

NOTIFICATION

MANDATORY CONDITIONAL CASH OFFER

by

MR. BENEDICT CHEN ONN MENG
("Offeror")

to acquire all the issued and paid-up ordinary shares in the share capital of

VIBROPOWER CORPORATION LIMITED
(the "Company")

(Company Registration No. 200004436E)
(Incorporated in the Republic of Singapore)

excluding treasury shares and those shares already owned, controlled or
agreed to be acquired by the Offeror

12 December 2024

To: The Shareholders of VibroPower Corporation Limited

Dear Sir/Madam,

NOTIFICATION OF ELECTRONIC DESPATCH OF:

- (A) OFFER DOCUMENT AND RELATED DOCUMENTS; AND**
- (B) WARRANTS OFFER LETTER AND RELATED DOCUMENTS,**
- (COLLECTIVELY, THE "NOTIFICATION")**

1. INTRODUCTION

The Offeror refers to:

- (a) the offer announcement dated 21 November 2024 ("**Offer Announcement**") issued by Mr. Benedict Chen Onn Meng, the Offeror, in relation to a mandatory conditional cash offer (the "**Offer**") for: (i) all the issued and paid-up ordinary shares in the share capital of the Company ("**Shares**"), excluding treasury shares and those already owned, controlled and agreed to be acquired by the Offeror; (ii) new Shares unconditionally issued or to be issued pursuant to the valid exercise of any outstanding warrants issued by the Company (the "**Warrants**") prior to the close of the Offer (collectively, the "**Offer Shares**"); and (iii) all Warrants (other than the 4,000,060 Warrants held by the Offeror (the "**Warrants Offer**");
- (b) the offer document ("**Offer Document**") issued on the same date as this Notification by the Offeror, in relation to the Offer;
- (c) the warrants offer letter ("**Warrants Offer Letter**") issued on the same date as this Notification by the Offeror, in relation to the Warrants Offer; and
- (d) the announcements dated 12 December 2024 in relation to the electronic despatch of the Offer Document and the Warrants Offer Letter and their respective related documents.

Unless otherwise defined, all capitalised terms used but not defined in this Notification shall have the meanings ascribed to them in the Offer Document.

- 2. ELECTRONIC DESPATCH OF THE OFFER DOCUMENT AND RELATED DOCUMENTS AND THE WARRANTS OFFER LETTER AND RELATED DOCUMENTS**
- 2.1** The Offeror has today issued the Offer Document and its related documents. The Offeror has opted to electronically despatch the Offer Document and its related documents, pursuant to the Public Statements issued by the Securities Industry Council dated 6 May 2020, 29 September 2020 and 29 June 2021 with respect to the despatch of take-over documents under the Code. Accordingly, please note that no printed copies of the Offer Document will be despatched to Shareholders.
- 2.2** The electronic copies of the Offer Document, the Form of Acceptance and Authorisation for Offer Shares in respect of the Offer (which form part of the Offer Document and which are issued to Shareholders whose Shares are deposited with The Central Depository (Pte) Limited (“**CDP**”)) (“**Offer FAA**”) and the Form of Acceptance and Transfer for Offer Shares in respect of the Offer (which form part of the Offer Document and which are issued to Shareholders whose Shares are not deposited with CDP) (“**Offer FAT**”) (collectively, the “**Offer Acceptance Forms**”) have, as of the date of this Notification, been published on the websites of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) and the Company.
- 2.3** The electronic copies of the Warrants Offer Letter, the Form of Acceptance and Authorisation for Warrants in respect of the Warrants Offer (which form part of the Warrants Offer Letter and which are issued to Shareholders whose Warrants are deposited with CDP (“**Warrants FAA**”) and the Form of Acceptance and Transfer for Warrants in respect of the Warrants Offer (which form part of the Warrants Offer Letter and which are issued to Shareholders whose Warrants are not deposited with CDP) (“**Warrants FAT**”) (collectively, the “**Warrants Acceptance Forms**”) have, as of the date of this Notification, been published on the websites of the SGX-ST and the Company.
- 2.4** The electronic copies of the Offer Document and the Offer Acceptance Forms and the Warrants Offer Letter and Warrants Acceptance Forms may be accessed through the Company’s announcement page on the SGX-ST’s website at <https://www.sgx.com> by selecting “**Securities**” on the menu bar at the top, clicking “**Company Announcements**” from the drop-down menu list and typing the name of the Company: “**VIBROPOWER CORPORATION LIMITED**” in the box titled “**Filter by Company/Security Name**”. “**VIBROPOWER CORPORATION LIMITED**” will then appear as a drop-down item below the filter box. Click “**VIBROPOWER CORPORATION LIMITED**” and you will be brought to the Company’s announcement page on the website of the SGX-ST.
- 2.5** Thereafter, please select the announcement dated 12 December 2024 titled “Mandatory Conditional Cash Offer – Electronic Despatch of Offer Document” and/or the announcement dated 12 December 2024 titled “Mandatory Conditional Cash Offer – Electronic Despatch of Warrants Offer Letter”. The Offer Document and the Offer Acceptance Forms and the Warrants Offer Letter and the Warrants Acceptance Forms can each be accessed by clicking on the links under the section titled “**Attachments**” at the bottom of the announcement. Each of the Attachments clicked on can be downloaded for printing.
- 2.6** The electronic copies of the Offer Document and the Offer Acceptance Forms and the Warrants Offer Letter and the Warrants Acceptance Forms may each also be accessed directly from the website of the Company at the following URL: www.vibropower.com. by clicking “**Investor Relations**” and then selecting “**Press Release**” on the drop-down menu and you will be brought to the Company’s announcement page on its website. Select the item “Mandatory Conditional Cash Offer – Electronic Despatch of Offer Document” dated 12 December 2024 and/or the item “Mandatory Conditional Cash Offer – Electronic Despatch of Warrants Offer Letter” dated 12 December 2024. Click the arrow under the word “**Download**” and each of the Offer Document and Offer Acceptance Forms and/or the Warrants Offer Letter and Warrants Acceptance Forms can be downloaded for printing.

