

## VOLUNTARY CONDITIONAL CASH OFFER

by

### EPICSOFT ASIA PTE. LTD.

(Company Registration No.: 201428300H)

(Incorporated in the Republic of Singapore)

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

### BAN LEONG TECHNOLOGIES LIMITED

(Company Registration No.: 199303898C)

(Incorporated in the Republic of Singapore)

## DESPATCH OF NOTIFICATION OF ELECTRONIC DISSEMINATION OF OFFER DOCUMENT AND RELATED DOCUMENTS

### 1. INTRODUCTION

Epicsoft Asia Pte. Ltd. (the “**Offeror**”) refers to the announcement released on 30 April 2025 in relation to the voluntary conditional cash offer (the “**Offer**”) for all the issued and paid-up ordinary shares (excluding treasury shares) (“**Offer Shares**”) in the capital of Ban Leong Technologies Limited (the “**Company**” or “**Ban Leong**”), in accordance with Rule 15 of The Singapore Code on Take-overs and Mergers.

Unless otherwise defined, capitalised terms in this Announcement shall bear the same meaning as set out in the Offer Document (as defined in paragraph 2.1 below).

### 2. ELECTRONIC DISSEMINATION OF OFFER DOCUMENT

2.1 Pursuant to the Securities Industry Council's Public Statement on the Further Extension of the Temporary Measure to Allow for Electronic Dissemination of Rights Issue and Take-over Documents under The Singapore Code on Take-overs and Mergers issued on 29 June 2021, the Offeror has opted to electronically disseminate the offer document dated 21 May 2025 (the “**Offer Document**”). Accordingly, please note that no printed copies of the Offer Document will be despatched to the shareholders of the Company (“**Shareholders**”).

2.2 To access the electronic version of the Offer Document and its related documents:

- (a) you may access the website of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) at [www.sgx.com](http://www.sgx.com) and select the section “**Securities**”, select “**Company Information**” and then “**Company Announcements**” from the drop-down menu list and type the name of the Company: “**Ban Leong Technologies Limited**” in the box titled “**Filter by Company/Security Name**”. “**Ban Leong Technologies Limited**” will appear as a drop-down item below the filter box. Thereafter, please select the announcement dated 21 May 2025 titled “Voluntary Conditional Cash Offer – Electronic Dissemination of Offer Document”. The Offer Document and its related documents can be accessed by clicking on the link under the section titled “Attachments” at the bottom of the announcement.

- (b) you may also access the electronic version of the Offer Document and its related documents on Ban Leong's website at the following URL: [banleong.com/news-room/](http://banleong.com/news-room/).

### 3. POSTING OF NOTIFICATION AND RELATED DOCUMENTS

- 3.1 The Offeror wishes to announce that a notification letter containing addresses and instructions for the electronic retrieval of the Offer Document, containing, amongst other things, the full terms and conditions of the Offer (the "**Notification**"), has been despatched to the Shareholders today.
- 3.2 The Notification has been despatched together with the following documents:
- (a) where a Notification has been sent to a Shareholder whose Offer Shares are deposited with The Central Depository (Pte) Limited ("**CDP**"), a Form of Acceptance and Authorisation for Offer Shares (the "**FAA**") and a pre-addressed envelope for the return of the FAA; and
- (b) where a Notification has been sent to a Shareholder whose Offer Shares are not deposited with CDP ("**in scrip form**"), a Form of Acceptance and Transfer for Offer Shares (the "**FAT**", and together with the FAA, referred to as the "**Acceptance Forms**") and a pre-addressed envelope for the return of the FAT.
- 3.3 If you do not receive any of the above documents, please contact (i) CDP (if you hold Offer Shares deposited with CDP) at CDP's Customer Service Hotline (65) 6535 7511 during their operating hours or email CDP at [asksgx@sgx.com](mailto:asksgx@sgx.com) for assistance, or (ii) the office of the Share Registrar, B.A.C.S Private Limited (if you hold Offer Shares in scrip form) at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 to request for the relevant documents upon production of satisfactory evidence that you are a Shareholder.
- 3.4 Electronic copies of the Notification, the Offer Document, the FAA and the FAT may also be obtained on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com) or from Ban Leong's website at [banleong.com/news-room/](http://banleong.com/news-room/), as set out in paragraph 2.2 of this Announcement.

### 4. CLOSING DATE

Acceptances of the Offer must be received by the close of the Offer at 5.30 p.m. (Singapore time) on 18 June 2025 or such later date(s) as may be announced from time to time by the Offeror (the "**Closing Date**").

### 5. PROCEDURES FOR ACCEPTANCE

- 5.1 The procedures for acceptance of the Offer are set out in **Appendix 2** to the Offer Document and in the relevant Acceptance Forms.
- 5.2 Shareholders who wish to accept the Offer may do so by completing and returning the relevant Acceptance Form(s) and all other relevant documents as soon as possible so as to reach the Offeror c/o The Central Depository (Pte) Limited or B.A.C.S Private Limited (as the case may be) not later than 5.30 p.m. (Singapore time) on the Closing Date. Alternatively, Shareholders

who are individual and joint-alternate account holders who hold Offer Shares deposited with CDP may also submit the FAA in electronic form via SGX's Investor portal at [investors.sgx.com](http://investors.sgx.com).

Please contact the Offeror via email at [admin@epicsoft.asia](mailto:admin@epicsoft.asia) if you have any questions or require assistance in completing the relevant Acceptance Form(s).

## **6. OVERSEAS SHAREHOLDERS**

### **6.1 Overseas Jurisdictions**

This Announcement, the Notification, the Offer Document, the relevant Acceptance Forms and/or any related documents do not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it 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 Announcement, the Notification, the Offer Document, the relevant Acceptance Forms and/or related documents in any jurisdiction in contravention of applicable law.

