

**PROPOSED PURCHASES OF SHARES PURSUANT TO  
THE COMPANY'S SHARE PURCHASE MANDATE**

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The Board of Directors of The Hour Glass Limited (the “**Company**”, and together with its subsidiaries, collectively the “**Group**”) wishes to make the following announcement.

1. The Board notes that shareholders of the Company had signalled their support for the Company's Share Purchase Mandate, with zero vote being cast against the renewal of the Share Purchase Mandate at its 42<sup>nd</sup> Annual General Meeting held on 28 July 2021.

Information on the current Share Purchase Mandate is set out in the Company's letter to shareholders dated 6 July 2021 and details of market purchases of its shares carried out by the Company pursuant to the current and previous Share Purchase Mandates are available on the SGX website at [www.sgx.com](http://www.sgx.com).

As at 9 September 2021, the Company had purchased pursuant to the current and previous Share Purchase Mandates of the Company, cumulatively an aggregate 14,019,000 shares. All such repurchased shares are presently held as treasury shares.

2. Purchases of its shares by the Company pursuant to the current Share Purchase Mandate (including and any renewals thereof with the approval of shareholders at future Annual General Meetings) would only be made in circumstances where it is considered to be in the best interests of the Company. It should also be noted that purchases pursuant to a subsisting Share Purchase Mandate may not be carried out to the full 10% mandated, or to such an extent that would, or in circumstances which might, result in a material adverse effect on the financial position of the Company, or the Company and the Group, or result in the Company being delisted from the SGX-ST.
3. The Board is of the view that the Share Purchase Mandate provides the Company with a mechanism to facilitate the return of surplus cash over and above its ordinary capital requirements, in an expedient and cost-efficient manner, and the opportunity to purchase or acquire shares of the Company when such shares are undervalued. Share purchases will also allow the Board greater flexibility over the Company's share capital structure with a view to enhancing the earnings and/or net asset value per share.

As such and moving forward, subject to prevailing market conditions and availability of surplus funds, the Company intends to continue to make purchases of its shares via market purchases effected on the SGX-ST. In this connection, the Board wishes to highlight the following:

- 3.1 As at 9 September 2021 (the “**Latest Practicable Date**”), TYC Investment Pte Ltd (“**TYC**”), a controlling shareholder of the Company, holds 340,291,669 shares representing approximately 49.25% of the Company's 690,992,880 issued shares (excluding 14,019,000 treasury shares).
- 3.2 Based on notifications provided to the Company for purposes of (*inter alia*) certain disclosures required under relevant SGX-ST listing rules for the Company's Annual Report 2021 and 42<sup>nd</sup> Annual General Meeting, as at 6 July 2021, the Tay Family (which includes Dr Henry Tay Yun Chwan and his son, Mr Michael Tay Wee Jin, directly and/or through, *inter alia*, TYC) collectively hold 472,562,307 shares, which as at the Latest Practicable Date, represents approximately 68.39% of the issued shares (excluding treasury shares) of the Company (“**issued voting Shares**”).

- 3.3 In the event that the Company should continue to make purchases of its shares pursuant to and in accordance with its Share Purchase Mandate for the time being subsisting, there exists the possibility of TYC becoming the immediate holding company of the Company. In such an eventuality occurring, the Company will make appropriate announcement immediately as required by applicable listing rules of the SGX-ST.
- 3.4 As at the Latest Practicable Date, Dr Henry Tay Yun Chwan (“**Dr Tay**”), the Executive Chairman of the Company, had a direct interest in 65,003,368 shares, representing approximately 9.41% of the issued voting Shares. Together with (i) companies in which Dr Tay has a controlling interest, namely TYC and AMSTAY Pte Ltd (“**Amstay**”), and (ii) AMS Lifestyle Pte. Ltd. (“**AMS**”) in which he has an interest, Dr Tay had an aggregate interest in 443,176,237 shares representing approximately 64.14% of the issued voting Shares. Dr Tay is also a director of TYC, Amstay and AMS.
- 3.5 As at the Latest Practicable Date, Mr Michael Tay Wee Jin (“**Mr Tay**”), the Group Managing Director of the Company held 26,804,098 shares representing approximately 3.88% of the issued voting Shares, and Dr Kenny Chan Swee Kheng (“**Dr Chan**”), a Non-Independent Non-Executive Director of the Company, had a direct interest in 2,725,497 shares and a deemed interest in 448,878 shares, representing in aggregate approximately 0.46% of the issued voting Shares. Dr Tay is Mr Tay’s father, and Dr Chan is Mr Tay’s uncle. As at the Latest Practicable Date, Mr Tay is also a director of TYC, Amstay and AMS.
- 3.6 Under the Singapore Code on Take-overs and Mergers, unless the contrary is established, the Directors of the Company who are also directors of TYC, Amstay and/or AMS, the close relatives of such Directors and the related corporations of these companies, would be presumed to be persons acting in concert with them. Additionally, as TYC, Amstay and AMS and the Directors presumed to be acting in concert with them collectively already hold more than 50% of the issued voting share capital of the Company, purchases or acquisitions of Shares by the Company pursuant to the Share Purchase Mandate will **not** result in the Directors (or any of them) and/or TYC, Amstay and AMS incurring an obligation to make a mandatory take-over offer under Rule 14 read with Appendix 2 of the Take-over Code.

Save as disclosed, none of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the transactions (other than through their shareholding interests, if any, in the Company).

Shareholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders and potential investors of the Company are advised to refrain from taking any action with respect to their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. Shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

By Order of the Board

Christine Chan  
Company Secretary  
10 September 2021