2.7 Printed copies of this Notification sent to you by post should be accompanied by:

- (a) the Offer FAA or the Offer FAT, as relevant; or
- (b) the Warrants FAA or the Warrants FAT, as relevant; and
- (c) a pre-addressed envelope for each of the relevant FAA or FAT.

If you hold Offer Shares and/or Warrants which are deposited with CDP, you should receive this Notification (containing the address and instructions on how to retrieve the electronic copy of the Offer Document and related documents and/or the electronic copy of the Warrants Offer Letter and related documents) together with an Offer FAA and/or Warrants FAA, as relevant. If you do not receive the Offer FAA and/or the Warrants FAA, you may obtain such FAA, upon production of satisfactory evidence that you are a Shareholder, from CDP, by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services (asksgx@sgx.com). An electronic copy of the relevant FAA may also be obtained on the website of the SGX-ST at www.sgx.com or the website of the Company at www.vibropower.com.

If you hold Offer Shares and/or Warrants which are not deposited with CDP, you should receive this Notification (containing the address and instructions on how to retrieve the electronic copy of the Offer Document and related documents and/or the electronic copy of the Warrants Offer Letter and related) together with an Offer FAT and/or a Warrants FAT, as relevant. If you do not receive the Offer FAT and/or the Warrants FAT, you may obtain such FAT from **Boardroom Corporate & Advisory Services Pte Ltd** at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, upon production of satisfactory evidence that you are a Shareholder, from 9.00 a.m. to 5.30 p.m., Mondays to Fridays, excluding public holidays (Singapore time). An electronic copy of the relevant FAT may also be obtained on the website of the SGX-ST at www.sgx.com or the website of the Company at www.vibropower.com.

3. CLOSING DATE

The Offer and Warrants Offer will close at 5.30 p.m. (Singapore time) on 9 January 2025 (the “Closing Date”). The Offeror does not intend to extend the Offer and the Warrants Offer beyond the Closing Date or to revise their terms.

4. PROCEDURES FOR ACCEPTANCE OF OFFER SHARES

If you wish to accept the Offer in respect of all or part of your Offer Shares, please take the following steps:

- (a) if you hold Offer Shares which are deposited with CDP, please ensure that you complete and return the Offer FAA:
 - (i) **in electronic form**, via SGX-ST’s Investor Portal at investors.sgx.com; or
 - (ii) **by post**, AT YOUR OWN RISK, using the enclosed pre-addressed envelope, to **MR. BENEDICT CHEN ONN MENG c/o The Central Depository (Pte) Limited at Robinson Road Post Office, P.O. Box 1984, Singapore 903934**; and
- (b) if you hold Offer Shares which are not deposited with CDP, please ensure that you complete and return the Offer FAT:
 - (i) by hand, to **MR. BENEDICT CHEN ONN MENG c/o Boardroom Corporate & Advisory Services Pte Ltd** at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, only from 9.00 a.m. to 5.30 p.m., Mondays to Fridays, excluding public holidays (Singapore time); or

