

NO SIGNBOARD HOLDINGS LTD.
(Company Registration No.: 201715253N)
(Incorporated in the Republic of Singapore)

**MANDATORY UNCONDITIONAL CASH OFFER BY GAZELLE VENTURES PTE. LTD. FOR ALL
THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF NO SIGNBOARD
HOLDINGS LTD.**

CLOSE OF OFFER

1. INTRODUCTION

- 1.1 The board of directors (the "**Board**") of No Signboard Holdings Ltd. (the "**Company**") wishes to refer shareholders of the Company (the "**Shareholders**") to:
- 1.1.1 the offer announcement dated 28 March 2024 (the "**Offer Announcement Date**") made by Gazelle Ventures Pte. Ltd. (the "**Offeror**") in relation to the Offer (the "**Offer Announcement**");
 - 1.1.2 the announcement dated 28 March 2024 made by the Company informing Shareholders of the Offer;
 - 1.1.3 the offer document dated 18 April 2024 (the "**Offer Document**") and related documents in connection with the Offer issued by the Offeror;
 - 1.1.4 the announcement dated 18 April 2024 made by the Offeror in relation to the electronic despatch of the Offer Document and the despatch of the notification containing instructions on the electronic retrieval of the Offer Document by ordinary post to the Shareholders;
 - 1.1.5 the announcement dated 26 April 2024 made by the Company informing Shareholders of the appointment of Asian Corporate Advisors Pte. Ltd. as the independent financial adviser (the "**IFA**") to advise the directors of the Company who are considered independent for the purposes of the Offer in respect of the Offer;
 - 1.1.6 the offeree circular dated 2 May 2024 (the "**Offeree Circular**") issued by the Board to the Shareholders, containing, *inter alia*, the advice of the IFA and the recommendations of the Recommending Directors in respect of the Offer in accordance with the Singapore Code on Take-overs and Mergers;
 - 1.1.7 the announcement dated 2 May 2024 made by the Company in relation to the electronic despatch of the Offeree Circular and the despatch of the notification containing instructions on the electronic retrieval of the Offeree Circular by ordinary post to the Shareholders; and
 - 1.1.8 the announcement dated 16 May 2024 made by the Offeror in relation to, *inter alia*, the close of the Offer (the "**Offeror Close of Offer Announcement**").
- 1.2 Unless otherwise defined, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Offeree Circular.

2. CLOSE OF OFFER

- 2.1 The Board wishes to inform Shareholders that, on 16 May 2024, the Offeror announced that the Offer has closed at 5.30 p.m. (Singapore time) on 16 May 2024 (the "**Closing Date**").
- 2.2 Accordingly, the Offer is no longer open for acceptances and any acceptances received after 5.30 p.m. (Singapore time) on the Closing Date will be rejected.

3. FINAL LEVEL OF ACCEPTANCES FOR THE OFFER

As stated in the Offeror Close of Offer Announcement:

- 3.1 As at the Offer Announcement Date, the Offeror and persons acting in concert with it collectively owned or controlled an aggregate of 231,194,379 Shares, representing approximately 75.00% of the total number of Shares; and
- 3.2 As at 5.30 p.m. (Singapore time) on 16 May 2024, based on information available to the Offeror, the Offeror has received valid acceptances (which has not been withdrawn) of the Offer amounting to 1,548,090 Shares, representing approximately 0.5022% of the total number of Shares in the Company.

4. RESULTANT SHAREHOLDING

- 4.1 As stated in the Offeror Close of Offer Announcement, as at 5.30 p.m. (Singapore time) on 16 May 2024, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with it; and (b) valid acceptances of the Offer, amount to an aggregate of 232,742,469 Shares, representing approximately 75.5022% of the total number of Shares.
- 4.2 Shareholders are encouraged to refer to the full text of the Offeror Close of Offer Announcement, a copy of which is available on the website of the SGXNet at <http://www.sgx.com> and on the Company's corporate website at <https://www.nosignboardseafood.com>.

5. RESPONSIBILITY STATEMENT

The directors of the Company have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement (other than those relating to the Offeror and the Offer) are fair and accurate and that there are no material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement, the Offer Document, and the Offeror Close of Offer Announcement and any other announcements made by or on behalf of the Offeror), the sole responsibility of the directors of the Company has been to ensure, through reasonable enquiries, that 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.

By Order of the Board

Lo Kim Seng
Lead Independent Director
16 May 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.*

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