

SECURITIES AND FUTURES ACT (CAP. 289)
SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS)
REGULATIONS 2012

**NOTIFICATION FORM FOR SUBSTANTIAL
SHAREHOLDER(S)/UNITHOLDER(S) IN RESPECT OF INTERESTS IN**

FORM

3

(Electronic Format)

Explanatory Notes

1. Please read the explanatory notes carefully before completing the notification form.
2. This form is for a Substantial Shareholder(s)/Unitholder(s) to give notice under section 135, 136, 137, 137J (as applicable to sections 135, 136 and 137) or 137U (as applicable to sections 135, 136 and 137) of the Securities and Futures Act (the "SFA").
3. This electronic Form 3 and a separate Form C, containing the particulars and contact details of the Substantial Shareholder(s)/Unitholder(s), must be completed by the Substantial Shareholder(s)/Unitholder(s) or a person duly authorised by the Substantial Shareholder(s)/Unitholder(s) to do so. The person so authorised should maintain records of information furnished to him by the Substantial Shareholder(s)/Unitholder(s).
4. This form and Form C, are to be completed electronically and sent to the Listed Issuer via an electronic medium such as an e-mail attachment. The Listed Issuer will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 137G(1), 137R(1) or 137ZC(1) of the SFA, as the case may be. While Form C will be attached to the announcement template, it will not be disseminated to the public and is made available only to the Monetary Authority of Singapore (the "Authority").
5. Where a transaction results in similar notifiable obligations on the part of more than one Substantial Shareholder/Unitholder, all of these Substantial Shareholders/Unitholders may give notice using the same notification form.
6. A single form may be used by a Substantial Shareholder/Unitholder for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within two business days of becoming aware of the earliest transaction). There must be no netting-off of two or more notifiable transactions even if they occur within the same day.
7. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking the paper clip icon on the bottom left-hand corner or in item 11 of Part II or item 10 of Part III. The total file size for all attachment(s) should not exceed 1MB.
8. Except for item 5 of Part II and item 1 of Part IV, please select only one option from the relevant check boxes.
9. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.
10. In this form, the term "Listed Issuer" refers to -
 - (a) a company incorporated in Singapore any or all of the shares in which are listed for quotation on the official list of a securities exchange;
 - (b) a corporation (not being a company incorporated in Singapore, or a collective investment scheme constituted as a corporation) any or all of the shares in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing;

- (c) a registered business trust (as defined in the Business Trusts Act (Cap. 31A)) any or all of the units in which are listed for quotation on the official list of a securities exchange;
 - (d) a recognised business trust any or all of the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing; or
 - (e) a collective investment scheme that is a trust, that invests primarily in real estate and real estate-related assets specified by the Authority in the Code on Collective Investment Schemes, and any or all the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing ("Real Estate Investment Trust").
11. For further instructions and guidance on how to complete this notification form, please refer to section 7 of the User Guide on Electronic Notification Forms which can be accessed at the Authority's Internet website at <http://www.mas.gov.sg> (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

Part I - General

1. Name of Listed Issuer:

Dyna-Mac Holdings Ltd.

2. Type of Listed Issuer:

Company/Corporation

Registered/Recognised Business Trust

Real Estate Investment Trust

3. Is more than one Substantial Shareholder/Unitholder giving notice in this form?

No *(Please proceed to complete Part II)*

Yes *(Please proceed to complete Parts III & IV)*

4. Date of notification to Listed Issuer:

22-Nov-2024

Part II - Substantial Shareholder/Unitholder and Transaction(s) Details

[To be used for single Substantial Shareholder/Unitholder to give notice]

1. Name of Substantial Shareholder/Unitholder:

Hanwha Aerospace Co., Ltd. ("Hanwha Aerospace")

2. Is Substantial Shareholder/Unitholder a fund manager or a person whose interest in the securities of the Listed Issuer are held solely through fund manager(s)?

Yes

No

Transaction **A**

1. Notification in respect of:

Becoming a Substantial Shareholder/Unitholder

Change in the percentage level of interest while still remaining a Substantial Shareholder/Unitholder

Ceasing to be a Substantial Shareholder/Unitholder

2. Date of acquisition of or change in interest:

20-Nov-2024

3. Date on which Substantial Shareholder/Unitholder became aware of the acquisition of, or the change in, interest  (if different from item 2 above, please specify the date):

20-Nov-2024

4. Explanation (if the date of becoming aware is different from the date of acquisition of, or the change in, interest):

N/A

5. Type of securities which are the subject of the transaction (more than one option may be chosen):

Voting shares/units

Rights/Options/Warrants over voting shares/units

Convertible debentures over voting shares/units (conversion price known)

