

**APPROVAL IN-PRINCIPLE FROM SGX-ST:
PROPOSED BONUS ISSUE OF ONE (1) WARRANT FOR EVERY FIVE (5) EXISTING SHARES
AT AN EXERCISE PRICE OF S\$0.15 FOR EACH WARRANT INTO A NEW SHARE**

1. INTRODUCTION

The board of directors ("**Board**") of Dyna-Mac Holdings Ltd. ("**Company**") refers to the announcement dated 18 December 2023 in respect of the Proposed Bonus Warrants Issue (the "**18 December Announcement**"). Unless otherwise defined herein or the context otherwise requires, all capitalised terms used in this Announcement shall bear the same meanings ascribed to them in the 18 December Announcement.

2. RECEIPT OF APPROVAL IN-PRINCIPLE ("AIP")

Further to the 18 December Announcement, the Board is pleased to announce that on 3 January 2024, the SGX-ST granted AIP for the dealing in, listing of and quotation for the Bonus Warrants and New Shares which may be allotted and issued pursuant to the exercise of the Bonus Warrants on the Official List of the Main Board of the SGX-ST, subject to the following conditions:

- (a) compliance with the listing requirements of the SGX-ST;
- (b) submission of the following:
 - (i) a written confirmation that the bonus issue is in compliance with the relevant provisions of the Companies Act 1967 of Singapore;
 - (ii) a written confirmation from the Company that there is a satisfactory spread of warrant holders to provide an orderly market for the Bonus Warrants, in compliance with Rule 826 of the Listing Manual;
 - (iii) a written undertaking from the Company that it will comply with Rule 704(30) of the Listing Manual in relation to the use of the proceeds arising from the exercise of the Bonus Warrants and where the proceeds are to be used for working capital purposes, the Company will disclose a breakdown with specific details on the use of proceeds for working capital in the Company's announcements on use of proceeds and in the annual report;
 - (iv) a written undertaking from the Company that it will comply with Rule 831 of the Listing Manual;
 - (v) a written confirmation from the Company that it must announce any adjustment or amendment made to the terms of the issue, in compliance with Rule 830 of the Listing Manual; and
 - (vi) a written confirmation from the Company that the terms and conditions of the Bonus Warrants will provide for adjustment to the Exercise Price, in compliance with Rule 829(1) of the Listing Manual.

The Company intends to comply with the AIP conditions imposed by SGX-ST pursuant to the above. Further, the AIP is not to be taken as an indication of the merits of the Proposed Bonus Warrants Issue, the Bonus Warrants, the New Shares, the Company and/or its subsidiaries.

3. EXERCISE PERIOD OF BONUS WARRANTS

Shareholders should note that the Bonus Warrants will be exercisable during the Exercise Period commencing on and including the date falling six (6) months from the date of listing of the Bonus Warrants on the Official List of the Main Board of the SGX-ST (the “**Warrants Listing Date**”) and expire at 5.00 p.m. on the date falling nine (9) months from the Warrants Listing Date, subject to the terms and conditions of the Bonus Warrants. The Bonus Warrants cannot be exercised prior to the abovementioned six (6) month period prior to the Warrants Listing Date, in view of the exemption accorded under Regulation 31(1) of the Securities and Futures (Offers of Investments) (Securities and Securities-based Derivatives Contracts) Regulations 2018, which exempts the Company from the requirement to issue any prospectus, profile statement or offer information statement in relation to, and for the purpose of, the issue of Bonus Warrants structured in this manner.

The right to exercise the Bonus Warrants will not be extended beyond the Exercise Period. Any Bonus Warrant remaining unexercised upon the expiry of the Exercise Period shall lapse and cease to be valid for all purposes.

4. GENERAL

The following documents will be made available for inspection at the offices of Boardroom Corporate & Advisory Services Pte. Ltd. (the “**Warrant Agent**”) at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632 upon prior appointment and during normal business hours for a period of three (3) months from the date of this Announcement:

- (a) the draft of the Deed Poll; and
- (b) the draft of the warrant agency agreement to be entered into between the Company, as issuer and of Boardroom Corporate & Advisory Services Pte. Ltd. as warrant agent and share registrar (the “**Warrant Agency Agreement**”).

In furtherance to the above, the Deed Poll and Warrant Agency Agreement will be executed on or before the Record Date.

Upon execution, copies of the executed Deed Poll and Warrant Agency Agreement will be made available for inspection at the abovementioned offices of the Warrant Agent, in place of the drafts referred to above.

Please contact the Warrant Agent at +65 65365355, or via email at srs.teamc@boardroomlimited.com, to arrange an appointment for the inspection of the above documents at the offices of the Warrant Agent.

The Company will make a further announcement in respect of the Record Date in due course.

BY ORDER OF THE BOARD

Lim Ah Cheng
Executive Chairman and Chief Executive Officer

Date: 4 January 2024