

## MANDATORY UNCONDITIONAL CASH OFFER

By

**UOBKayHian**

**UOB KAY HIAN PRIVATE LIMITED**  
(Company Registration No.: 197000447W)  
(Incorporated in Singapore)

for and on behalf of

**MR. TOH KOK SOON**

**SYNERGY SUPPLY CHAIN MANAGEMENT SDN. BHD.**  
(Company Registration No.: 202101030047 (1430347-H))  
(Incorporated in Malaysia)

**IRELIA MANAGEMENT SDN. BHD.**  
(Company Registration No.: 202101037999 (1438299-H))  
(Incorporated in Malaysia)

**TRISTAN MANAGEMENT SDN. BHD.**  
(Company Registration No.: 202101037986 (1438286-T))  
(Incorporated in Malaysia)

**SUBTLEWAY MANAGEMENT SDN. BHD.**  
(Company Registration No.: 202101037998 (1438298-M))  
(Incorporated in Malaysia)

(collectively "**Joint Offerors**")

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

**VIKING OFFSHORE AND MARINE LIMITED**  
(Company Registration No.: 199307300M)  
(Incorporated in Singapore)

excluding treasury shares and those already owned, controlled or agreed to be acquired by the Joint Offerors

### **CLOSE OF OFFER AND WARRANTS PROPOSAL** **FINAL LEVEL OF ACCEPTANCES**

#### **1. INTRODUCTION**

UOB Kay Hian Private Limited ("**UOBKH**") refers to the (i) offer document dated 6 December 2021 ("**Offer Document**") for and on behalf of the Joint Offerors, in relation to the mandatory unconditional cash offer ("**Offer**") to acquire all the issued and paid-up ordinary shares ("**Shares**") in the capital of Viking Offshore and Marine Limited ("**Company**"), excluding treasury Shares and those already owned, controlled and agreed to be acquired by the Joint Offerors ("**Offer Shares**"), 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 the (ii) warrants proposal letter dated 6 December 2021 ("**Warrants Proposal Letter**") released by UOBKH for and on behalf of the Joint Offerors.

Unless otherwise defined, capitalised terms in this announcement shall bear the same meaning as set out in the Offer Document and the Warrants Proposal Letter.

## 2. CLOSE OF THE OFFER AND THE WARRANTS PROPOSAL

UOBKH wishes to announce, for and on behalf of the Joint Offerors, that each of the Offer and the Warrants Proposal has closed at 5.30 p.m. (Singapore time) on 3 January 2022. **Accordingly, each of the Offer and the Warrants Proposal is no longer open for acceptance and any acceptances received after 5.30 p.m. (Singapore time) on 3 January 2022 will be rejected.**

## 3. FINAL LEVEL OF ACCEPTANCES AND RESULTANT SHAREHOLDINGS

In accordance with Rule 28.1 of the Code, UOBKH wishes to announce, for and on behalf of the Joint Offerors, that as at 5:30 p.m. (Singapore time) on 3 January 2022, the total number of Shares and Warrants (a) for which valid acceptances have been received; (b) held on or before the Offer Announcement Date; and (c) acquired or agreed to be acquired between the Offer Announcement Date and up to 5:30 p.m. (Singapore time) on 3 January 2022, by the Joint Offerors and their Concert Parties, are as follows:

	Number of Shares	Approximate percentage of the total number of issued Shares (%) <sup>1</sup>	Number of Warrants	Approximate percentage of the total number of issued Warrants (%) <sup>2</sup>
Shares, or as the case may be, Warrants, owned, controlled or agreed to be acquired on or before the Offer Announcement Date by:				
(i) Joint Offerors	477,943,013	87.0	-	-
(ii) Concert Parties	-	-	-	-
Shares, or as the case may be, Warrants, acquired or agreed to be acquired between the Offer Announcement Date and up to 5.30 p.m. (Singapore time) on 3 January 2022 (other than pursuant to valid acceptances of the Offer) by:				
(i) Joint Offerors	-	-	-	-
(ii) Concert Parties	-	-	-	-
Valid acceptances of the Offer, or as the case may be, Warrants Proposal, as at				

(1) Unless otherwise stated, references in this announcement to the total number of issued Shares are based on 549,359,674 Shares (excluding 159,230 treasury Shares) in issue (based on a search conducted at the Accounting and Corporate Regulatory Authority of Singapore as at 30 November 2021).

(2) Unless otherwise stated, references in this announcement to the total number of issued Warrants are based on 1,949,798 Warrants in issue as at 30 November 2021.

	<b>Number of Shares</b>	<b>Approximate percentage of the total number of issued Shares (%)<sup>1</sup></b>	<b>Number of Warrants</b>	<b>Approximate percentage of the total number of issued Warrants (%)<sup>2</sup></b>
5.30 p.m. (Singapore time) on 3 January 2022 received from:				
(i) Shareholders and/or Warranholders (other than Concert Parties)	743,830	0.1	1,150,640	59.0
(ii) Concert Parties	-	-	-	-

### **Resultant Shareholdings**

Accordingly, as at 5:30 p.m. (Singapore time) on 3 January 2022, the total number of (a) Shares owned, controlled, acquired or agreed to be acquired by the Joint Offerors and their Concert Parties; and (b) valid acceptances of the Offer, amount to an aggregate of 478,686,843 Shares, representing approximately 87.1% of the total issued Shares.

Accordingly, as at 5:30 p.m. (Singapore time) on 3 January 2022, the total number of (a) Warrants owned, controlled, acquired or agreed to be acquired by the Joint Offerors and their Concert Parties; and (b) valid acceptances of the Warrants Proposal, amount to an aggregate of 1,150,640 Warrants, representing approximately 59.0% of the total issued Warrants.

#### **4. JOINT OFFERORS' RESPONSIBILITY STATEMENT**

Each Joint Offeror and (as applicable) its directors (including any director who may have delegated detailed supervision of this announcement) has 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 material facts that have been omitted from this announcement, the omission of which would make any statement in this announcement misleading, and accept joint and several 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, information relating to the Company), the sole responsibility of each Joint Offeror and (as applicable) its directors have 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  
**UOB KAY HIAN PRIVATE LIMITED**

For and on behalf of the Joint Offerors  
3 January 2022

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Any enquiries relating to this announcement or the Offer should be directed during office hours to:

**UOB Kay Hian Private Limited**

Tel: (65) 6590 6881

**Forward-Looking Statements**

*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 "aim", "seek", "expect", "anticipate", "estimate", "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 current expectations, beliefs, hopes, intentions or strategies 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 must not place undue reliance on any forward-looking statement, and neither the Joint Offerors nor UOBKH 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.*