Silkroad Nickel Ltd.
(Company Registration No.: 200512048E)
(Incorporated in the Republic of Singapore)
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VOLUNTARY CONDITIONAL GENERAL OFFER BY PRIMEPARTNERS CORPORATE FINANCE PTE. LTD. FOR AND ON BEHALF OF HOROWITZ CAPITAL LTD., FOR SILKROAD NICKEL LTD.

- **Loss of Public Float**

1. INTRODUCTION

The board of directors ("**Board**") of Silkroad Nickel Ltd. ("**Company**") refers to:

(a) the announcement dated 29 August 2022 ("**Offer Announcement**") made by PrimePartners Corporate Finance Pte. Ltd. ("**PPCF**") for and on behalf of Horowitz Capital Ltd. ("**Offeror**") that the Offeror intends to make a voluntary conditional general offer ("**Offer**") to acquire all the issued ordinary shares ("**Shares**") in the capital of the Company, other than those Shares already owned, controlled or agreed to be acquired by the Offeror as at the date of the Offer 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;

(b) the announcement dated 29 August 2022 made by the Company, in response to the Offer Announcement;

(c) the offer document dated 12 September 2022, and related documents in connection with the Offer, containing the terms and conditions of the Offer (the "**Offer Document**") issued by PPCF for and on behalf of the Offeror;

(d) the offeree circular dated 26 September 2022 issued by the Company in relation to the Offer (the "**Offeree Circular**"); and

(e) the announcement dated 26 September 2022 made by PPCF for and on behalf of the Offeror, in relation to, *inter alia*, the level of acceptances of the Offer which has been received by the Offeror, the Offer being declared unconditional in all respects, the extension of the closing date of the Offer and the Offeror's rights of compulsory acquisition (the "**Unconditional Announcement**").

Electronic copies of the abovementioned announcements, the Offer Document and the Offeree Circular are on the SGXNet announcement page of the Company at https://www.sgx.com/securities/company-announcements?value=SILKROAD%20NICKEL%20LTD.&type=company and the corporate website of the Company at https://www.silkroadnickel.com/sgx-announcements/.

All capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed in the Offer Document.

2. LOSS OF PUBLIC FLOAT

The Board notes from the Unconditional Announcement that as at 6.00 p.m. (Singapore time) on 26 September 2022, the total number of (i) Shares owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting in concert with the Offeror ("**Concert Parties**"); and (ii) valid acceptances of the Offer, amounted to an aggregate of 235,525,202 Shares, representing approximately 90.17% of the total number of issued Shares.

The Board wishes to announce that based on the information in the Unconditional Announcement, the percentage of Shares held by the public as at 6.00 p.m. (Singapore time) on 26 September 2022 is approximately 9.83% and is therefore less than the requisite 10% of the total number of issued Shares (excluding preference shares, convertible equity securities and treasury Shares) as required under Rule 723 of the Catalist Rules.

The Board would like to highlight to Shareholders that:

(a) Under Rule 724(1) of the Catalist Rules, if the percentage of Shares held in public hands falls below 10%, the Company must, as soon as practicable, notify its sponsor and announce that fact. The SGX-ST may suspend trading of the class, or all of the Shares. Rule 724(2) of the Catalist Rules states that the SGX-ST may allow the Company a period of three (3) months, or such longer period as the SGX-ST may agree, to raise the percentage of the Shares held in public hands to at least 10%, failing which the Company may be removed from the Official List of the SGX-ST.

(b) Under Rule 1104 of the Catalist Rules, upon the announcement by the Offeror that valid acceptances have been received that bring the Shares held by the Offeror and its Concert Parties to above 90% of the total number of Shares in issue (excluding treasury Shares), the SGX-ST may suspend the trading of the Shares in the Ready and Unit Share markets until it is satisfied that at least 10% of the total number of Shares in issue (excluding treasury Shares) are held by at least 200 Shareholders who are members of the public.

(c) Under Rule 1303(1) of the Catalist Rules, if the Offeror succeeds in garnering acceptances exceeding 90% of the total number of Shares in issue (excluding treasury Shares), thus causing the percentage of the total number of issued Shares (excluding treasury Shares) held in public hands to fall below 10%, the SGX-ST will suspend trading of the Shares on the SGX-ST only at the close of the Offer.

The Offeror has stated in the Unconditional Announcement that the Offeror does not intend to preserve the listing status of the Company and does not intend to take any steps for any trading suspension in the securities of the Company to be lifted. Accordingly, pursuant to Rule 1303(1) of the Catalist Rules, the SGX-ST will suspend trading of the Shares at the close of the Offer and the Company will be delisted from the SGX-ST upon the completion of the compulsory acquisition.

3. COMPULSORY ACQUISITION

As stated in the Unconditional Announcement, as at 6.00 p.m. (Singapore time) on 26 September 2022, as the Offeror has received valid acceptances pursuant to the Offer and/or acquired Shares from the date of the Offer Document otherwise than through valid acceptances of the Offer in respect of not less than 90% of the total number of Shares (other than those already held by the Offeror, its related corporations or their respective nominees as at the date of the Offer Document), the Offeror is entitled, and intends to exercise its right of compulsory acquisition under Section 215(1) of the Companies Act to compulsorily acquire all the Shares of the Shareholders who have not accepted the Offer (the "**Dissenting Shareholders**") and upon such exercise, the Dissenting Shareholders shall receive the Cash Consideration (and not the Securities Consideration) for such Shares acquired by the Offeror.

As further stated in the Unconditional Announcement, the Dissenting Shareholders will receive a letter enclosing the prescribed notices under the Companies Act from the Offeror in relation to the compulsory acquisition of their Shares in due course.

4. DISSENTING SHAREHOLDERS' RIGHTS

As stated in the Unconditional Announcement, as the Offeror has received valid acceptances pursuant to the Offer which, together with the Shares held by the Offeror, its related corporations or their respective nominees, comprise 90% or more of the total number of Shares, the Dissenting Shareholders will have the right under and subject to Section 215(3) of the Companies Act to require the Offeror to acquire their Shares at the Offer Consideration.

As further stated in the Unconditional Announcement, as the Offeror will be proceeding to compulsorily acquire the Shares of the Dissenting Shareholders, the Dissenting Shareholders need not take any action in relation to their right under Section 215(3) of the Companies Act. The Dissenting Shareholders who wish to exercise such right or who are in doubt as to their position are advised to seek their own independent legal advice.

5. EXTENSION OF CLOSING DATE

As stated in the Unconditional Announcement, the Offer will remain open for acceptance until **5.30 p.m. (Singapore time) on 25 October 2022** or such later date(s) as may be announced from time to time by or on behalf of the Offeror.

6. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors (including those who may have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care and made all reasonable inquiries to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and have been arrived at after due and careful consideration, and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Unconditional Announcement and the Offer Document), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement in its proper form and context.

By Order of the Board

Giang Sovann
Lead Independent Director

27 September 2022

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. ("**Sponsor**"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist.*

This announcement has not been examined or approved by the SGX-ST and the SGX-ST 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. Goh Mei Xian, Director, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.