

DUKANG DISTILLERS HOLDINGS LIMITED
(Incorporated in Bermuda)
(Company Registration No. 41457)

- (1) **PROPOSED ACQUISITION OF GREAT RESOLUTE LIMITED AS A VERY SUBSTANTIAL ACQUISITION AND AN INTERESTED PERSON TRANSACTION;**
 - (2) **PROPOSED DISPOSAL OF SEA WILL INTERNATIONAL LIMITED AS A MAJOR TRANSACTION AND AN INTERESTED PERSON TRANSACTION; AND**
 - (3) **PROPOSED TRANSFER OF THE LISTING OF THE COMPANY FROM MAIN BOARD OF THE SGX-ST TO THE CATALIST FOLLOWING COMPLETION OF THE PROPOSED TRANSACTIONS**
- **SPECIAL GENERAL MEETING TO BE HELD ON 6 MAY 2021**
 - **ISSUANCE, LODGEMENT AND DESPATCH OF CIRCULAR**
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1. INTRODUCTION

The Board of Directors ("**Board**") of Dukang Distillers Holdings Limited ("**Company**") refers to its previous announcements dated 17 November 2018, 15 November 2019, 8 June 2020, 30 June 2020, 9 December 2020 and 30 March 2021 in relation to, *inter alia*, the proposed acquisition of Great Resolute Limited as a very substantial acquisition and an interested person transaction, and the proposed disposal of Sea Will International Limited as a major transaction and an interested person transaction (collectively, the "**Proposed Transactions**").

Unless otherwise defined herein or the context requires otherwise, all capitalised terms used herein shall have the meanings ascribed to them in the aforementioned announcements.

2. PROPOSED LISTING TRANSFER

Upon completion of the Proposed Transactions, it is proposed that the Company will transfer the listing of its Shares from the Main Board to the Catalist pursuant to the Proposed Listing Transfer. Please refer to the Circular (as defined hereunder) for further details.

3. SPECIAL GENERAL MEETING

The Company wishes to announce that the Company's special general meeting ("**SGM**") will be held at Minto Room, Level 4, Raffles City Convention Centre, 80 Bras Basah Road, Singapore 189560 (the "**Physical Meeting**") and by way of a live audio-visual webcast and live audio-only stream of such proceedings ("**Live Webcast**") on **Thursday, 6 May 2021 at 2.30 p.m. (Singapore Time)**, for the purpose of seeking the approval of shareholders of the Company ("**Shareholders**") for the Proposed Transactions.

(a) **Pre-Registration**

All Shareholders and investors holding Shares in the Company through the Supplementary Retirement Scheme ("**SRS investors**") who wish to attend either the Physical Meeting or the Live Webcast are required to pre-register at the URL: <https://events.rajahtann.com/DukangSGM> from Monday, 5 April 2021 till **2.30 p.m. on Monday, 3 May 2021**.

Due to the current COVID-19 restriction orders in Singapore, the Company is not permitted to accommodate more than 20 attendees at the Physical Meeting.

(b) **Voting by Proxy only**

There will not be real-time remote electronic voting at the Physical Meeting and all Shareholders and SRS investors attending the Physical Meeting in person, or participating in the SGM via the Live Webcast, will be required to appoint the Chairman of the SGM as their proxy to cast their votes on their behalf and voting will be by way of poll.

Information on the arrangements relating to attendance at the Physical Meeting, the Live Webcast, submission of questions to the Chairman of the SGM in advance of or during the SGM, addressing of questions prior to or during the SGM and voting by appointing the Chairman of the SGM as proxy of the SGM is set out in the Notice of SGM and the Circular.

Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change the arrangements for the SGM at short notice. Shareholders are advised to check the Company's website at the URL <https://www.ddhlimited.com> or closely monitor the Company's announcement(s) made via SGXNET for the latest updates on the status of the SGM.

4. ISSUANCE, LODGEMENT AND DESPATCH OF CIRCULAR

The Board wishes to announce that the Company has issued the circular to Shareholders dated 31 March 2021 ("**Circular**"), which contains information on, *inter alia*, the Proposed Transactions and details of the resolutions to be tabled at the SGM, and a Notice of SGM.

The Company has also lodged the Circular and has made arrangements to despatch the Circular to Shareholders. An electronic copy of the Circular has been uploaded on the Company's website at the URL <https://www.ddhlimited.com>, and is also available on the website of the Singapore Exchange Securities Trading Limited at www.sgx.com.

Printed copies of the Notice of SGM, the Proxy Forms (as defined in the Circular) and the Circular will be despatched to Shareholders.

Shareholders should note the following important dates and times in respect of the SGM:

Last date and time for lodgement of Proxy Form	:	4 May 2021 at 2.30 p.m.
Date and time of Special General Meeting	:	6 May 2021 at 2.30 p.m.
Venue of Special General Meeting	:	Minto Room, Level 4, Raffles City Convention Centre, 80 Bras Basah Road, Singapore 189560

Shareholders who have not received the Circular within two (2) weeks hereof should contact the Share Transfer Agent of the Company, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623. The Company will make the necessary follow-up announcements as and when required and/or as and when material developments arise in respect of the Proposed Transactions.

5. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm, after making all reasonable enquiries, that

to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the Proposed Transactions, the Company and the Dukang Group, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors 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.

6. CAUTIONARY STATEMENT

Shareholders and potential investors are advised to exercise caution when dealing in the Shares. The Proposed Transactions are subject to the fulfilment of conditions precedent under the Agreement. There is no certainty or assurance that the Proposed Transactions will be completed or that no changes will be made to the terms thereof. Shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully. Shareholders and potential investors should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Zhou Tao
CEO and Executive Chairman

1 April 2021