Others (please specify):

6. Number of shares, units, rights, options, warrants and/or principal amount of convertible debentures acquired or disposed of by Substantial Shareholder/Unitholder:

41,429,700

7. Amount of consideration paid or received by Substantial Shareholder/Unitholder (excluding brokerage and stamp duties):

S\$27,757,899

8. Circumstance giving rise to the interest or change in interest:

Acquisition of:

- Securities via market transaction
- Securities via off-market transaction (*e.g. married deals*)
- Securities via physical settlement of derivatives or other securities
- Securities pursuant to rights issue
- Securities via a placement
- Securities following conversion/exercise of rights, options, warrants or other convertibles

Disposal of:

- Securities via market transaction
- Securities via off-market transaction (*e.g. married deals*)

Other circumstances:

- Acceptance of take-over offer for the Listed Issuer
- Corporate action by the Listed Issuer which Substantial Shareholder/Unitholder did not participate in (*please specify*):

- Others (*please specify*):

(i) Acceptance of the Offer (as defined below) in respect of its direct interest in 41,429,700 Shares and deemed interest in 241,429,700 Shares held by Hanwha Ocean; and (ii) deemed interests in the 51,281,100 Shares acquired by the Offeror by way of open market purchases following 18 October 2024, and 1,103,807,982 Shares in respect of which valid acceptances of the Offer were received by the Offeror.

9. Quantum of total voting shares/units (including voting shares/units underlying rights/options/warrants/convertible debentures {conversion price known}) held by Substantial Shareholder/Unitholder before and after the transaction:

<i>Immediately before the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	41,429,700	274,995,900	316,425,600
As a percentage of total no. of voting shares/units: ⓘ	3.32	22.01	25.33
<i>Immediately after the transaction</i>	<i>Direct Interest</i>	<i>Deemed Interest</i>	<i>Total</i>
No. of voting shares/units held and/or underlying the rights/options/warrants/convertible debentures:	0	1,188,655,282	1,188,655,282
As a percentage of total no. of voting shares/units: ⓘ	0	95.15	95.15

10. Circumstances giving rise to deemed interests (if the interest is such):
[You may attach a chart in item 11 to illustrate how the Substantial Shareholder/Unitholder's deemed interest arises]

On 2 October 2024, it was announced on behalf of Hanwha Ocean SG Holdings Pte. Ltd. (the "Offeror") that the Offeror had made a voluntary conditional cash offer ("Offer") for all the issued and paid-up ordinary shares ("Shares") in the capital of Dyna-Mac Holdings Ltd. (the "Company") other than those already owned, controlled or agreed to be acquired by the Offeror in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers. The Offer price was S\$0.67 per Share.

The Offer was declared unconditional in all respects on 15 November 2024 and closed at 5.30 p.m. (Singapore time) on 20 November 2024 (the "Close of Offer").

During the period of the Offer, the Offeror acquired 84,847,300 Shares by way of open market purchases and received valid acceptances of the Offer in respect of 1,103,807,982 Shares. Accordingly, as at the Close of the Offer, the Offeror owned, controlled or has agreed to acquire (including by way of valid acceptances of the Offer) an aggregate of 1,188,655,282 Shares, representing 95.15% of the total number of issued Shares.

Hanwha Aerospace Co., Ltd. ("Hanwha Aerospace") and Hanwha Ocean Co., Ltd. ("Hanwha Ocean") have tendered all their 41,429,700 Shares and 241,429,700 Shares respectively in acceptance of the Offer. Hanwha Aerospace owns approximately 23.14% of the shares of Hanwha Ocean. As such, Hanwha Aerospace is deemed interested in the Shares held by Hanwha Ocean.

The Offeror had acquired the following 51,281,100 Shares by way of open market purchases from 21 October 2024 to 23 October 2024:

- (a) 3,980,000 Shares at S\$0.665 per Share, on 23 October 2024 ;
- (b) 15,000,000 Shares at S\$0.665 per Share, on 22 October 2024; and
- (c) (i) 5,301,100 Shares at S\$0.660 per Share; and (ii) 27,000,000 Shares at S\$0.665 per Share, on 21 October 2024.

The shareholding figures of Hanwha Aerospace immediately before the transaction in section 9 above, are based on the shareholding figures of Hanwha Aerospace in section 9 of the change in interest notification made by Hanwha Aerospace dated 22 October 2024, which had been made in respect of changes in interests on 18 October 2024, and which include acquisitions by the Offeror of 33,566,200 Shares by way of open market purchases on 17 October 2024.

Hanwha Aerospace owns 90% of the shares of the Offeror. As such, Hanwha Aerospace is deemed interested in the Shares held by the Offeror.

