

VIBROPOWER CORPORATION LIMITED
(Company Registration No. 200004436E)
(Incorporated in the Republic of Singapore)

MANDATORY CONDITIONAL CASH OFFER FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF VIBROPOWER CORPORATION LIMITED

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

1. Introduction

- 1.1. The Board of Directors ("**Board**") of VibroPower Corporation Limited ("**Company**", and together with its subsidiaries, the "**Group**") refers to the following announcements:
- (a) offer announcement ("**Offer Announcement**") issued on 21 November 2024 by Mr. Benedict Chen Onn Meng ("**Offeror**") relating to, *inter alia*, the mandatory conditional cash offer ("**Offer**") for all of the issued and paid-up ordinary shares in the capital of the Company ("**Shares**") excluding treasury shares and those already owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with him, in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore and Rule 14 of the Singapore Code on Take-overs and Mergers ("**Code**"), and the Offeror's intention to make an offer to the holders, other than the Offeror, of outstanding warrants ("**Warrantholders**") issued by the Company, in accordance with Rule 19 of the Code ("**Warrants Offer**"); and
 - (b) announcement issued on 21 November 2024 by the Company in response to the Offer Announcement.

Unless otherwise defined herein, all capitalised terms used herein shall bear the same meaning ascribed to them in the Offer Announcement.

2. Appointment of Independent Financial Adviser

- 2.1. The Board wishes to announce that it has appointed SAC Capital Private Limited as the independent financial adviser ("**IFA**") to advise the directors of the Company who are independent and not acting in concert or deemed acting in concert with the Offeror and his concert parties for the purpose of making a recommendation to shareholders of the Company ("**Shareholders**") and Warrantholders in connection with the Offer and the Warrants Offer ("**Independent Directors**"), having taken into consideration the independent advice to be given by the IFA regarding the Offer and the Warrants Offer.
- 2.2. A circular ("**Offeree Circular**") containing, *inter alia*, the advice of the IFA and the recommendation of the Independent Directors in respect of the Offer and the Warrants Offer will be issued by the Company to the Shareholders and Warrantholders within 14 days from the date of the Offer Document and Warrants Offer Letter to be issued by the Offeror.

3. Cautionary Statement

- 3.1. **In the meantime, Shareholders and Warrantholders are advised to exercise caution when dealing with their Shares and Warrants and refrain from taking any action in relation to their Shares and Warrants which may be prejudicial to their interests, until they and/or their advisers have considered all relevant information set out in the Offeree Circular, including the recommendation of the Independent Directors as well as the advice of the IFA. Shareholders and Warrantholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

4. Directors' Responsibility Statement

- 4.1. The directors of the Company (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated in this announcement are fair and accurate and that no material facts have been omitted from this announcement (the omission of which would render any statement in this announcement misleading in any material aspect), and they jointly and severally accept responsibility accordingly.
- 4.2. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement), the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Sia Huai Peng
Company Secretary
28 November 2024