



SINGAPORE O&G LTD.  
CARING FOR WOMEN'S & CHILDREN'S HEALTH

## SINGAPORE O&G LTD.

(Company Registration No. 201100687M)

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### VOLUNTARY UNCONDITIONAL CASH OFFER BY UNITED OVERSEAS BANK LIMITED FOR AND ON BEHALF OF NEWMEDCO GROUP LTD. FOR SINGAPORE O&G LTD.

#### DELISTING DATE

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#### 1. Introduction

1.1 The board of directors ("**Board**") of Singapore O&G Ltd. ("**Company**") refers to the following announcements:

- (a) offer announcement ("**Offer Announcement**") issued on 7 March 2022 by United Overseas Bank Limited ("**UOB**") for and on behalf of NewMedCo Group Ltd. ("**Offeror**") relating to, *inter alia*, the voluntary unconditional cash offer ("**Offer**") for all the issued and paid-up ordinary shares ("**Shares**") in the capital of the Company other than any Shares held in treasury and those Shares held, directly or indirectly, by the Offeror as at the date of the Offer in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers;
- (b) the offer document dated 21 March 2022 issued by UOB for and on behalf of the Offeror setting out the full terms and conditions of the Offer ("**Offer Document**");
- (c) the announcement dated 18 April 2022 issued by UOB for and on behalf of the Offeror in relation to, *inter alia*, the close of the Offer at 5.30 p.m. (Singapore time) on 4 May 2022 ("**Final Closing Date**"), the level of acceptances of the Offer as at 6.00 p.m. (Singapore time) on 18 April 2022, the Offeror's entitlement and intention to compulsorily acquire the remaining Shares pursuant to Section 215(1) of the Companies Act 1967 of Singapore ("**Companies Act**"), at a price equal to the Offer Price (as adjusted in accordance with paragraph 2.4 of the Offer Document) ("**Loss of Free Float Announcement**");
- (d) the announcement dated 12 May 2022 issued by UOB for and on behalf of the Offeror that the Offeror has despatched to the Shareholders who have not accepted the Offer ("**Dissenting Shareholders**") a letter in relation to, *inter alia*, the Offeror's exercise of its rights of Compulsory Acquisition under Section 215(1) of the Companies Act and the right of Dissenting Shareholders under Section 215(3) of the Companies Act to require the Offeror to acquire the Shares held by them, and the relevant forms prescribed under the Companies Act in relation to Section 215(1) and Section 215(3) of the Companies Act, namely, Form 57 and Form 58 respectively ("**Compulsory Acquisition Documents**") ("**Compulsory Acquisition Announcement**"); and
- (e) the announcement dated 7 June 2022 issued by the Company in relation to, *inter alia*, the approval of the Singapore Exchange Regulation Pte Ltd ("**SGX Regco**") for the delisting of the Company from the Official List of the SGX-ST ("**Delisting Approval Announcement**").

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

## 2. Delisting

- 2.1 The Offeror has on 13 June 2022 exercised its right of compulsory acquisition under Section 215(1) of the Companies Act to compulsorily acquire all the Shares of the Dissenting Shareholders, at an offer price of S\$0.286 (after deduction of the final one-tier exempt dividend of S\$0.009 per Share for the financial year ended 31 December 2021). The Company understands from the Offeror that the Compulsory Acquisition is expected to be completed on or around 16 June 2022.
- 2.2 Following the completion of the Compulsory Acquisition, the Offeror will own all the Shares of the Company. Accordingly, the Board wishes to announce that the Company will be delisted from the SGX-ST with effect from 9.00 a.m. (Singapore time) on 17 June 2022 following the completion of the Compulsory Acquisition.
- 2.3 Upon the delisting of the Company on 17 June 2022, all the conditions set by the SGX Regco in relation to the Delisting Application as set out in the Delisting Approval Announcement will have been met.
- 2.4 The SGX Regco's decision is not an indication of the merits of the Delisting Application.

## 3. Directors' Responsibility Statement

- 3.1 The directors of the Company (including any director who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly.
- 3.2 Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, 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

MR. NG BOON YEW  
LEAD INDEPENDENT DIRECTOR  
15 June 2022

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*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

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