

CIRCULAR DATED 5 JUNE 2026

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

This Circular (as defined herein) is issued by Spackman Entertainment Group Limited (the “**Company**”) together with the Notice of extraordinary general meeting (the “**EGM**”) (as defined herein). Its purpose is to provide Shareholders (as defined herein) with the relevant information relating to the Proposed Name Change (as defined herein) and to seek Shareholders’ approval for the same at the EGM of the Company to be held at Tanah Merah Country Club, 1 Tanah Merah Coast Road, Heliconia Room, Singapore 498722 on Monday, 29 June 2026 at 3:00 p.m. (or as soon as practicable thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2:00 p.m. on the same day).

If you are in any doubt about its contents or the course of action you should take, you should consult your bank manager, stockbroker, solicitor, accountant or other professional adviser immediately. If you have sold or transferred all your ordinary shares in the capital of the Company, you should immediately forward this Circular, the Notice of EGM and the attached Proxy Form (as defined herein) to the purchaser or the transferee or to the bank, stockbroker or agent through whom the sale or the transfer was effected, for onward transmission to the purchaser or the transferee.

This Circular has been prepared by the Company and its contents have been reviewed by the Company’s sponsor, Evolve Capital Advisory Private Limited (“**Sponsor**”), for compliance with the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalyst.

This Circular has not been examined or approved by the SGX-ST. The SGX-ST assumes no responsibility for the contents of this Circular, including the accuracy, completeness or correctness of any of the information, statements or opinions made or reports contained in this Circular.

The legal adviser appointed by the Company for the purpose of the corporate actions set out in this Circular is Bird & Bird ATMD LLP.

The contact person for the Sponsor is Mr Jerry Chua, Registered Professional, Evolve Capital Advisory Private Limited at 160 Robinson Road, SBF Center, #20-01/02 Singapore 068914, telephone: (65) 6241 6626.

spackmanentertainmentgroup

SPACKMAN ENTERTAINMENT GROUP LIMITED

(Company Registration No. 201401201N)

(Incorporated in Singapore)

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED CHANGE OF NAME
FROM SPACKMAN ENTERTAINMENT GROUP LIMITED TO POLARIS E&M LIMITED
(THE “PROPOSED NAME CHANGE”)**

IMPORTANT DATES AND TIMES:

Last date and time for lodgement of Proxy Form : 27 June 2026 at 3:00 p.m. (Singapore time)

Date and time of EGM : 29 June 2026 at 3:00 p.m. (Singapore time)
(or as soon as practicable thereafter
following the conclusion or adjournment of
the Annual General Meeting of the
Company to be held at 2:00 p.m. on the
same day)

Place of EGM : Tanah Merah Country Club,
1 Tanah Merah Coast Road,
Heliconia Room,
Singapore 498722

CONTENTS

DEFINITIONS	2
LETTER TO SHAREHOLDERS	5
1. INTRODUCTION	5
2. THE PROPOSED NAME CHANGE	5
3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS	7
4. DIRECTORS' RECOMMENDATIONS	7
5. CONSENTS	7
6. EXTRAORDINARY GENERAL MEETING	7
7. ACTION TO BE TAKEN BY THE SHAREHOLDERS	8
8. DIRECTORS' RESPONSIBILITY STATEMENT	8
9. DOCUMENTS AVAILABLE FOR INSPECTION	8
NOTICE OF EXTRAORDINARY GENERAL MEETING	N-1

DEFINITIONS

In this Circular, the following definitions apply throughout unless the context otherwise requires or otherwise stated:

