company to include the businesses of the Target Group Companies;

and such approvals having been obtained (each on terms and conditions acceptable to the Company and Mr Lim (as the representative of the Vendors), each acting reasonably) remaining in full force and effect and not being revoked or amended;

(d) the receipt and non-withdrawal of the approval-in-principle of the SGX-ST for, *inter alia,* the listing and quotation of the Consideration Shares on the SGX-ST;

(e) the Company having obtained the valuation report in respect of the value of the Sale Shares with a valuation satisfactory to the Company in its reasonable discretion;

(f) the Company having obtained the opinion of its independent financial adviser that the transactions contemplated by the SPA as an interested person transaction ("**IPT**") is on normal commercial terms and is not prejudicial to the interests of the Company and its minority shareholders;

(g) the completion of certain matters relating to the Target Group Companies including (i) a disposal of certain properties, (ii) restructuring of securities in favour of UOB Limited, (iii) settlement of all related party loans and debts and (iv) termination of all related party transactions, to the reasonable satisfaction of the Company;

(h) all required consents or approvals as may be necessary from any third party, governmental or regulatory authorities being obtained for all transactions contemplated in the SPA upon the terms and conditions set out in the SPA on terms and conditions acceptable to the Company; and

(i) there being no material breach of the terms imposed by JTC for the grant of its in-principle approval of the renewal of the Target Company's lease at 8 Tuas Avenue 11, Singapore 639074 or the revocation of such approval.

The long-stop date for the fulfilment of the Conditions Precedent is six (6) months from the date of the SPA or such other date as the parties may agree.

3.4 **Completion**

Subject to the fulfilment or waiver (as the case may be) of the Conditions Precedent, Completion shall occur on the date as notified by the Company to the Vendors provided that it shall occur no later than the date falling three (3) months from the date of the EGM or such other date as the parties may agree (the "**Completion Date**"). Upon Completion, the Company will hold 80% of the entire issued and paid-up share capital of the Target Company, and the Target Company will become a direct subsidiary of the Company.

3.5 **Source of Funds**

The cash portion of the Consideration (being S$4,620,000) will be funded by internal resources of the Group, while the balance of the Consideration shall be satisfied through the allotment and issuance of the Consideration Shares to the Vendors at S$0.132 each.

4. ALLOTMENT AND ISSUANCE OF THE CONSIDERATION SHARES

4.1 Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**") and Rule 805 of the Listing Manual provide, among others, that an issuer must obtain prior approval of its shareholders in general meeting for the issue of shares, unless such issue is covered under a general mandate obtained from shareholders of the Company. Rule 806 of the Listing Manual states that any issue of shares, other than on a *pro rata* basis to existing shareholders, made pursuant to a general mandate must be not more than 20% of the total number of issued shares (excluding treasury shares and subsidiary holdings).

4.2 Accordingly, the Company will be seeking approval from Shareholders for the allotment and issuance of the Consideration Shares pursuant to Section 161 of the Companies Act and Rules 805 and 806 of the Listing Manual, as the allotment and issuance of the Consideration Shares for the Proposed Acquisition will not be in reliance on the general mandate obtained from Shareholders at the annual general meeting of the Company on 23 January 2026, as they amount to approximately 30.98% in aggregate of the total number of Shares of the Company at the time the general mandate was obtained (being 209,826,140 Shares, excluding treasury shares and subsidiary holdings).

5. FINANCIAL EFFECTS OF THE PROPOSED ACQUISITION

5.1 The financial effects of the Proposed Acquisition on the Company as set out below are purely for illustrative purposes only, and do not reflect the future financial position of the Company after Completion.

5.2 The financial effects have been prepared on a pro forma basis using the latest audited consolidated financial statements of the Group for the financial year ended 30 September 2025 ("**FY2025**") and based on the following assumptions:

(a) the number of Shares is based on 209,826,140 Shares as at 1 October 2024 and 30 September 2025, and 274,826,140 Shares immediately following the allotment and issuance of 65,000,000 Consideration Shares;

(b) the Proposed Acquisition had been completed on 30 September 2025 for the purposes of computing the pro forma financial effects on the net tangible asset ("**NTA**") per Share of the Company;

(c) the Proposed Acquisition had been completed on 1 October 2025 for the purposes of computing the pro forma financial effects on the loss per Share ("**LPS**") of the Company; and

(d) the costs and expenses incurred in connection with the Proposed Acquisition are disregarded.

