



**COSMOSTEEL HOLDINGS LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number: 200515540Z)  
(the “**Company**”)

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**VOLUNTARY CONDITIONAL CASH OFFER FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF COSMOSTEEL HOLDINGS LIMITED**

**RESPONSE TO OFFER ANNOUNCEMENT**

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**1. Introduction**

- 1.1. The Board of Directors (“**Board**”) of CosmoSteel Holdings Limited (“**Company**”, and together with its subsidiaries, the “**Group**”) wishes to refer shareholders of the Company (“**Shareholders**”) to the announcement dated 15 May 2025 (“**Offer Announcement**”) made by Evolve Capital Advisory Private Limited for and on behalf of 3HA Capital Private Limited (“**Offeror**”) relating to a voluntary conditional cash offer (“**Offer**”) for all of the issued and paid-up ordinary shares in the capital of the Company (“**Shares**”) in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore and Rule 15 of the Singapore Code on Take-overs and Mergers (“**Code**”).
- 1.2. A copy of the Offer Announcement is available on the website of the Singapore Exchange Securities Trading Limited at [www.sgx.com](http://www.sgx.com). Shareholders are advised to review the Offer Announcement in its entirety and carefully, in particular, for details of the Offer, information on the Offeror, the rationale for the Offer, and the Offeror’s intentions for the Company in respect of the listing status of the Company.
- 1.3. The formal offer document to be issued by the Offeror setting out the full terms and conditions of the Offer (“**Offer Document**”) and enclosing the appropriate form(s) of acceptance of the Offer, will be despatched to the Shareholders not earlier than 14 days and not later than 21 days from 15 May 2025, which is the date of the Offer Announcement.

**2. Independent Financial Adviser and Offeree Circular**

- 2.1. The Board will in due course be appointing an independent financial adviser (“**IFA**”) to advise the directors of the Company who are considered independent for the purposes of making a recommendation to the Shareholders in connection with the Offer (“**Independent Directors**”).
- 2.2. A circular (“**Offeree Circular**”) containing, *inter alia*, the advice of the IFA and the recommendation of the Independent Directors in respect of the Offer will be issued by the Company to the Shareholders within 14 days from the date of despatch of the Offer Document.

**3. Cautionary Statement**

**In the meantime, Shareholders are advised to exercise caution when dealing with their Shares and refrain from taking any action in relation to their Shares which may be prejudicial to their interests, 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 who are in**

**doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

**4. Directors' Responsibility Statement**

- 4.1. 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.
- 4.2. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement), 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**

Ong Tong Hai  
Chief Executive Officer and Executive Director  
15 May 2025