



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

**NOTICE TO SHAREHOLDERS REGARDING
ELECTRONIC DESPATCH OF OFFEREE CIRCULAR**

25 February 2022

To : The Shareholders of Keong Hong Holdings Limited

Dear Sir/Madam

MANDATORY CONDITIONAL CASH OFFER (THE "OFFER") BY NOVUS CORPORATE FINANCE PTE. LTD. FOR AND ON BEHALF OF LJHB CAPITAL (S) PTE. LTD. (THE "OFFEROR") FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE SHARE CAPITAL OF KEONG HONG HOLDINGS LIMITED (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

1. INTRODUCTION

1.1 The board of directors (the "**Board**") of the Company refers to:

- (i) the announcement dated 21 January 2022 ("**Offer Announcement**") made by Novus Corporate Finance Pte. Ltd. ("**NCF**") for and on behalf of the Offeror in relation to the Offer for all the issued and paid-up ordinary shares in the share capital of the Company (the "**Shares**"), other than those already owned, controlled or agreed to be acquired by the Offeror and the persons acting in concert with the Offeror;
- (ii) the announcement dated 21 January 2022 made by the Company in response to the Offer Announcement;
- (iii) 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**");
- (iv) 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;
- (v) 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**");

- (vi) 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 Take-overs and Mergers (the “**Code**”); and
- (vii) the announcement dated 25 February 2022 made by the Company in relation to the electronic despatch of the Offeree Circular and despatch of hardcopy notification containing instructions on the electronic retrieval of the Offeree Circular by ordinary post to Shareholders.

1.2 Unless otherwise defined, all capitalised terms used herein shall have the same meanings ascribed to them in the Offeree Circular.

2. ELECTRONIC DESPATCH OF THE OFFEREE CIRCULAR

2.1 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 Singapore Code on Take-overs and Mergers 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.

2.2 To access the electronic version of the Offeree Circular:

- (i) you may directly access the Company's announcement page on the website of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) by scanning the following QR code:



- (ii) you may also access the website of the SGX-ST at <https://www.sgx.com> and select the section "**Securities**", select "**Company Information**" and then "**Company Announcements**" from the drop-down menu list and type the name of the Company: "**Keong Hong Holdings Limited**" in the box titled "**Filter by Company / Security Name**". "**Keong Hong Holdings Limited**" will appear as a drop-down item below the filter box.

Thereafter, please select the announcement dated 25 February 2022 titled "**Electronic Despatch of Offeree Circular**". The Offeree Circular can be accessed by clicking on the link under the section titled "**Attachments**" at the bottom of the announcement.

2.3 The electronic version of the Offeree Circular may also be accessed directly on the Company's corporate website at <https://www.keonghong.com/newsroom.html>. Alternatively, you may access the page at the Company's corporate website by scanning the following QR code:



2.4 Shareholders should carefully read and consider the recommendation of the Independent Directors and the advice of the IFA to the Independent Directors in respect of the Offer set out in the Offeree Circular before deciding whether to accept or reject the Offer. **Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers immediately.**

3. CLOSING DATE

Shareholders should note that, as stated in the Offer Document, the Offer will close at 5.30 p.m. (Singapore time) on 11 March 2022 (the “**Closing Date**”) and the Offeror will not extend the Offer beyond the Closing Date.

4. RESPONSIBILITY STATEMENT

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

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement 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 notice in its proper form and context.

The Directors jointly and severally accept full responsibility accordingly.

Yours faithfully
For and on behalf of the Board of Directors of
KEONG HONG HOLDINGS LIMITED

Chong Weng Hoe
Lead Independent Director
25 February 2022