5.3 **NTA per Share**

The effects of the Proposed Acquisition on the NTA per Share of the Company for FY2025 are as follows:

	Before the Proposed Acquisition	**After the Proposed Acquisition**
NTA attributable to equity holders of the Company (S$)	65,325,000	68,374,615
Number of Shares	209,826,140	274,826,140
NTA per Share (S$)	0.3113	0.2488

5.4 **Loss per Share**

The effects of the Proposed Acquisition on the loss per Share of the Company for FY2025 are as follows:

	Before the Proposed Acquisition	**After the Proposed Acquisition**
Loss attributable to equity holders of the Company (S$)	1,323,000	748,935
Number of Shares	209,826,140	274,826,140
LPS (Singapore cents)	0.63	0.27

6. RELATIVE FIGURES UNDER CHAPTER 10 OF THE LISTING MANUAL

6.1 Based on the latest announced consolidated financial statements of the Group (being the audited consolidated financial statements for FY2025), the relative figures of the Proposed Acquisition as computed on the bases set out in Rule 1006 of the Listing Manual are as follows:

Rule	Base	Relative Figure
1006(a)	The net asset value of the assets to be disposed of, compared with the Group's net asset value. This basis is not applicable to an acquisition of assets.	Not applicable as this is not a disposal
1006(b)	The net profits or net loss attributable to the assets acquired, compared with Group's net profits.	(28.25)%(1)
1006(c)	The aggregate value of the consideration given or received, compared with the Company's market capitalisation based on the total number of issued shares excluding treasury shares.	91.82%(2)
1006(d)	The number of equity securities issued by the Company as consideration for the acquisition, compared with the number of equity securities previously in issue.	30.98%(3)
1006(e)	The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the Group's proved and probable reserves. This basis is applicable to a disposal of mineral, oil or gas assets by a mineral, oil and gas company, but not to an acquisition of such assets.	Not applicable as this is not a disposal

Notes:

(1) Calculated based on (a) the trailing twelve months net profit of approximately S$574,065 attributable to the Sale Shares based on the Target Company's audited consolidated financial statements for the year ended 30 April 2025, and the unaudited management accounts for the 6-month period from 1 May 2025 to 31 October 2025, and (b) the Group's net loss of S$2,032,000 for FY2025.

(2) Pursuant to Rule 1003(3) of the Listing Manual, where the consideration is in the form of shares, the value of the consideration shall be determined by reference either to the market value of such shares or the net asset value ("**NAV**") represented by such shares, whichever is higher. For the purpose of Rule 1003(3), the market value of the Shares on 6 February 2026 being the market day preceding the date of the SPA where trades were conducted is S$0.132 per Share and the NAV per Share is S$0.3113. Accordingly, the value of the Consideration Shares is S$20,234,500 using the NAV per Share of S$0.3113 per Share (which is higher than the market value per Share) and the aggregate value of the Consideration given for the purposes of calculating the relative figures under Rule 1006(c) is S$24,854,500. The market capitalisation of the Company is derived by multiplying 209,826,410 Shares in issue by the volume-weighted average traded price of S$0.129 on 6 February 2026, being last full market day preceding the date of the SPA on which Shares were traded.

(3) Calculated based on (a) the number of Consideration Shares, being 65,000,000, and (b) the number of Shares in issue prior to the Proposed Acquisition, being 209,826,410.

6.2 As the relative figures computed under Rules 1006(b), 1006(c), and 1006(d) of the Listing Manual exceed 20%, the Proposed Acquisition is a "major transaction" under Chapter 10 of the Listing Manual and is subject to the approval of the Shareholders.

7. WHITEWASH WAIVER

7.1 Under Rule 14 of the Code, upon issuance of the Consideration Shares, the Vendors and their concert parties are obliged to extend a general offer to the Shareholders for the remaining issued Shares not already owned, controlled or agreed to be acquired by the Vendors and their concert parties. An application will be made to the SIC for the Whitewash Waiver. Subject to receipt of the Whitewash Waiver, the Company will also seek approval from independent Shareholders in respect of the Whitewash Resolution.

