

**PROPOSED ACQUISITION OF 80% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF
POLYBUILDING (S) PTE. LTD.**

- RECEIPT OF WHITEWASH WAIVER FROM THE SECURITIES INDUSTRY COUNCIL

1. INTRODUCTION

The Board of Directors (the “**Board**”) of Casa Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the announcements dated 11 February 2026 and 10 April 2026 in relation to the Proposed Acquisition (the “**Previous Announcements**”).

Unless otherwise defined, capitalised terms used herein shall bear the same meaning ascribed to them in the Previous Announcements.

2. RECEIPT OF WHITEWASH WAIVER

The Company wishes to announce that the SIC has on 17 April 2026 granted the Whitewash Waiver, subject to the following conditions:

- (a) a majority of holders of voting rights of the Company approve at a general meeting, before the issue of the Consideration Shares pursuant to the Proposed Acquisition, a resolution (the “**Whitewash Resolution**”) by way of a poll to waive their right to receive a general offer from the Vendors and parties acting in concert with them;
- (b) the Whitewash Resolution is separate from other resolutions;
- (c) the Vendors, parties acting in concert with them, as well as parties not independent of them abstain from voting on the Whitewash Resolution;
- (d) the Vendors and parties acting in concert with them did not acquire or are not to acquire any Shares or instruments convertible into and options in respect of Shares (other than subscriptions for, rights to subscribe for, instruments convertible into or options in respect of the new Shares which have been disclosed in the Circular):
 - (i) during the period between the date of the announcement of the Proposed Acquisition and the date shareholders' approval is obtained for the Whitewash Resolution; and
 - (ii) in the 6 months prior to the date of the announcement of the Proposed Acquisition, but subsequent to negotiations, discussions or the reaching of understandings or agreements with the Board in relation to the Proposed Acquisition;
- (e) the Company appoints an independent financial adviser to advise its independent Shareholders on the Whitewash Resolution;
- (f) the Company sets out clearly in its Circular to Shareholders:
 - (i) details of the Proposed Acquisition and the allotment and issue of the Consideration Shares;
 - (ii) the dilution effect to existing Shareholders upon the allotment and issue of the Consideration Shares pursuant to the Proposed Acquisition;

- (iii) the number and percentage of voting rights in the Company as well as the number of instruments convertible into, rights to subscribe for and options in respect of Shares (other than the convertibles to be issued, if any) held by the Vendors and parties acting in concert with them, as at the latest practicable date;
 - (iv) the number and percentage of voting rights to be acquired by the Vendors as a result of the allotment and issue of the Consideration Shares pursuant to the Proposed Acquisition;
 - (v) specific and prominent reference to the fact that independent Shareholders, by voting for the Whitewash Resolution, are waiving their rights to a general offer from the Vendors at the highest price paid by the Vendors and parties acting in concert with them for the Company's shares in the past 6 months preceding the commencement of the offer;
- (g) the Circular by the Company to Shareholders states that the waiver granted by the SIC to the Vendors from the requirement to make a general offer under Rule 14 is subject to the conditions stated at paragraphs 2(a) to 2(f) above;
- (h) the Vendors obtain the SIC's approval in advance for those parts of the Circular that refer to the Whitewash Resolution; and
- (i) to rely on the Whitewash Resolution, the approval of the Whitewash Resolution must be obtained within 3 months of the date of the SIC's grant of the Whitewash Waiver, and the subscription of the Consideration Shares by the Vendors must be completed within 3 months of the date of the approval of the Whitewash Resolution.

3. CIRCULAR

A Circular containing, *inter alia*, the notice of EGM and further details of the Proposed Acquisition will be despatched to the Shareholders in due course.

4. CAUTION IN TRADING

Shareholders are advised to exercise caution in trading their shares as there is no certainty or assurance that the Proposed Acquisition will be completed. The Company will make the necessary announcements as and when there are further developments on the Proposed Acquisition. Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stockbrokers, bank managers, accountants, solicitors or other professional advisers if they have any doubt about the actions that they should take.

BY ORDER OF THE BOARD

Lai Hock Meng

Chairman and Independent Non-Executive Director

17 April 2026