The release, publication or distribution of this Announcement, the Notification, the Offer Document, the relevant Acceptance Forms and any other formal documentation in relation to the Offer (collectively, the "**Offer Documentation**") in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this Announcement and the Offer Documentation are released, published or distributed should inform themselves about and observe such restrictions.

Copies of this Announcement and the Offer Documentation are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer would violate the laws of that jurisdiction ("**Restricted Jurisdiction**") and will not be capable of acceptance by any such use, instrumentality or facility within any Restricted Jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.

The Offer (unless otherwise determined by the Offeror and permitted by applicable law and regulation) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including, without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any Restricted Jurisdiction and the Offer will not be capable of acceptance by any such use, means, instrumentality or facilities.

### **6.2 Overseas Shareholders**

The availability of the Offer to Shareholders whose addresses are outside Singapore as shown in the Register or in the Depository Register (as the case may be) (each, an "**Overseas Shareholder**") may be affected by the laws of the relevant overseas jurisdictions in which they are located. Accordingly, Overseas Shareholders should inform themselves of, and observe, any applicable requirements in the relevant overseas jurisdictions.

**For the avoidance of doubt, the Offer will be open to all Shareholders holding Offer Shares, including those to whom the Offer Documentation may not be sent.**

It is the responsibility of Overseas Shareholders who wish to accept the Offer to (a) request for the Offer Documentation, or (b) satisfy themselves as to the full observance of the laws of the relevant overseas jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, or compliance with other necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholders shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror, its related corporations, CDP, the Share Registrar and any person acting on their behalf shall be fully indemnified and held harmless by such Overseas Shareholders for any such taxes, imposts, duties or other requisite payments as the Offeror, its related corporations, CDP, the Share Registrar and/or any person acting on their behalf may be required to pay. In (a) requesting for the Offer Documentation, or (b) accepting the Offer, each Overseas Shareholder represents and warrants to the Offeror that he is in full observance of the laws of the relevant jurisdiction in that connection and that he is in full compliance with all necessary formalities or legal requirements.

**Any Overseas Shareholder who is in doubt about his position should consult his professional adviser in the relevant jurisdiction.**

### **6.3 Copies of Offer Documentation**

Where there are potential restrictions on sending the Offer Documentation to any overseas jurisdiction, the Offeror reserves the right not to send these documents to Overseas Shareholders in such overseas jurisdictions. Subject to compliance with applicable laws, any affected Overseas Shareholder may, nonetheless, obtain a copy of the Offer Documentation during normal business hours and up to the Closing Date, from (a) the CDP (if he is a Depositor) by contacting CDP's Customer Service Hotline at (65) 6535 7511 during their operating hours or emailing CDP at [asksgx@sgx.com](mailto:asksgx@sgx.com) for instructions on how to obtain a copy of such documents, or (b) the office of the Share Registrar, B.A.C.S. Private Limited (if he holds the Offer Shares in scrip form) at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896. Alternatively, an Overseas Shareholder may, subject to compliance with applicable laws, write to the Offeror (i) through CDP (if he is a Depositor) at Privy Box No. 920764, Singapore 929292, or (ii) the Share Registrar (if he holds the Offer Shares in scrip form) at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, to request for the Offer Documentation to be sent to an address in Singapore by ordinary post at his own risk, up to five (5) Market Days prior to the Closing Date. Electronic copies of the Offer Documentation may also be obtained on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

### **6.4 Notice**

The Offeror reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement on the website of the SGX-ST or paid advertisement in a daily newspaper published and circulated in Singapore, in which case, such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder (including Overseas Shareholders) to receive or see such announcement or advertisement.

## **7. INFORMATION PERTAINING TO CPFIS INVESTORS**

CPFIS Investors will receive further information on how to accept the Offer from their respective CPF Agent Banks directly. CPFIS Investors are advised to consult their respective CPF Agent Banks should they require further information, and if they are in doubt as to the action they should take, CPFIS Investors should seek independent professional advice. CPFIS Investors who wish to accept the Offer are to reply to their respective CPF Agent Banks accordingly by the deadline stated in the letter from their respective CPF Agent Banks, which may be earlier than the Closing Date.

## **8. INFORMATION PERTAINING TO SRS INVESTORS**

SRS Investors will receive further information on how to accept the Offer from their respective SRS Agent Banks directly. SRS Investors are advised to consult their respective SRS Agent Banks should they require further information, and if they are in doubt as to the action they should take, SRS Investors should seek independent professional advice. SRS Investors who wish to accept the Offer are to reply to their respective SRS Agent Banks by the deadline stated in the letter from their respective SRS Agent Banks, which may be earlier than the Closing Date.

## **9. INDEPENDENT ADVICE**

The views of the directors of the Company who are considered independent for the purposes of the Offer and the IFA on the Offer will be made available by the Company to Shareholders within 14 days of the Despatch Date. Shareholders should consider their advice before taking any action in relation to the Offer. If any Shareholder is in any doubt about the Offer or the action he should take, he should consult his stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

## **10. RESPONSIBILITY STATEMENT**

The sole director of the Offeror and the directors of GGPL (including those who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company (including without limitation, relating to the Company and its subsidiaries), the sole responsibility of the sole director of the Offeror and the directors of GGPL has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

Issued by

**EPICSOFT ASIA PTE. LTD.**

21 May 2025

## **IMPORTANT NOTICE**

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as “expect”, “anticipate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the current expectations, beliefs, hopes, intentions or strategies of the party making the statements regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and the Offeror does not undertake any obligation to update publicly or revise any forward-looking statements, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.