“ACRA”	:	The Accounting and Corporate Regulatory Authority of Singapore
“Board” or “Board of Directors”	:	The board of directors of the Company as at the Latest Practicable Date
“Catalist”	:	The Catalist board of the SGX-ST
“Catalist Rules”	:	Section B: Rules of Catalist of the Listing Manual, as amended, modified or supplemented from time to time
“CDP”	:	The Central Depository (Pte) Limited
“Circular”	:	This circular to Shareholders dated 5 June 2026
“Company”	:	Spackman Entertainment Group Limited
“Companies Act”	:	The Companies Act 1967 of Singapore, as amended, supplemented or modified from time to time
“Constitution”	:	The constitution of the Company as may be amended, modified or supplemented from time to time
“Directors”	:	The directors of the Company as at the Latest Practicable Date and each a “Director”
“EGM”	:	The extraordinary general meeting of the Company to be held on 29 June 2026 (and any adjournment thereof), notice of which is set out on pages N-1 to N-4 of this Circular
“Group”	:	The Company, its subsidiaries and associated companies, collectively
“Independent Director”	:	A Non-Executive Director who is considered to be independent
“Latest Practicable Date”	:	3 June 2026, being the latest practicable date prior to the issuance of this Circular
“Non-Executive Director”	:	A Director who is not an Executive Director
“Notice of EGM”	:	The notice of EGM dated 5 June 2026 set out on pages N-1 to N-4 of this Circular
“Proposed Name Change”	:	Has the meaning ascribed to it in Section 2.1 of the Letter to Shareholders in this Circular

“Proxy Form”	:	The proxy form attached to the Notice of EGM
“Register”	:	The register of holders of the Shares, as maintained by the Share Registrar
“Securities Account”	:	The securities account maintained by a Depositor with CDP (but does not include a securities sub-account maintained with a Depository Agent)
“SFA”	:	The Securities and Futures Act 2001 of Singapore, as may be amended, modified, or supplemented from time to time
“SGXNet”	:	A broadcast network utilised by companies listed on the SGX-ST for the purposes of sending information (including announcements) to the SGX-ST (or any other broadcast or system networks prescribed by the SGX-ST)
“SGX-ST”	:	Singapore Exchange Securities Trading Limited
“Shares”	:	The ordinary share(s) in the capital of the Company
“Shareholders”	:	The registered holders of Shares in the register of members of the Company, except that where the registered holder is CDP, the term “Shareholders” shall, in relation to such Shares and where the context so admits, mean the Depositors whose Securities Accounts are credited with such Shares
“Share Registrar”	:	Tricor Barbinder Share Registration Services
“Sponsor”	:	Evolve Capital Advisory Private Limited
“Substantial Shareholder”	:	A person (including a corporation) who, in accordance with the Companies Act, has an interest (directly or indirectly) in not less than five per cent. (5.0%) of the total issued Shares (excluding treasury shares and subsidiary holdings)
“Treasury Shares”	:	Issued Shares of the Company which was (or is treated as having been) purchased by the Company in circumstances which Section 76H of the Companies Act applies and has since purchase been continuously held by the Company

Currencies, Units and Others

“S\$” and “cents”	:	Singapore dollars and cents, respectively, being the lawful currency for the time being of the Republic of Singapore
“%” or “per cent.”	:	Per centum or percentage

The terms “**Depositor**”, “**Depository Agent**” and “**Depository Register**” shall have the same meanings ascribed to them respectively in Section 81SF of the SFA or any statutory modification thereof, as the case may be.

The term “**subsidiary**” shall have the meaning ascribed to it under Section 5 of the Companies Act.

Words importing the singular shall, where applicable, include the plural and vice versa, and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. References to persons shall, where applicable, include corporations.

Any reference in this Circular to any statute or enactment is a reference to that statute or enactment as for the time being amended or re-enacted. Any word or term defined under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning ascribed to it under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof, as the case may be, unless otherwise provided.

Any reference to any agreement or document shall include such agreement or document as amended, modified, varied, novated, supplemented or replaced from time to time.

Any reference in this Circular to Shares being allotted to a person includes allotment to CDP for the account of that person.

Any reference to a time of day in this Circular shall be a reference to Singapore time, unless otherwise stated. Any discrepancies in this Circular between the amounts listed and the total thereof are due to rounding. Accordingly, figures shown as totals in this Circular may not be an arithmetic aggregation of the figures which precede them.

