

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**

ELECTRONIC DESPATCH OF OFFER DOCUMENT AND WARRANTS OFFER LETTER

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:
- (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; and
 - (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.

Unless otherwise defined, all capitalised terms used herein shall bear the same meaning ascribed to them in the aforesaid announcements. Please refer to the Company's announcements issued on 21 November 2024 and 28 November 2024 regarding the Company's response to the Offer Announcement and the appointment of the IFA.

2. Electronic Despatch of Offer Document and Warrants Offer Letter

- 2.1. The Board wishes to inform Shareholders that the Offeror has opted to electronically despatch
- (a) the offer document dated 12 December 2024 ("**Offer Document**") containing the terms and conditions of the Offer and enclosing the appropriate acceptance forms for the Offer, and
 - (b) the letter to Warrantholders dated 12 December 2024 ("**Warrants Offer Letter**") containing the terms and conditions of the Warrants Offer and enclosing the appropriate acceptance forms for the Warrants Offer on SGXNet and the Company's website.
- 2.2. The Offer and Warrants Offer are subject to the terms and conditions set out in the Offer Document and Warrants Offer Letter respectively. Electronic copies of the Offer Document and Warrants Offer Letter, together with the Notification (defined below) accompanying acceptance forms for each offer are available on the websites of the SGX-ST and the Company at <http://www.sgx.com> and <http://www.vibropower.com>, respectively.
- 2.3. A hardcopy notification ("**Notification**") containing addresses and instructions for the electronic retrieval of the Offer Document and Warrants Offer Letter and their related

documents has been despatched by post to Shareholders and/or Warrantholders, together with the relevant acceptance forms on the Despatch Date (defined below).

3. Offeree Circular

- 3.1. Following the despatch of the Offer Document and related documents, and the Warrants Offer Letter and related documents, a circular ("**Offeree Circular**") to be issued by the Company, containing, *inter alia*, the advice of the IFA and the recommendation of the Independent Directors in respect of the Offer and Warrants Offer will be electronically disseminated by the Company to the Shareholders and Warrantholders within 14 days from the despatch date of the Offer Document and Warrants Offer Letter, and their respective related documents ("**Despatch Date**").
- 3.2. The Company will make an announcement to inform Shareholders and Warrantholders of the issue of the Offeree Circular in due course.

4. Cautionary Statement

- 4.1. **In the meantime, Shareholders and Warrantholders are advised to exercise caution when dealing in their Shares and Warrants, and should refrain from taking any action which may be prejudicial to their interests if they are in any doubt as to what course of action they should pursue until they and/or their advisers have considered all relevant information set out in the Offeree Circular, including the recommendation of the Independent Directors as well as the advice of the IFA. Shareholders and Warrantholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional adviser.**

5. Directors' Responsibility Statement

- 5.1. 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.
- 5.2. 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
12 December 2024