



SINGAPORE O&G LTD.
(Company Registration No. 201100687M)

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

**NOTICE TO SHAREHOLDERS REGARDING ELECTRONIC DISSEMINATION OF
OFFEREE CIRCULAR**

Board of Directors:

DR. BEH SUAN TIONG
(Executive Chairman)
DR. HENG TUNG LAN
(Founder and Executive Director)
MR. NG BOON YEW
(Lead Independent Director)
MS. SEE THO SOAT CHING
(Independent Director)
MS. LINDA HOON SIEW KIN
(Independent Director)

Registered Office:

229 Mountbatten Road
#02-02
Mountbatten Square
Singapore 398007

4 April 2022

To: The Shareholders of Singapore O&G Ltd.

Dear Sir/Madam,

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 ("**Code**");
 - (b) announcement issued on 8 March 2022 by the Company in response to the Offer Announcement;

- (c) announcement issued on 9 March 2022 by the Company relating to the appointment of Xandar Capital Pte. Ltd. as the independent financial adviser (“**IFA**”) to advise the directors of the Company who are considered to be independent for the purpose of making a recommendation to Shareholders in respect of the Offer (“**Recommending Directors**”);
- (d) 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**”);
- (e) the announcement issued on 21 March 2022 by the Company in response to the despatch of the Offer Document;
- (f) the news release by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) on 6 May 2020 announcing that the Monetary Authority of Singapore (“**MAS**”), the Securities Industry Council (“**SIC**”) and the Singapore Exchange Regulation (“**SGX RegCo**”) have introduced temporary measures to allow, with immediate effect until 30 September 2020, listed issuers and parties involved in takeover or merger transactions the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites, thereby dispensing with the need to despatch hardcopy documents related to such take-over or merger transactions as required under the Securities and Futures Act 2001, the Code and the Singapore Exchange Listing Rules;
- (g) the joint statement by the MAS, SIC and SGX RegCo on 29 September 2020, announcing that listed issuers and parties involved in take-over or merger transactions will continue to have the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites for another nine (9) months, until 30 June 2021; and
- (h) the joint statement by the MAS, SIC and SGX RegCo on 29 June 2021 announcing that listed issuers and parties involved in take-over or merger transactions will continue to have the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites beyond 30 June 2021, until revoked or amended by MAS, SIC and SGX RegCo. It was announced that at least six (6) months’ advance notice will be given before the temporary measure ceases to be available.

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

2. The Company has today issued the offeree circular dated 4 April 2022 (“**Offeree Circular**”). The Offeree Circular contains, *inter alia*, the advice of the IFA to the Recommending Directors, and the recommendation of the Recommending Directors in respect of the Offer.
3. **The Company has opted for electronic dissemination of the Offeree Circular. Please note that no printed copies of the Offeree Circular will be despatched to Shareholders.**
4. The Offeree Circular has, as of the date of this notice (“**Notice**”), been made available on the SGXNET announcement page of the Company. To access the electronic version of the Offeree Circular, please access the SGXST’s website at <https://www.sgx.com> and select the section “**Securities**”, choose “**Company Information**” and then “**Company Announcements**” from the drop-down menu list and type the name of the Company: “Singapore O&G Ltd.” in the box titled “**Filter by Company/Security Name**”. “Singapore O&G Ltd.” will appear as an item below the filter box. Please click it to see a list of the announcements made by the Company and select the title of the announcement on the 4 April 2022 entry. The Offeree Circular can be accessed by clicking on the link under the section titled “**Attachments**” at the bottom of the 4 April 2022 announcement.

You may also access the Offeree Circular by scanning the QR Code below, selecting the title of the announcement on the 4 April 2022 entry and then clicking on the link under the section titled “**Attachments**” at the bottom of the 4 April 2022 announcement.



5. The Offeree Circular is available on the corporate website of the Company at <https://www.sog.com.sg/>. Please select “**Investor Relations**”, “**Newsroom**” and then “**Announcements**” from the drop-down menu list. Thereafter, select the link titled “**Voluntary Unconditional Cash Offer – Offeree Circular**” to access the Offeree Circular.

You may also access the Offeree Circular from the corporate website by scanning the QR Code below, and selecting the link titled “Voluntary Unconditional Cash Offer – Offeree Circular”.



6. Should you have any question or require any clarification on the above, you may write to the Company at: ir@sog.com.sg
7. The Company has also despatched a printed copy of this Notice to Shareholders today.
8. **The Offeree Circular requires the immediate attention of Shareholders. Shareholders should read and consider carefully the advice of the IFA to the Recommending Directors as well as the recommendations of the Recommending Directors as set out in the Offeree Circular before deciding whether or not to accept the Offer. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers immediately.**

9. **Closing Date**

Shareholders should note that pursuant to the Offer Document, the Offer will close at **5.30 p.m. (Singapore time) on 18 April 2022** or such later date(s) as may be announced from time to time by or on behalf of the Offeror (“**Closing Date**”).

10. **Directors’ Responsibility Statement**

The directors of the Company (including any director who may have been 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.

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
4 April 2022

*This Notice 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.*

The contact person for the Sponsor is Ms. Jennifer Tan, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.