SPACKMAN ENTERTAINMENT GROUP LIMITED

(Company Registration No. 201401201N)
(Incorporated in Singapore)

LETTER TO SHAREHOLDERS

Directors:

Mr. Lau Rui Sheng, Ian (Non-Executive and Independent Chairman)
Mr. Ji Jungyeong (Non-Executive and Non-Independent Director)
Mr. Na Kyoungwon (Non-Executive and Non-Independent Director)
Mr. Lee Junhee (Non-Executive and Independent Director)

Registered Office:

16 Collyer Quay
Singapore 049318
#17-00

5 June 2026

To: The Shareholders of the Company

Dear Shareholder,

THE PROPOSED CHANGE OF NAME FROM SPACKMAN ENTERTAINMENT GROUP LIMITED TO POLARIS E&M LIMITED

1. INTRODUCTION

The Board is convening an EGM to be held on 29 June 2026 at Tanah Merah Country Club, 1 Tanah Merah Coast Road, Heliconia Room, Singapore 498722 at 3:00 p.m. (or as soon as practicable thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2:00 p.m. on the same day), to seek Shareholders' approval for, *inter alia*, the Proposed Name Change. The purpose of this Circular is to provide Shareholders with information relating to the Proposed Name Change and to seek Shareholders' approval for the Proposed Name Change to be tabled at the EGM, notice of which is set out on pages N-1 to N-4 of this Circular.

This Circular has been prepared solely for the purposes outlined above and may not be relied upon by any persons (other than the Shareholder to whom this Circular is despatched to by the Company) or for any other purpose.

The SGX-ST assumes no responsibility for the contents of this Circular, including the accuracy, completeness or correctness of any of the statements or opinions made, or reports contained in this Circular.

1.1 Legal Adviser

Bird & Bird ATMD LLP has been appointed as the legal adviser to the Company as to Singapore law in relation to the Proposed Name Change and for the purposes of this Circular.

2. THE PROPOSED NAME CHANGE

2.1 Background and Rationale

The Company is proposing to change its name from "SPACKMAN ENTERTAINMENT GROUP LIMITED" to "POLARIS E&M LIMITED" (the "**Proposed New Name**") as part of a Group-wide rebranding exercise (the "**Proposed Name Change**"). Following the entry of a new controlling shareholder and a subsequent board restructure as announced on

19 March 2026 and 21 April 2026 respectively, the Group is set to revitalize its brand identity while pursuing a strategic roadmap for business diversification. Consequently, the Board believes that the Proposed Name Change more accurately represents and aligns with the Group's new corporate identity and long-term business strategy. The word "Polaris" adopts the brand identity of the controlling shareholder and "E&M" represents Entertainment & Marketing. The Directors are of the view that the Proposed Name Change would better reflect the Company's broad mission of creating shareholder value within the entertainment and technology sectors. In connection with the Proposed Name Change, the Group intends to expand its activities beyond its existing operations into other viable areas of business with high growth potential, with such opportunities to be explored from time to time as and when they arise. As at the Latest Practicable Date, the Company is in the process of evaluating specific initiatives for such expansion and will update and seek the consent of Shareholders accordingly, if required, as and when there are material developments.

The Proposed Name Change will therefore allow the public and the Company's partners to better identify with the Company going forward based on its diversified portfolio and strategic direction.

2.2 Approvals

ACRA had, on 24 April 2026, granted its in-principle approval for the Company's application to reserve the Proposed New Name, and such name has been reserved until 22 August 2026. The Proposed Name Change is subject to Shareholders' approval by way of a special resolution pursuant to Section 28 of the Companies Act. Subject to the passing of the special resolution, the Company will, as soon as reasonably practicable lodge the requisite notifications with ACRA. The Company will adopt "POLARIS E&M LIMITED" as its new name with effect from the issue of the Notice of Incorporation under the Proposed New Name by ACRA. The name "POLARIS E&M LIMITED" shall replace all references to "SPACKMAN ENTERTAINMENT GROUP LIMITED" in the Constitution thereafter. The Company will release an announcement to notify Shareholders when the Proposed Name Change takes effect. Shareholders should note that the change of the Company's name, if effected, will not affect (i) the identity or legal status of the Company, (ii) any of the rights or obligations of the Company, (iii) any of the rights of Shareholders, or (iv) the Group's day-to-day business operations and financial position.

