



**KEONG HONG HOLDINGS LIMITED**  
Incorporated in the Republic of Singapore  
(Company Registration Number: 200807303W)

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**MANDATORY CONDITIONAL CASH OFFER BY NOVUS CORPORATE FINANCE PTE. LTD. FOR AND ON BEHALF OF LJHB CAPITAL (S) PTE. LTD.**

— **ELECTRONIC DESPATCH OF OFFEREE CIRCULAR AND DESPATCH OF HARDCOPY NOTIFICATION**

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**1. INTRODUCTION**

The Board of Directors (the “**Board**”) of Keong Hong Holdings Limited (the “**Company**”) refers to:

- (a) the offer announcement dated 21 January 2022 (the “**Offer Announcement**”) in relation to the mandatory conditional cash offer (the “**Offer**”) made by Novus Corporate Finance Pte. Ltd. (“**NCF**”), for and on behalf of LJHB Capital (S) Pte. Ltd. (the “**Offeror**”), for all the issued and paid-up ordinary shares in the capital of the Company, other than those already owned, controlled or agreed to be acquired by the Offeror and the persons acting in concert with the Offeror;
- (b) the announcement dated 21 January 2022 made by the Company in response to the Offer Announcement;
- (c) the announcement dated 3 February 2022 made by the Company in relation to the appointment of W Capital Markets Pte. Ltd. as independent financial adviser (the “**IFA**”) to advise the directors of the Company (the “**Directors**”) who are considered independent for the purposes of the Offer (the “**Independent Directors**”);
- (d) the offer document dated 11 February 2022 (the “**Offer Document**”) and related documents in connection with the Offer issued by NCF for and on behalf of the Offeror;
- (e) the announcement dated 11 February 2022 issued by NCF, for and on behalf of the Offeror, in relation to the electronic despatch of the Offer Document and the despatch of the notification containing instructions on the electronic retrieval of the Offer Document by ordinary post to the shareholders of the Company (the “**Shareholders**”);
- (f) the announcement dated 17 February 2022 made by NCF, for and on behalf of the Offeror, in relation to, *inter alia*, the Offer being declared unconditional in all respects on 17 February 2022 (the “**Offer Unconditional Announcement**”); and
- (g) the offeree circular dated 25 February 2022 (the “**Offeree Circular**”) issued by the Board to Shareholders, containing *inter alia* the advice of the IFA and the recommendations of the

Independent Directors in respect of the Offer in accordance with the Singapore Code on Takeovers and Mergers (the “Code”).

*All capitalised terms used herein, unless otherwise defined, shall have the meanings ascribed in the Offeree Circular.*

## **2. ELECTRONIC DESPATCH OF OFFEREE CIRCULAR AND DESPATCH OF HARDCOPY NOTIFICATION**

The Board wishes to inform Shareholders that the Company has, today, issued the Offeree Circular in connection with the Offer. Pursuant to the Securities Industry Council's Public Statement on The Further Extension of The Temporary Measure to Allow for Electronic Despatch of Take-over Documents under the Code issued on 29 June 2021, the Company has opted to electronically despatch the Offeree Circular through publication on the SGXNET announcement page of the Company and the Company's corporate website. Accordingly, please note that no printed copies of the Offeree Circular will be despatched to Shareholders.

In connection with the electronic despatch of the Offeree Circular, the hardcopy notification containing instructions on the electronic retrieval of the Offeree Circular (the “Notification”) have been despatched by ordinary post to Shareholders today.

Electronic copies of the Offeree Circular and the Notification are available on the website of the Singapore Exchange Securities Trading Limited (the “SGX-ST”) at <http://www.sgx.com> and on the corporate website of the Company at <http://www.keonghong.com>.

**The Offeree Circular requires the immediate attention of Shareholders. Shareholders should read the Offer Document, the Offeree Circular and the advice of the IFA to the Independent Directors in respect of the Offer (as set out in Appendix I of the Offeree Circular) carefully and consider the recommendation of the Independent Directors and the advice of the IFA to the Independent Directors before deciding whether or not to accept the Offer. If you are in any doubt about the Offer or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser(s) immediately.**

## **3. CLOSING DATE**

Shareholders should note that, as stated in the Offer Unconditional Announcement, the Offer will close at 5.30 p.m. (Singapore time) on 11 March 2022 (the “Closing Date”).

Further, as stated in the Offer Unconditional Announcement, the Offeror has given notice in the Offer Document that the Offeror will **not** extend the Offer beyond 5.30 p.m. (Singapore time) on the Closing Date and the Offer will not be open for acceptance beyond 5.30 p.m. (Singapore time) on the Closing Date, save that such notice shall not be capable of being enforced in a competitive situation.

## **4. OVERSEAS SHAREHOLDERS**

The Notification may not be sent to certain Shareholders whose addresses are outside Singapore (“Overseas Shareholders”) due to the potential restrictions on sending such documents to overseas jurisdictions. Any affected Overseas Shareholder may, nonetheless (subject to compliance with

applicable laws), download a copy of the Offeree Circular from the website of the SGX-ST at <http://www.sgx.com> and the corporate website of the Company at <http://www.keonghong.com>.

## **5. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement (other than those relating to the Offer and the Offeror) are fair and accurate, and that no material facts have been omitted from this announcement, the omission of which would make any statement in the announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement, the Offer Document and any other announcements made by or on behalf of the Offeror), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement in its proper form and context.

The Directors jointly and severally accept full responsibility accordingly.

## **BY ORDER OF THE BOARD**

Chong Weng Hoe  
Lead Independent Director

25 February 2022