7.2 RHT Capital Pte. Ltd. has been appointed as the independent financial adviser ("**IFA**") to advise the Directors who are independent for the purposes of the Whitewash Resolution on whether the terms of the Proposed Acquisition are fair and reasonable and the Whitewash Resolution, when considered in the context of the Proposed Acquisition, is not prejudicial to the interest of the independent Shareholders of the Company. The IFA's opinion will be included in the Circular.

8. THE PROPOSED ACQUISITION AS AN INTERESTED PERSON TRANSACTION

8.1 The Proposed Acquisition as an Interested Person Transaction

Mr Lim is an Executive Director of the Company and is also a controlling Shareholder of the Company. Stefan is an Executive Director and the Chief Executive Officer of the Company and Elena and Luke (being the immediate family members of Mr Lim and Stefan), and Dimi and Vistone (being companies in which Mr Lim, Stefan and/or their immediate family members have an interest in 30% or more) are each considered to be "interested persons" under Rule 904(4)(a)(ii) of the Listing Manual, and hence the Proposed Acquisition is considered an IPT pursuant to Chapter 9 of the Listing Manual.

Pursuant to Rule 906(1) of the Listing Manual, an issuer must obtain shareholders' approval for any IPT of a value equal to, or more than, 5% of the group's latest audited NTA. Based on the Group's audited consolidated financial statements for FY2025, being its latest available audited financial statements, the Consideration for the Proposed Acquisition represents approximately 20.95% of the Group's latest audited consolidated NTA of approximately S$62,998,000. Accordingly, Shareholders' approval is required for the Proposed Acquisition as an IPT. Pursuant to Rule 919 of the Listing Manual, Mr Lim and any associates of Mr Lim, Stefan, Elena, Luke, Dimi and Vistone must not vote on the resolution nor accept appointments as proxies unless specific instructions as to voting are given.

8.2 Total value of all IPTs

As at the date of this announcement and for the current financial year beginning 1 October 2025, save for the Proposed Acquisition, there are no IPTs over S$100,000 entered into by the Group with any of the Vendors or their associates.

The total value of all IPTs entered into by the Group for the current financial year beginning 1 October 2025 up to the date of this announcement (excluding transactions which are less than S$100,000 and the Proposed Acquisition) is nil.

8.3 Statement of the Audit Committee

The Company's Audit Committee will obtain a final opinion from the IFA, before forming its view as to whether the Proposed Acquisition is on normal commercial terms and is not prejudicial to the interests of the Company and its minority Shareholders, which will be set out in the Circular in due course.

9. DIRECTORS' SERVICE CONTRACT

No person is proposed to be appointed as a Director of the Company in connection with the Proposed Acquisition.

10. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Save as disclosed in this announcement and other than through their respective shareholdings in the Company if any, none of the Directors and/or substantial Shareholders of the Company has any interest, direct or indirect, in the Proposed Acquisition.

11. EXTRAORDINARY GENERAL MEETING

The Company will be seeking Shareholders' approval at the EGM for, *inter alia*, the Proposed Acquisition as an IPT and a major transaction, the allotment and issuance of the Consideration Shares and the Whitewash Resolution. A Circular containing, *inter alia*, the notice of EGM and further details of the Proposed Acquisition will be despatched to Shareholders in due course.

12. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the SPA and the Draft Valuation Report are available for inspection during normal business hours at the registered office of the Company at 15 Kian Teck Crescent, Singapore 628884, for a period of three (3) months commencing from the date of this announcement.

13. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Acquisition, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in the announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in its proper form and context.

14. FURTHER ANNOUNCEMENTS

The Company will make further announcements in compliance with the requirements of the Listing Manual as and when there are material developments in respect of the Proposed Acquisition.

15. CAUTION IN TRADING

Shareholders are advised to exercise caution in trading their shares as there is no certainty or assurance that the Proposed Acquisition will be completed. The Company will make the necessary announcements as and when there are further developments on the Proposed Acquisition. Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stockbrokers, bank managers, accountants, solicitors or other professional advisers if they have any doubt about the actions that they should take.

BY ORDER OF THE BOARD

Lai Hock Meng
Chairman and Independent Non-Executive Director

Date : 11 February 2026