

**PROPOSED ACQUISITION BY RELISH INVESTMENTS OF ALL THE ISSUED ORDINARY
SHARES IN THE CAPITAL OF RE&S HOLDINGS LIMITED BY WAY OF A SCHEME OF
ARRANGEMENT**

LEAVE TO CONVENE SCHEME MEETING IN RELATION TO THE SCHEME

1. INTRODUCTION

The board of directors (the "**Board**" or "**Directors**") of RE&S Holdings Limited (the "**Company**") refers to:

- (a) the joint announcement dated 19 May 2024 (the "**Joint Announcement**") made by the Company and Relish Investments (the "**Offeror**") in relation to the proposed acquisition (the "**Acquisition**") of all the issued and fully paid-up ordinary shares in the capital of the Company (the "**Shares**") by the Offeror, which will be effected by the Company by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act 1967 of Singapore (the "**Companies Act**") and the Singapore Code on Take-overs and Mergers (the "**Code**"); and
- (b) the announcement dated 16 July 2024 (the "**Notice of Court Hearing Date Announcement**") made by the Company, in relation to the hearing date of the application in HC/OA 680/2024 (the "**Application**") that had been filed with the Court for leave to convene the Scheme Meeting in the manner set out in the Application.

*Unless otherwise defined, capitalised terms used in this announcement (the "**Announcement**") shall bear the same meanings as set out in the Joint Announcement or the Notice of Court Hearing Date Announcement, as the case may be.*

2. LEAVE TO CONVENE THE SCHEME MEETING IN RELATION TO THE SCHEME

The Board would like to update Shareholders that the Court has today, at the hearing of the Application, granted the Company leave to convene the Scheme Meeting for the purposes of considering and, if thought fit, approving the Scheme.

The Company will make further announcements in due course on the despatch of the Scheme Document to Shareholders and inform Shareholders of the date of the Scheme Meeting, in compliance with applicable laws and regulations.

Shareholders are advised to refrain from taking any action in relation to their Shares which may be prejudicial to their interests until they or their advisers have considered the information and the recommendations of the Non-Conflicted Directors on the Scheme as well as the advice of the IFA to be set out in the Scheme Document.

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

3. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement which relate to the Company (excluding information relating to the Offeror) are fair and accurate and that, where appropriate, no material facts which relate to the Company have been omitted from this Announcement, and the Directors jointly and severally accept responsibility accordingly.

Where any information in this Announcement (including information which relates to the Company) has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror, the sole responsibility of the Directors has been to ensure that, through reasonable enquiries, such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement in its proper form and context. The Directors do not accept any responsibility for any information relating to the Offeror or any opinion expressed by the Offeror.

By Order of the Board

RE&S HOLDINGS LIMITED

Foo Kah Lee

Executive Director and CEO

24 July 2024

*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 Announcement, including the correctness of any of the statements or opinions made or reports contained in this Announcement.*

The contact person for the Sponsor is Ms. Lim Hui Ling, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.