

BONVESTS HOLDINGS LIMITED
(Company Registration No.: 196900282M)
(Incorporated in the Republic of Singapore)
(the "**Offeror**")

**COURT SANCTION OF SCHEME, RECORD DATE AND LAST DAY OF TRADING OF THE
TARGET COMPANY SHARES**

1. INTRODUCTION

The board of directors of the Offeror (the "**Board**") refers to:

- (a) the joint announcement dated 17 October 2022 (the "**Joint Announcement**") issued by the Offeror and Colex Holdings Limited (the "**Target Company**"), in relation to the proposed privatisation of the Target Company through the acquisition (the "**Privatisation**") of all the issued ordinary shares in the capital of the Target Company (the "**Target Company Shares**"), other than the Target Company Shares held by the Offeror and Coop International Pte. Ltd. (a wholly owned subsidiary of the Offeror), by the Offeror, by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act 1967 and the Singapore Code on Take-overs and Mergers;
- (b) the announcement dated 12 December 2022 issued by the Target Company in relation to the hearing of Originating Application HC/OA 820/2022, which was an application filed by the Target Company in the High Court of the Republic of Singapore (the "**Court**") on 6 December 2022 for leave to convene the meeting of the Scheme Shareholders to approve the Scheme (the "**Scheme Meeting**");
- (c) the announcement dated 9 January 2023 issued by the Target Company in relation to the receipt of approval-in-principle from the Singapore Exchange Regulation Pte. Ltd. for the delisting of the Target Company from the Official List of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") upon the Scheme becoming effective and binding in accordance its terms subject to certain conditions;
- (d) the announcement dated 13 January 2023 issued by the Target Company in relation to Originating Application HC/OA 820/2022 and Order of Court HC/ORC 151/2023 pursuant to which the Court granted leave to the Target Company to convene the Scheme Meeting to approve the Scheme;
- (e) the announcement dated 19 January 2023 issued by the Target Company in relation to the despatch of the Scheme Document (as defined below) to Scheme Shareholders, and the scheme document dated 19 January 2023 despatched to the Scheme Shareholders (the "**Scheme Document**") containing, *inter alia*, the details of the Privatisation and the Scheme;

- (f) the joint announcement dated 25 January 2023 issued by the Offeror and the Target Company in which the Offeror stated that it does not intend to increase the Scheme Consideration and that the Scheme Consideration is final;
- (g) the announcement dated 3 February 2023 issued by the Target Company in relation to the result of the Scheme Meeting held on 3 February 2023;
- (h) the announcements dated 8 February 2023 and 10 February 2023 issued by the Target Company in relation to the directions of the Court for the summons HC/SUM 311/2023 in HC/OA 820/2022 (the "**Scheme Sanction Application**") filed by the Target Company on 6 February 2023 to apply for an order of the Court to sanction the Scheme; and
- (i) the announcement dated 28 February 2023 (the "**Target Company Announcement**") issued by the Target Company in relation to the sanction of the Scheme by the Court on 28 February 2023 pursuant to the Target Company's Scheme Sanction Application, attached hereto in the Appendix;

Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings given to them in the Scheme Document.

2. COURT SANCTION OF THE SCHEME

- 2.1 With reference to paragraph 2 of the Target Company Announcement, the Board notes that the Scheme has been sanctioned by the Court on 28 February 2023 (the "**Court Sanction**").
- 2.2 Subject to the satisfaction (or where applicable, waiver) of all the Scheme Conditions in accordance with the terms of the Implementation Agreement, the Scheme will become effective and binding upon the lodgement of the Court Sanction with the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**").

3. RECORD DATE

The Board further notes from paragraph 3 of the Target Company Announcement that the Transfer Books of the Target Company and the Register of Members will be closed at 5.00 p.m. on 8 March 2023 so that the entitlements of the Scheme Shareholders in respect of the Scheme can be determined.

4. LAST DAY OF TRADING OF THE TARGET COMPANY SHARES

With reference to paragraph 4 of the Target Company Announcement, the last day of trading of the Target Company Shares will be on 1 March 2023 and that the trading of the Target Company Shares will be suspended on and from 9.00 a.m. on 2 March 2023.

5. INDICATIVE TIMETABLE FOR THE SCHEME

- 5.1 Paragraph 5 of the Target Company Announcement sets out an updated indicative timetable in relation to the Scheme, reproduced below:

Expected last day of trading of the Target Company Shares	:	1 March 2023
Date of suspension of trading of the Target Company Shares	:	9.00 a.m., 2 March 2023
Expected Record Date	:	5.00 p.m., 8 March 2023 ⁽¹⁾
Expected Effective Date	:	9 March 2023 ⁽²⁾
Expected date for the payment of the Scheme Consideration	:	By 20 March 2023 ⁽¹⁾
Expected date for the delisting of the Target Company Shares	:	22 March 2023

Note:

- (1) Assuming that the Effective Date is on 9 March 2023.
- (2) The Scheme will only become effective and binding if all the Scheme Conditions have been satisfied (or, where applicable, waived) in accordance with the Implementation Agreement and upon lodgement of the Court Sanction with ACRA. The Court Sanction will be lodged with ACRA after the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, a list of which is set out in Appendix 6 to the Scheme Document.