- (ii) **by post**, AT YOUR OWN RISK, using the enclosed pre-addressed envelope, to **MR. BENEDICT CHEN ONN MENG c/o Boardroom Corporate & Advisory Services Pte Ltd** at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632,

in either case so as to arrive not later than 5.30 p.m. (Singapore time) on the Closing Date. If the completed and signed Offer FAA is delivered by post to the Offeror, please use the enclosed pre-addressed envelope, which is pre-paid for posting in Singapore only and it is your responsibility to affix adequate postage on the said envelope if posting from outside of Singapore. If the completed and signed Offer FAT is delivered by post to the Offeror, please use the pre-addressed envelope, which is not pre-paid for posting ("**Offer FAT Envelope**") and it is your responsibility to affix adequate postage on the Offer FAT Envelope.

The procedures for acceptance of the **Offer** are also set out in **SCHEDULE 2** to the **Offer Document**, and in the **Offer Acceptance Forms**.

5. PROCEDURES FOR ACCEPTANCE OF THE WARRANTS OFFER

If you wish to accept the Warrants Offer in respect of all or part of your Warrants, please take the following steps:

- (a) if you hold Warrants which are deposited with CDP, please ensure that you complete and return the Warrants FAA:
 - (i) **in electronic form**, via SGX-ST's Investor Portal at investors.sgx.com; or
 - (ii) **by post**, AT YOUR OWN RISK using the enclosed pre-addressed envelope, to **MR. BENEDICT CHEN ONN MENG c/o The Central Depository (Pte) Limited** at **Robinson Road Post Office, P.O. Box 1984, Singapore 903934**; and
- (b) if you hold Warrants which are not deposited with CDP, please ensure that you complete and return the Warrants FAT:
 - (i) by hand, to **MR. BENEDICT CHEN ONN MENG c/o Boardroom Corporate & Advisory Services Pte Ltd** at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, only from 9.00 a.m. to 5.30 p.m., Mondays to Fridays, excluding public holidays (Singapore time); or
 - (ii) **by post**, AT YOUR OWN RISK using the enclosed pre-addressed envelope, to **MR. BENEDICT CHEN ONN MENG c/o Boardroom Corporate & Advisory Services Pte Ltd** at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632,

in either case so as to arrive not later than 5.30 p.m. (Singapore time) on the Closing Date. If the completed and signed Warrants FAA is delivered by post to the Offeror, please use the enclosed pre-addressed envelope, which is pre-paid for posting in Singapore only and it is your responsibility to affix adequate postage on the said envelope if posting from outside of Singapore. If the completed and signed Warrants FAT is delivered by post to the Offeror, please use the pre-addressed envelope, which is not pre-paid for posting ("**Warrants FAT Envelope**") and it is your responsibility to affix adequate postage on the Warrants FAT Envelope.

6. PROCEDURES FOR ACCEPTANCE OF THE OFFER AND/OR THE WARRANTS OFFER FOR CPFIS AND SRS INVESTORS

Investors who have purchased Offer Shares and/or Warrants using their Central Provident Fund (“CPF”) account contributions pursuant to the Central Provident Fund Investment Scheme (“CPFIS”) (“**CPFIS Investors**”), and investors who have purchased Offer Shares and/or Warrants pursuant to the Supplementary Retirement Scheme (“SRS”) (“**SRS Investors**”) should receive further information on how to accept the Offer and/or the Warrants Offer from their respective agent banks included under the CPFIS (“**CPF Agent Banks**”) or the SRS (“**SRS Agent Banks**”) (as the case may be) directly. CPFIS and SRS Investors are advised to consult their respective CPF and SRS Agent Banks (as the case may be) should they require further information. If you are in any doubt as to the action you should take, you should seek independent professional advice.

7. OVERSEAS SHAREHOLDERS

This Notification, the Offer Document, the Offer Acceptance Forms and/or any related documents and/or the Warrants Offer Letter, the Warrants Acceptance Forms and/or any related documents do not constitute an offer to sell or any solicitation of an offer to subscribe for or buy any security, nor are they a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Notification, the Offer Document, the Offer Acceptance Forms and/or any related documents and/or the Warrants Offer Letter, the Warrants Acceptance Forms and/or any related documents in any jurisdiction in contravention of applicable law.

