

VIKING OFFSHORE AND MARINE LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 199307300M)

MANDATORY UNCONDITIONAL CASH OFFER BY UOB KAY HIAN PRIVATE LIMITED FOR AND ON BEHALF OF MR. TOH KOK SOON, SYNERGY SUPPLY CHAIN MANAGEMENT SDN. BHD., IRELIA MANAGEMENT SDN. BHD., TRISTAN MANAGEMENT SDN. BHD. AND SUBTLEWAY MANAGEMENT SDN. BHD. FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF VIKING OFFSHORE AND MARINE LIMITED

**DESPATCH OF NOTIFICATION OF ELECTRONIC DISSEMINATION
OF THE OFFEREE CIRCULAR AND RELATED DOCUMENTS**

1. INTRODUCTION

1.1 The board of directors ("**Board**") of Viking Offshore and Marine Limited ("**Company**") refers to:

1.1.1 the announcement dated 18 November 2021 ("**Offer Announcement**") made by UOB Kay Hian Private Limited. ("**UOBKH**"), for and on behalf of Mr. Toh Kok Soon, Synergy Supply Chain Management Sdn. Bhd., Irelia Management Sdn. Bhd., Tristan Management Sdn. Bhd., and Subtleway Management Sdn. Bhd. ("**Joint Offerors**"), in relation to:

(a) a mandatory unconditional cash offer ("**Offer**") for all the issued and paid-up ordinary shares in the capital of the Company ("**Shares**"), excluding treasury Shares and those already owned, controlled and agreed to be acquired by the Joint Offerors, in accordance with Section 139 of the Securities and Futures Act, Chapter 289 of Singapore and Rule 14 of the Singapore Code on Take-overs and Mergers ("**Code**"); and

(b) a proposal ("**Warrants Proposal**") to the holders ("**Warrantholders**") of outstanding warrants issued by the Company, pursuant to Rule 19 of the Code;

1.1.2 the announcement dated 19 November 2021 made by the Company in response to the Offer Announcement;

1.1.3 the offer document dated 6 December 2021 in connection with the Offer ("**Offer Document**") issued by UOBKH for and on behalf of the Joint Offerors in accordance with Rule 14 of the Code published on the SGXNET on 6 December 2021;

1.1.4 the letter to Warrantholders dated 6 December 2021 from UOBKH for and on behalf of the Joint Offerors containing the terms and conditions of the Warrants Proposal published on the SGXNET on 6 December 2021 ("**Warrants Proposal Letter**");

1.1.5 the announcement dated 7 December 2021 made by the Company in relation to, *inter alia*, the appointment of Xandar Capital Pte. Ltd. as the independent financial adviser ("**IFA**") to advise the directors of the Company ("**Directors**") who are considered independent for the purposes of the Offer ("**Independent Directors**"); and

1.1.6 the offeree circular in connection with the Offer dated 20 December 2021 issued by the Board to Shareholders and Warrantholders containing, *inter alia*, the advice of the IFA to the Independent Directors and the recommendation of the Independent Directors in respect of the Offer in accordance with Rules 22.2 and 24 of the Code, and in respect of the Warrants Proposal ("**Offeree Circular**") published on the SGXNET on 20 December 2021.

1.2 Electronic copies of the above announcements, the Offer Document and the Warrants Proposal Letter are available on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") at

<http://www.sgx.com> and on the Company's corporate website at https://www.vikingom.com/ir_index.html. Alternatively, the page at the Company's website may be directly accessed by scanning the following QR code:



1.3 Unless otherwise defined, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Offer Document.

2. ELECTRONIC DESPATCH OF THE OFFEREE CIRCULAR AND DESPATCH OF NOTIFICATION

2.1 Further to the above announcements, the Board wishes to inform Shareholders and Warranholders that the Company has today despatched by ordinary post to Shareholders and Warranholders the notification of electronic dissemination (“**Notification**”) of the Offeree Circular . Pursuant to the Securities Industry Council’s Public Statement on the Further Extension of Temporary Measure to Allow for Electronic Dissemination of Rights Issue and Take-over Documents on 29 June 2021, the Company has opted to electronically disseminate the Offeree Circular. Accordingly, please note that no printed copies of the Offeree Circular will be despatched to Shareholders and Warranholders.

2.2 The Notification contains the address and instructions for the electronic retrieval of the Offeree Circular.

2.3 Electronic copies of the Notification and the Offeree Circular are available on the website of the SGX-ST at <http://www.sgx.com> and on the Company’s corporate website at <https://www.vikingom.com/mgo.html>. Alternatively, the page at the Company’s website may be directly accessed by scanning the following QR code:



2.4 Shareholders and Warranholders should carefully read the Offer Document, Warrants Proposal Letter and the Offeree Circular and consider the recommendation of the Independent Directors and the advice of the IFA to the Independent Directors in respect of the Offer and the Warrants Proposal before deciding whether or not to accept the Offer or the Warrants Proposal (as the case may be). Shareholders and Warranholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor and/or other professional advisers.

2.5 Shareholders and Warranholders who have not received the Notification within two (2) business days from the date hereof may, during normal business hours on any day (other than a public holiday, Saturday or Sunday) (Singapore time) and up to 5.30 p.m. on the Closing Date (as defined below) (Singapore time) of the Offer, obtain a copy of the Notification from the Registrar at the following address:

M & C Services Private Limited
112 Robinson Road
#05-01
Singapore 068902

3. CLOSING DATE

Shareholders and Warrantholders should note that, as stated in the Offer Document and the Warrants Proposal Letter, the Offer and Warrants Proposal will close at 5.30 p.m. (Singapore time) on 3 January 2022 (“**Closing Date**”).

4. DIRECTORS’ RESPONSIBILITY STATEMENT

The Directors (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 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 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 Warrants Proposal Letter), 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.

BY ORDER OF THE BOARD

Viking Offshore and Marine Limited

Ng Yeau Chong
Executive Director and Chief Executive Officer
20 December 2021

*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 Catalyst.*

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. Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road #09-00 ASO Building, Singapore 048544; telephone: (65) 6636 4201.