MANDATORY UNCONDITIONAL CASH OFFER

by

DBS BANK LTD.
(Company Registration No.: 196800306E)
(Incorporated in Singapore)

for and on behalf of

ENNOCONN CORPORATION
(Company Registration No.: 70380046)
(Incorporated in Taiwan)

to acquire all the issued and paid-up ordinary shares in the share capital of

NERA TELECOMMUNICATIONS LTD
(Company Registration No.: 197802690R)
(Incorporated in Singapore)

other than those already owned, controlled or agreed to be acquired, directly or indirectly, by the Offeror and persons acting in concert with the Offeror

NOTIFICATION TO SHAREHOLDERS REGARDING ELECTRONIC DESPATCH OF OFFER DOCUMENT AND RELATED DOCUMENTS

25 September 2024

To : The Shareholders of Nera Telecommunications Ltd

Dear Sir/Madam

NOTIFICATION OF ELECTRONIC DESPATCH OF OFFER DOCUMENT AND RELATED DOCUMENTS

1. INTRODUCTION

DBS Bank Ltd. ("**DBS**") refers to:

(a) the offer announcement dated 4 September 2024 issued by DBS, for on behalf of Ennoconn Corporation (the "**Offeror**"), in connection with the mandatory unconditional cash offer (the "**Offer**") in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers (the "**Code**") for all the remaining issued and paid-up ordinary shares (the "**Shares**") in the capital of Nera Telecommunications Ltd (the "**Company**"), other than those Shares owned, controlled or agreed to be acquired, directly or indirectly, by the Offeror and persons acting in concert with the Offeror (the "**Offer Shares**") (as may be amended or replaced);

(b) the offer document dated 25 September 2024 (the "**Offer Document**") issued by DBS, for and on behalf of the Offeror, containing, *inter alia*, the full terms and conditions of the Offer; and

(c) the announcement dated 25 September 2024 in relation to the electronic despatch of the Offer Document.

Unless otherwise defined, all capitalised terms used and not defined in this Notification Letter shall have the same meanings given to them in the Offer Document.

2. ELECTRONIC DESPATCH OF OFFER DOCUMENT

In connection with the Offer, the Offeror has electronically despatched the Offer Document, pursuant to the Securities Industry Council's ("**SIC**") Public Statement on Despatch of Take-over Documents under the Code issued on 6 May 2020, the Public Statement on the Extension of the Temporary Measures to Allow for Electronic Despatch of Take-over Documents under the Code issued by the SIC on 29 September 2020, and the Public Statement on the Further Extension of the Temporary Measure to Allow for Electronic Despatch of Take-Over Documents under the Code issued by the SIC on 29 June 2021. Accordingly, please note that no printed copies of the Offer Document will be despatched to the Shareholders.

Electronic copies of the Offer Document, the Form of Acceptance and Authorisation for Offer Shares (the "**FAA**") and the Form of Acceptance and Transfer for Offer Shares (the "**FAT**") (collectively, the "**Acceptance Forms**") have, as of the date of this Notification Letter, been published on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). To access the electronic versions of the Offer Document and the Acceptance Forms:

(a) you may directly access the Company's announcement page on the website of the SGX-ST by scanning the following QR code:

(b) you may also access the website of the SGX-ST at https://www.sgx.com and select the section "***Securities***", select "***Company Announcements***" from the drop-down menu list under "***Company Information***" and type the name of the Company: "***NERA TELECOMMUNICATIONS LTD***" in the box titled "***Filter by Company / Security Name***". "***NERA TELECOMMUNICATIONS LTD***" will appear as a drop-down item below the filter box.

Thereafter, please select the announcement dated 25 September 2024 titled "***Mandatory Unconditional Cash Offer – Electronic Despatch of Offer Document***". The Offer Document and the Acceptance Forms can be accessed by clicking on the links under the section titled "***Attachments***" at the bottom of the announcement.

