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THE SECURITIES OF NANOFILM TECHNOLOGIES INTERNATIONAL LIMITED HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE “**SECURITIES ACT**”) AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES EXCEPT PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS UNDER THE SECURITIES ACT. THERE WILL BE NO PUBLIC OFFERING OF THE SECURITIES IN THE UNITED STATES.



NANOFILM TECHNOLOGIES INTERNATIONAL LIMITED

(Company Registration Number 199902564C)

(Incorporated in Singapore on 13 May 1999)

OFFERING IN RESPECT OF 77,236,200 ORDINARY SHARES OF NANOFILM TECHNOLOGIES INTERNATIONAL LIMITED (THE “SHARES”) AT THE OFFERING PRICE OF S\$2.59 PER SHARE (THE “OFFERING PRICE”) COMPRISING:

I. AN INTERNATIONAL OFFERING OF 73,374,300 SHARES TO INVESTORS, INCLUDING INSTITUTIONAL AND OTHER INVESTORS IN SINGAPORE, OUTSIDE THE UNITED STATES IN RELIANCE ON REGULATIONS UNDER THE SECURITIES ACT; AND

II. AN OFFERING OF 3,861,900 SHARES BY WAY OF A PUBLIC OFFER IN SINGAPORE,

SUBJECT TO THE OVER-ALLOTMENT OPTION OF UP TO 15,447,200 SHARES (THE OVER-ALLOTMENT OPTION)

Capitalised terms used herein, unless otherwise defined, have the meanings as defined in the prospectus of the Company dated 23 October 2020 and registered by the Monetary Authority of Singapore on 23 October 2020 (the “Prospectus”).

EXERCISE OF OVER-ALLOTMENT OPTION

As stated in the announcement dated 29 October 2020, Dr Shi Xu has granted Credit Suisse (Singapore) Limited, Oversea-Chinese Banking Corporation Limited, Citigroup Global Markets Singapore Pte. Ltd. and CLSA Singapore Pte Ltd (the “**Joint Bookrunners and Underwriters**”) an over-allotment option (the “**Over-allotment Option**”), exercisable by Credit Suisse (Singapore) Limited as the stabilising manager (or

Credit Suisse (Singapore) Limited and Oversea-Chinese Banking Corporation Limited are the Joint Issue Managers for the Offering. Citigroup Global Markets Singapore Pte. Ltd., Credit Suisse (Singapore) Limited and Oversea-Chinese Banking Corporation Limited are the Joint Global Coordinators for the Offering. Citigroup Global Markets Singapore Pte. Ltd., CLSA Singapore Pte Ltd, Credit Suisse (Singapore) Limited and Oversea-Chinese Banking Corporation Limited are the Joint Bookrunners and Underwriters for the Offering.

any of its affiliates or other persons acting on its behalf) (the “**Stabilising Manager**”), on behalf of the Joint Bookrunners and Underwriters, to purchase up to an aggregate of 15,447,200 Shares, representing approximately 20.0% of the total number of Shares in the Offering, at the Offering Price, solely to cover the over-allotment of the Offering Shares.

It is hereby announced that the Stabilising Manager has on 6 November 2020 exercised the Over-allotment Option in full. Accordingly, no price stabilisation action has been, or will be taken in respect of the Shares as the Shares have been trading above the Offering Price since the listing of Nanofilm Technologies International Limited.

Following the completion of the exercise of the Over-allotment Option, Dr Shi Xu’s interest in the Shares will decrease from 59.8% to 57.5%.

Issued jointly by

Citigroup Global Markets Singapore Pte. Ltd.
CLSA Singapore Pte Ltd
Credit Suisse (Singapore) Limited
Oversea-Chinese Banking Corporation Limited

(as Joint Bookrunners and Underwriters)

For and on behalf of

Nanofilm Technologies International Limited
(Company Registration No.: 199902564C)

6 November 2020

IMPORTANT NOTICE

This announcement is for information purposes only and does not constitute or form part of an offer, invitation or solicitation of securities of the Company in Singapore or any other jurisdiction nor should it or any part of it form the basis of, or to be relied upon in connection with, any contract or commitment whatsoever.

The value of the Shares and the income derived from them may fall as well as rise. Shares are not obligations of, deposits in, or guaranteed by, the Company or the Joint Bookrunners and Underwriters or any of their respective affiliates. An investment in the Shares is subject to investment risks, including the possible loss of the principal amount invested. Listing of the Shares on the SGX-ST does not guarantee a liquid market for the Shares.

This announcement is not an offer or sale of the Shares in the United States. The Shares have not been and will not be registered under the Securities Act, or the securities laws of any state of the United States, and may not be offered or sold in the United States absent registration except pursuant to an exemption from, or in a transaction not subject to, the registration requirements under the Securities Act. Any public offering of the Shares in the United States would be made by means of a prospectus that would contain detailed information about the Company and their management, as well as financial statements. The Company does not intend to conduct a public offering of the Shares in the United States. The Shares are being offered and sold outside the United States (including to institutional and other investors in Singapore) in reliance on Regulation S under the Securities Act.

This announcement is not to be distributed or circulated outside of Singapore. Any failure to comply with this restriction may constitute a violation of the Securities Act or the applicable laws of other jurisdictions.