The Board notes that save for the last day of trading of the Target Company Shares, the date of suspension of trading of the Target Company Shares and the Record Date, the above dates are indicative only. Scheme Shareholders should refer to future announcement(s) by the Target Company and/or the SGX-ST for the exact dates of these events.

- 5.2 Please refer to the Target Company Announcement attached hereto in the Appendix for further information.

6. RESPONSIBILITY STATEMENT

The directors of the Offeror (including those 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 Offeror are fair and accurate and that, where appropriate, no material facts which relate to the Offeror have been omitted from this Announcement, and the directors of the Offeror jointly and severally accept responsibility accordingly.

Where any information which relates to the Offeror has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors of the Offeror 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.

BY ORDER OF THE BOARD

Bonvests Holdings Limited

Foo Soon Soo
Company Secretary
28 February 2023

Any queries relating to this Announcement, results of the Scheme Meeting, the Privatisation or the Scheme should be directed to the following:

DBS Bank Ltd.

Strategic Advisory

Tel: +65 6878 6347

Financial Adviser to

Bonvests Holdings Limited

Appendix

Target Company Announcement

COLEX HOLDINGS LIMITED
(Company Registration No.: 197101485G)
(Incorporated in Singapore)
(the "**Target Company**")

COURT SANCTION OF SCHEME, RECORD DATE AND LAST DAY OF TRADING OF THE TARGET COMPANY SHARES

1. INTRODUCTION

The board of directors of the Target Company (the "**Board**") refers to:

- 1.1 the scheme document dated 19 January 2023 despatched to the Scheme Shareholders (the "**Scheme Document**") in relation to the proposed privatisation of the Target Company through the acquisition (the "**Privatisation**") of all the issued ordinary shares in the capital of the Target Company, other than the Target Company Shares held by the Offeror and Coop International Pte Ltd (a wholly owned subsidiary of the Offeror), by the Offeror, by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act 1967 and the Singapore Code on Take-overs and Mergers;
- 1.2 the announcement dated 3 February 2023 issued by the Target Company in relation to the results of the Scheme Meeting held on the 3 February 2023, providing the approval of the Scheme from Scheme Shareholders; and
- 1.3 the announcement dated 8 February 2023 and 10 February 2023 issued by the Target Company in relation to the application in the High Court of the Republic of Singapore (the "**Court**") for the sanction of the Scheme by the Court.

Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings given to them in the Scheme Document.

2. COURT SANCTION OF THE SCHEME

- 2.1 The Board would like to announce that the Scheme has been sanctioned by the Court on 28 February 2023 (the "**Court Sanction**").
- 2.2 Subject to the satisfaction (or, where applicable, waiver) of all the Scheme Conditions in accordance with the terms of the Implementation Agreement, the Scheme will become effective and binding upon the lodgement of the Court Sanction with the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**").

3. RECORD DATE

Notice is hereby given that the Transfer Books of the Target Company and the Register of Members will be closed at 5.00 p.m. on 8 March 2023 in order to determine the entitlements of the Scheme Shareholders in respect of the Scheme.

4. LAST DAY OF TRADING OF THE TARGET COMPANY SHARES

The Board wishes to inform Shareholders that the last day of trading of the Target Company Shares will be on 1 March 2023 and that trading of the Target Company Shares will be suspended on and from 9.00 a.m. on 2 March 2023.

5. KEY DATES

Scheme Shareholders should note the following dates:

Last day of trading of the Target Company Shares	:	1 March 2023
Date of suspension of trading of the Target Company Shares	:	9.00 a.m., 2 March 2023
Record Date	:	5.00 p.m., 8 March 2023 ⁽¹⁾
Expected Effective Date	:	9 March 2023 ⁽²⁾
Expected date for the payment of the Scheme Consideration	:	By 20 March 2023 ⁽¹⁾
Expected date for the delisting of the Target Company Shares	:	22 March 2023

Notes:

- (1) Assuming that the Effective Date is on 9 March 2023.
- (2) The Scheme will only become effective and binding if all the Scheme Conditions have been satisfied (or, where applicable, waived) in accordance with the Implementation Agreement and upon lodgement of the Court Sanction with ACRA. The Court Sanction will be lodged with ACRA after the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, a list of which is set out in Appendix 6 to the Scheme Document.

Save for the last day of trading of the Target Company Shares, the date of suspension of trading of the Target Company Shares and the Record Date, the above dates are indicative only. Please refer to future announcement(s) by the Target Company and/or SGX-ST for the exact dates of these events.

6. RESPONSIBILITY STATEMENT

- 6.1 The directors of the Target Company (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 Target Company are fair and accurate and that, where appropriate, no material facts which relate to the Target Company have been omitted from this announcement, and the directors of the Target Company jointly and severally accept responsibility accordingly.
- 6.2 Where any information which relates to the Target Company has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the directors of the Target Company 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.

By Order of the Board
Colex Holdings Limited

Foo Soon Soo

Company Secretary
28 February 2023

*This announcement has been reviewed by the Target 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 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.

Any queries relating to this announcement, the Privatisation or the Scheme should be directed to the following:

DBS Bank Ltd.
Strategic Advisory
Tel: +65 6878 6347