The electronic versions of the Offer Document and the Acceptance Forms may also be accessed directly on the website of the Company at the following URL: https://www1.nera.net/investors/announcements-and-financial-results/. Alternatively, you may access the page by scanning the following QR code:

The physical copy of this Notification Letter sent to you would be accompanied by the relevant Acceptance Form(s) and a pre-addressed envelope, which is prepaid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

3. CLOSING DATE

The Offer will close at 5.30 p.m. (Singapore time) on 23 October 2024 (the "Closing Date"). Notice is hereby given that the Offeror will not extend the Offer beyond 5.30 p.m. on the Closing Date and the Offer will not be open for acceptance beyond 5.30 p.m. on the Closing Date, save that such notice shall not be capable of being enforced in a competitive situation.

4. PROCEDURES FOR ACCEPTANCE

If you wish to accept the Offer in respect of all or part of your Offer Shares, please take the following steps:

(a) if you hold Offer Shares which are deposited with CDP, you should submit the duly completed and signed original FAA:

(i) **by post**, in the enclosed pre-addressed envelope **at your own risk**, to Ennoconn Corporation c/o The Central Depository (Pte) Limited, Robinson Road Post Office, P.O. Box 1984, Singapore 903934; or

(ii) **in electronic form**, via SGX-ST's Investor Portal at investors.sgx.com (in respect of individual and joint-alt account holders only). Depositors who are corporations or joint-and account holders cannot submit their FAA in electronic form and should sign the enclosed FAA per its/their signing mandate and where appropriate, affix its common seal to the FAA in accordance with its constitution or relevant constitutive documents; and

(b) if you hold Offer Shares which are not deposited with CDP, you should submit the duly completed and signed original FAT **by hand or by post in the enclosed pre-addressed envelope**, at your own risk, to Ennoconn Corporation c/o Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632,

in each case so as to arrive not later than 5.30 p.m. (Singapore time) on the Closing Date.

If the completed and signed Acceptance Form(s) is delivered by post to the Offeror, please use the enclosed pre-addressed envelope which is enclosed with the relevant Acceptance Form(s), which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

The procedures for acceptance of the Offer are also set out in Appendix V to the Offer Document and in the accompanying relevant Acceptance Form(s).

CPFIS Investors will receive further information on how to accept the Offer from the CPF Agent Banks directly. CPFIS Investors are advised to consult their respective CPF Agent Banks should they require further information, and if they are in any doubt as to the action they should take, CPFIS Investors should seek independent professional advice. CPFIS Investors who wish to accept the Offer are to reply to their respective CPF Agent Banks by the deadline stated in the letter from their respective CPF Agent Banks, which may be earlier than the Closing Date. CPFIS Investors who validly accept the Offer will receive the Offer Consideration payable in respect of their Offer Shares in their CPF investment accounts.

SRS Investors will receive further information on how to accept the Offer from the SRS Agent Banks directly. SRS Investors are advised to consult their respective SRS Agent Banks should they require further information, and if they are in any doubt as to the action they should take, SRS Investors should seek independent professional advice. SRS Investors who wish to accept the Offer are to reply to their respective SRS Agent Banks by the deadline stated in the letter from their respective SRS Agent Banks, which may be earlier than the Closing Date. SRS Investors who validly accept the Offer will receive the Offer Price payable in respect of their Offer Shares in their SRS investment accounts.

5. GENERAL

The views of the directors of the Company who are considered independent for the purposes of the Offer and the independent financial adviser to such directors on the Offer will be made available to you in due course by the Company. You may wish to consider their views before taking any action in relation to the Offer.

If you are in any doubt about the Offer or the action you should take, you should consult your stockbroker, bank manager, solicitor or other professional adviser immediately.

6. OVERSEAS PERSONS

This Notification Letter does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Notification Letter in any jurisdiction in contravention of applicable law. The Offer will be made solely by the Offer Document and the relevant Acceptance Form(s) accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted.

