

NO SIGNBOARD HOLDINGS LTD.
(Company Registration No. 201715253N)
(Incorporated in the Republic of Singapore)

PROPOSED CONSOLIDATION OF EVERY SIX (6) EXISTING SHARES IN THE CAPITAL OF THE COMPANY HELD BY SHAREHOLDERS AS AT THE RECORD DATE INTO ONE (1) CONSOLIDATED SHARE IN THE COMPANY, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED ("PROPOSED SHARE CONSOLIDATION")

- NOTICE OF RECORD DATE

*Unless otherwise defined, all capitalised terms and references used herein shall bear the same meanings ascribed to them in the circular to shareholders of the Company dated 8 November 2022 in relation to, inter alia, the Proposed Share Consolidation ("**Circular**").*

1. Introduction

- 1.1 The Board of Directors (the "**Board**") of No Signboard Holdings Ltd. (the "**Company**") refers to the Company's announcements dated 1 July 2022 and 12 March 2024 as well as the Circular.
- 1.2 The Proposed Share Consolidation, amongst others, was approved by Shareholders at the EGM held by way of electronic means on 30 November 2022.

2. Notice of Record Date for the Proposed Share Consolidation

- 2.1 **NOTICE IS HEREBY GIVEN** that the Register of Members and the transfer books of the Company will be closed at 5.00 p.m. on 21 March 2024 (the "**Record Date**") for the purposes of determining the entitlements of Shareholders to the Consolidated Shares under the Proposed Share Consolidation.
- 2.2 Pursuant to the Proposed Share Consolidation, every six (6) existing issued ordinary shares (the "**Existing Shares**") registered in the name, or standing to the credit of the Securities Account, of each Shareholder or Depositor (as the case may be) as at the Record Date will be consolidated into one (1) Consolidated Share, fractional entitlements to be disregarded.

3. The Proposed Share Consolidation

- 3.1 The Proposed Share Consolidation shall be effective from 9.00 a.m. on the Market Day immediately following the Record Date, being 22 March 2024 (the "**Share Consolidation Effective Date**").
- 3.2 Trading in the Consolidated Shares on the Catalist of the SGX-ST will be in board lots of one hundred (100) Consolidated Shares and is expected to commence at 9.00 a.m. on 20 March 2024 (the "**Effective Trading Date**"). Please refer to paragraph 5.1 below for more information.
- 3.3 Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Proposed Share Consolidation, based on their holdings of Existing Shares as at the Record Date, will be rounded down to the nearest whole Consolidated Share and any fractions of a Consolidated Share arising from the Proposed Share Consolidation will be disregarded. All fractional entitlements arising from the implementation of the Proposed Share

Consolidation will be dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company, including (i) disregarding the fractional entitlements, or (ii) aggregating and selling the same and retaining the Net Proceeds for the benefit of the Company.

- 3.4 Affected Shareholders will not be paid for any fractions of a Consolidated Share which are cancelled and not issued.
- 3.5 Shareholders whose shareholdings, as at the Record Date, is less than six (6) Existing Shares or multiples of six (6) Shares, should note that the Proposed Share Consolidation may result in (a) such Shareholders no longer being Shareholders upon completion of the Proposed Share Consolidation or (b) rounding down to the nearest whole Consolidated Share and any fractions of Consolidated Shares (arising from the Proposed Share Consolidation) being disregarded. As such, they should consult their stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.
- 3.6 Each Consolidated Share will rank *pari passu* in all respects with each other.

4. Share Certificates

4.1 Deposit of Share Certificates with CDP

As previously disclosed in the Circular, Shareholders who hold physical share certificates in respect of the Existing Shares in their own names (the "**Old Share Certificates**"), and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP, must deposit their Old Share Certificates with CDP, together with duly executed instruments of transfer in favour of CDP, no later than twelve (12) Market Days prior to the Record Date.

After the Record Date, CDP will only accept the deposit of share certificates for Consolidated Shares (the "**New Share Certificates**"). Shareholders who wish to deposit their Old Share Certificates with CDP after the Record Date must first deliver their Old Share Certificates to the Share Registrar at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712 for cancellation and issuance of New Share Certificates in replacement thereof as described below.

4.2 Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least twelve (12) Market Days prior to the Record Date need not take any action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Proposed Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to forward all their Old Share Certificates to the Share Registrar at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712 as soon as possible during normal business hours (9.00 a.m. to 5.00 p.m., Mondays to Fridays) after they have been notified of the Record Date, and preferably not later than five (5) Market Days after the Record Date, for cancellation and exchange for New Share Certificates. No acknowledgement of receipt will be issued by the Share Registrar for the receipt of any Old Share Certificates tendered. The New Share Certificates will be sent by ordinary mail to the registered addresses of the relevant Shareholders at their own risk within ten (10) Market Days from the Record Date or the date of receipt of the Old Share Certificates, whichever is the later.