The availability of the Offer and the Warrants Offer to Shareholders and Depositors and/or Warrantheolders whose addresses are outside of Singapore as shown in the register of members of the Company or in the records of CDP, as the case may be, (collectively, the “**Overseas Shareholders**” and each, an “**Overseas Shareholder**”, and collectively, the “**Overseas Warrantheolders**” and each, an “**Overseas Warrantheolder**”) may be affected by the laws of the relevant overseas jurisdictions. Accordingly, Overseas Shareholders and/or Overseas Warrantheolders should inform themselves of, and observe, any applicable legal requirements in the relevant overseas jurisdictions. Where there are potential restrictions on sending this Notification, the Offer Document, the Offer Acceptance Forms and/or any related documents and/or Warrants Offer Letter, the Warrants Acceptance Forms and/or any related documents to any overseas jurisdiction, each of the Offeror, CDP and the Registrar reserves the right not to send these documents or any part thereof to any overseas jurisdiction. **For the avoidance of doubt, each of the Offer and Warrants Offer is open to all Shareholders holding Offer Shares and all Warrantheolders holding Warrants, respectively, including those to whom this Notification, the Offer Document, the Offer Acceptance Forms and/or any related documents and/or the Warrants Offer Letter, the Warrants Acceptance Forms and/or any related documents have not been or may not be mailed or otherwise forwarded, distributed or sent.**

It is the responsibility of any Overseas Shareholder and/or Overseas Warrantheolder who wishes to: (a) request for this Notification, the Offer Document, the Offer Acceptance Forms and/or any related documents and/or the Warrants Offer Letter, the Warrants Acceptance Forms and/or any related documents; or (b) accept the Offer and/or the Warrants Offer, to satisfy itself as to the full observance of the laws of the relevant jurisdiction, including obtaining any governmental or other consent which may be required, and to compliance with all necessary formalities or legal requirements, and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholder

and/or Overseas Warrantholder shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on his behalf (including CDP and the Registrar) shall be fully indemnified and held harmless by such Overseas Shareholder and/or Overseas Warrantholder for any such taxes, imposts, duties or other requisite payments as the Offeror and/or any person acting on his behalf (including CDP and the Registrar) may be required to pay. The Offeror shall be entitled to set-off any such amounts against any sum payable to such Overseas Shareholder pursuant to the Offer or to such Overseas Warrantholders pursuant to the Warrants Offer. In: (i) requesting for this Notification, the Offer Document, the Offer Acceptance Forms and/or any related documents and/or the Warrants Offer Letter, Warrants Acceptance Forms and/or any related documents, and/or (ii) accepting the Offer and/or the Warrants Offer, each Overseas Shareholder and each Overseas Warrantholder represents and warrants to the Offeror, CDP and the Registrar that it is in full observance of the laws of the relevant jurisdiction, and that it is in full compliance with all necessary formalities or legal requirements.

Any Overseas Shareholder and/or Overseas Warrantholder who is in any doubt about its position should consult its professional adviser in the relevant jurisdiction.

Subject to compliance with applicable laws, Overseas Shareholders and/or Overseas Warrantholders may, nonetheless, obtain copies of this Notification, the Offer Acceptance Forms and any related documents and/or Warrants Acceptance Forms and any related documents during normal business hours and up to the Closing Date, from CDP (if it holds Shares and/or Warrants deposited with CDP) by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services (asksgx@sgx.com) for instructions on how to obtain a copy of such documents, or from the office of the Registrar, Boardroom Corporate & Advisory Services Pte Ltd (if it holds Shares and/or Warrants not deposited with CDP) at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632.

8. GENERAL

The Offeror does not and does not purport to advise Shareholders, Warrantholders or any other person in respect of any matter regarding the Offer and/or Warrants Offer. In preparing the Offer Document and the Warrants Offer Letter, the Offeror has not considered the general or specific investment objectives, tax position, risk profiles, financial situation or particular needs and constraints of any individual Shareholder and/or Warrantholder. You must make your own decision whether to tender your Shares and/or Warrants for acceptance. If you are in doubt as to the action you should take, you should immediately seek advice from your relevant financial, legal or tax adviser or other independent financial adviser.

Issued by
MR. BENEDICT CHEN ONN MENG
12 December 2024

Any enquiries relating to this Notification should be directed to sg.greenovation@gmail.com.