The availability of the Offer to Overseas Persons may be affected by the laws of the relevant overseas jurisdictions. Accordingly, any Overseas Person should inform himself about and observe any applicable legal requirements, and exercise caution in relation to the Offer, as this Notification Letter, the Offer Document and the Acceptance Forms and/or any related documents have not been reviewed by any regulatory authority in any overseas jurisdiction. **Where there are potential restrictions on sending this Notification Letter, the Offer Document, the Acceptance Forms and/or any related documents to any overseas jurisdictions, the Offeror, DBS, CDP and the Share Registrar each reserves the right**

not to send these documents to Shareholders in such overseas jurisdictions. For the avoidance of doubt, the Offer will be open to all Shareholders, including those to whom this Notification Letter, the Offer Document, the Acceptance Forms and/or any related documents have not been, or may not be, sent.

Copies of this Notification Letter, the Offer Document, the Acceptance Forms and/or any other formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any Restricted Jurisdiction and will not be capable of acceptance by any such use, means, instrumentality or facility within any Restricted Jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.

The Offer (unless otherwise determined by the Offeror and permitted by applicable law and regulation) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any Restricted Jurisdiction, and the Offer will not be capable of acceptance by any such use, means, instrumentality or facility.

Overseas Persons may, nonetheless, obtain copies of this Notification Letter, the Acceptance Forms and any related documents, during normal business hours and up to the Closing Date, from the Offeror through: (a) its receiving agent, CDP (if he is a depositor) by submitting a request to CDP via phone (+65 6535 7511) or email services (asksgx@sgx.com) to request for this Notification Letter, the Acceptance Forms and/or any related documents to be sent to an address in Singapore by ordinary post at the Overseas Person's own risk; or (b) the Share Registrar (if he is a scripholder), Boardroom Corporate & Advisory Services Pte. Ltd. in person at its office located at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632. The electronic versions of the Offer Document and the Acceptance Forms may be accessed through the methods set out in paragraph 2 above.

Alternatively, an Overseas Person may write to the Offeror through CDP (if he is a depositor) at Robinson Road Post Office, P.O. Box 1984, Singapore 903934, or the Share Registrar (if he is a scripholder) at the address listed above, to request for this Notification Letter, the Acceptance Forms and/or any related documents to be sent to an address in Singapore by ordinary post at the Overseas Person's own risk.

It is the responsibility of any Overseas Person who wishes to (i) request for this Notification Letter, the Acceptance Forms and/or any related documents; or (ii) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, and compliance with all necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Person shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on its behalf (including DBS) shall be fully indemnified and held harmless by such Overseas Person for any such taxes, imposts, duties or other requisite payments as the Offeror and/or any person acting on its behalf (including DBS) may be required to pay. In (A) requesting for this Notification Letter, the Acceptance Forms and any related documents; and/or (B) accepting the Offer, the Overseas Person represents and warrants to the Offeror and DBS that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements. **Any Overseas Person who is in any doubt about his position should consult his professional adviser in the relevant jurisdiction.**

The Offeror and DBS each reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Persons) by announcement on the website of the SGX-ST or notice and if necessary, by paid advertisement in a newspaper published and circulated in Singapore, in which case such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder (including an Overseas Person) to receive or see such announcement, notice or advertisement.

7. RESPONSIBILITY STATEMENT

The directors of the Offeror (the "**Directors**") (including those who may have delegated detailed supervision of this Notification Letter) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Notification Letter (other than those relating to the Company) are fair and accurate and that there are no other material facts not contained in this Notification Letter, the omission of which would make any statement in this Notification Letter misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the Directors has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Notification Letter.

The Directors jointly and severally accept responsibility accordingly.

Issued by
DBS BANK LTD.

For and on behalf of
ENNOCONN CORPORATION

25 September 2024

Any inquiries relating to this Notification Letter or the Offer should be directed during office hours to:

DBS BANK LTD.
Tel: +65 6878 3913