Shareholders should note that New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Registrar for cancellation.

Shareholders should notify the Share Registrar if they have lost any of their existing Old Share Certificates or if there is any change in their respective addresses from those reflected in the Register of Members of the Company.

4.3 **Share Certificates Not Valid for Settlement of Trades on the Catalist of the SGX-ST**

Shareholders are reminded that their Old Share Certificates are not valid for settlement of trading in the Consolidated Shares on the Catalist of the SGX-ST, as the Shares are traded under a book-entry (scripless) settlement system. After the date on which the Proposed Share Consolidation becomes effective, the Old Share Certificates will continue to be accepted by the Share Registrar for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period. The New Share Certificates will not be valid for delivery pursuant to trades done on the Catalist of the SGX-ST although they will continue to be *prima facie* evidence of legal title to Consolidated Shares.

5. **Trading Arrangement for the Consolidated Shares and for Odd Lots**

5.1 **Trading Arrangements for the Consolidated Shares**

With effect from 9.00 a.m. on the Effective Trading Date, trading in the Shares will be in board lots of one hundred (100) Consolidated Shares. Accordingly, every six (6) Existing Shares as at 5.00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9.00 a.m. on the Effective Trading Date.

Notwithstanding the foregoing, the Board wishes to highlight that (i) the Existing Shares have been suspended from trading on the SGX-ST since 24 January 2022 ("Trading Suspension"); and (ii) the Company, through its Sponsor, had on 12 March 2024 received a letter from the SGX RegCo, advising that the SGX RegCo has no objection to the Company's trading resumption proposal, subject to certain conditions ("Resumption of Trading"). Please refer to the Company's announcement dated 12 March 2024 for more information.

Barring unforeseen circumstances, the Company expects the Trading Suspension to be lifted and the Resumption of Trading in the Consolidated Shares to take place, prior to the Record Date. The Company will update Shareholders of the date of lifting of the Trading Suspension and the date of the Resumption of Trading in the Consolidated Shares in due course.

5.2 **Trading Arrangements for Odd Lots of Consolidated Shares**

All fractional entitlements arising upon the implementation of the Proposed Share Consolidation will be aggregated and dealt with in such manner as the Board may, in their absolute discretion, deem fit in the interests of the Company, including (i) disregarding the fractional entitlements, or (ii) aggregating and selling the same and retaining the Net Proceeds for the benefit of the Company.

The Existing Shares are currently traded in board lots of one hundred (100) Shares in the ready market. Following the completion of the Proposed Share Consolidation, the Securities Accounts

maintained with CDP of Shareholders (being Depositors) may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of one hundred (100) Consolidated Shares).

The market for trading of such odd lots of Consolidated Shares may be illiquid and Shareholders may have to bear disproportionate transaction costs in trading such Consolidated Shares.

Subject to the resumption of trading of the Company's securities on the Catalist of the SGX-ST, Shareholders (being Depositors) who receive odd lots of Consolidated Shares pursuant to the Proposed Share Consolidation and who wish to trade such odd lots of Consolidated Shares on the SGX-ST should note that odd lots of Consolidated Shares can be traded with a minimum size of one (1) Consolidated Share on the SGX-ST's Unit Share Market and which would allow trading in odd lots in any quantity less than one (1) board lot of the underlying Shares.

Shareholders who continue to hold odd lots of less than one hundred (100) Consolidated Shares may find difficulty and/or have to bear disproportionate transaction costs in realizing the fair market price of such Consolidated Shares. Shareholders who wish to trade their Consolidated Shares on the SGX-ST Unit Share Market should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers.

6. Indicative Timetable

The table below sets out the indicative timetable for the Proposed Share Consolidation:

Expected Time and Date	Event
9.00 a.m. on 20 March 2024	Effective Trading Date
5.00 p.m. on 21 March 2024	Record Date
9.00 a.m. on 22 March 2024	Share Consolidation Effective Date

7. Contact Information

The contact information of the Share Registrar of the Company is as follows:

In.Corp Corporate Services Pte. Ltd.

Email address: shareregistry@incorp.asia

Contact number: +65 6990 8220

The contact information of CDP is as follows:

The Central Depository (Pte) Limited

Email address: asksgx@sgx.com

Contact number: +65 6535 7511

8. Cautionary Statement

The Shares have, and continue to be suspended from trading since 24 January 2022 and Shareholders and potential investors are advised to read this announcement and any further announcements made by the Company carefully. Shareholders and potential investors are advised to refrain from taking any action with respect to their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. 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

Lim Teck-Ean
Non-Executive Director
13 March 2024

*This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

The contact person for the Sponsor is Mr. Shervyn Essex, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.