2.3 No Recall of Existing Share Certificates

Shareholders should note that, notwithstanding the change of name of the Company to "POLARIS E&M LIMITED", the existing share certificates of the Company issued prior to the date on which the Proposed Name Change takes legal effect will continue to be valid. The Company will not undertake a recall of existing share certificates, which will continue to be *prima facie* evidence of title. No further action is required on the part of Shareholders in respect of the existing share certificates.

3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

The interests of the Directors and Substantial Shareholders in the Shares as at the Latest Practicable Date, based on the Company's register of interests of Directors and register of Substantial Shareholders respectively, are as follows:

	Number of Shares			
	Direct Interest	% ⁽¹⁾	Deemed Interest	% ⁽¹⁾
Directors				
Lau Rui Sheng, Ian	—	—	—	—
Ji Jungyeong	—	—	—	—
Na Kyoungwon	10,268	0.06	—	—
Lee Junhee	—	—	—	—
Substantial Shareholders (other than Directors)				
Polaris Office Corp ⁽²⁾	868,500	4.73	3,040,927	16.56

Notes:

- (1) The percentage is calculated based on issued number of Shares of the Company of 18,363,903 Shares (excluding Treasury Shares and subsidiary holdings) as at the Latest Practicable Date.
- (2) Polaris Office Corp is deemed interested in a total of 3,040,927 Shares held by its subsidiaries, namely 870,555 Shares held by Sewon Co., Ltd., 795,162 Shares held by Polaris AI Corp., 815,210 Shares held by Polaris AI Pharm Corp. and 560,000 Shares held by Handysoft, Inc.

Save as disclosed in this Circular, none of the Directors or their associates, or substantial Shareholders of the Company or their associates, has any interest, direct or indirect, in the Proposed Name Change other than through their respective directorships and/or shareholdings (if any) (as the case may be) in the Company.

4. DIRECTORS' RECOMMENDATIONS

The Directors, having considered, *inter alia*, the rationale for the Proposed Name Change, as set out above in Section 2 of this Circular, are of the opinion that the Proposed Name Change is in the best interests of the Company and accordingly recommend that Shareholders vote in favour of the same at the EGM.

5. CONSENTS

5.1 Consent by Bird & Bird ATMD LLP

Bird & Bird ATMD LLP has given and has not withdrawn its written consent to the issue of this Circular with the inclusion of its name in the form and context in which they appear in this Circular.

6. EXTRAORDINARY GENERAL MEETING

The EGM will be held at Tanah Merah Country Club, 1 Tanah Merah Coast Road, Heliconia Room, Singapore 498722 on Monday, 29 June 2026 at 3:00 p.m. (or as soon as practicable thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 2:00 p.m. on the same day), for the purpose of considering and, if thought fit, passing with or without any modifications, the special resolution as set out in the notice of EGM.

7. ACTION TO BE TAKEN BY THE SHAREHOLDERS

Shareholders who are unable to attend the EGM and wish to appoint a proxy to attend and vote at the EGM on their behalf must complete, sign and return the Proxy Form attached to the notice of EGM in accordance with the instructions printed thereon as soon as possible and in any event so as to arrive at the registered office of the Company's Share Registrar, Tricor Barbinder Share Registration Services, in each case, not less than 48 hours before the time fixed for the EGM. The completion and return of a Proxy Form by a Shareholder does not preclude him from attending and voting in person at the EGM should he subsequently decide to do so, although the appointment of the proxy shall be deemed to be revoked by such attendance. A Depositor shall not be regarded as a Shareholder of the Company and shall not be entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register and/or the Register of Members at least 72 hours before the EGM.

8. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Name Change, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading.

Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

9. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents are available for inspection at the registered office of the Company at 16 Collyer Quay, #17-00, Singapore 049318, during normal business hours from the date of this Circular up to and including the date of the EGM:

- (a) the annual report of the Company for the financial year ended 31 December 2024;
- (b) the Constitution; and
- (c) the approval from ACRA dated 24 April 2026 for the Company's application for the reservation of the name "POLARIS E&M LIMITED".

Yours faithfully
for and on behalf of the Board of Directors of
Spackman Entertainment Group Limited

Lau Rui Sheng, Ian
Non-Executive and Independent Chairman

5 June 2026