OFFER DOCUMENT DATED 2 NOVEMBER 2026

THIS OFFER DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ IT CAREFULLY.

If you are in any doubt about the Offer (as defined herein) or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

Helyon Pte. Ltd. (the "**Offeror**") does not purport to advise the Shareholders (as defined herein) of Green Build Technology Limited (the "**Company**") and/or any other person. In preparing this Offer Document (as defined herein), the Offeror has not had regard to the general or specific investment objectives, tax position, risk profiles, financial situation or particular needs and constraints of any individual Shareholder.

The contents of this Offer Document have not been reviewed by any regulatory authority in any jurisdiction. You are advised to exercise caution in relation to the Offer. If you are in any doubt about any of the contents of this Offer Document, you should obtain independent professional advice.

The views of the directors of the Company who are considered independent for the purposes of the Offer ("Independent Directors") and the independent financial adviser to the Independent 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 have sold or transferred all your issued and paid-up ordinary shares in the capital of the Company (the "**Shares**") held through The Central Depository (Pte) Limited ("**CDP**"), you need not forward the Notification Letter (as defined herein) containing the instructions for electronic retrieval of this Offer Document and the accompanying Form of Acceptance and Authorisation for Offer Shares (the "**FAA**") to the purchaser or transferee as arrangements will be made by CDP for a separate Notification Letter and the FAA to be sent to the purchaser or the transferee. If you have sold or transferred all your Shares which are not deposited with CDP, you should immediately hand the Notification Letter and the accompanying Form of Acceptance and Transfer for Offer Shares (the "**FAT**") to the purchaser or the transferee or to the bank, stockbroker or agent through whom you effected the sale or the transfer, for onward transmission to the purchaser or the transferee. However, such documents should not be forwarded or transmitted to any jurisdiction outside of Singapore.

The Singapore Exchange Securities Trading Limited (the "**SGX-ST**") assumes no responsibility for the correctness of any of the statements made, reports contained, or opinions expressed in this Offer Document.

MANDATORY UNCONDITIONAL CASH OFFER

by

HELYON PTE. LTD.

(Company Registration Number: 202616524H)
(Incorporated in the Republic of Singapore)

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

GREEN BUILD TECHNOLOGY LIMITED

(Company Registration Number: 200401338W)
(Incorporated in the Republic of Singapore)

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

ACCEPTANCES SHOULD BE RECEIVED BY THE CLOSE OF THE OFFER AT 5.30 P.M. (SINGAPORE TIME) ON 30 NOVEMBER 2026. THE OFFEROR DOES NOT INTEND TO EXTEND THE OFFER BEYOND THAT DATE OR TO REVISE THE TERMS OF THE OFFER.

NOTICE IS HEREBY GIVEN THAT THE OFFER WILL CLOSE AT 5.30 P.M. (SINGAPORE TIME) ON 30 NOVEMBER 2026 AND WILL NOT BE OPEN FOR ACCEPTANCE BEYOND 5.30 P.M. (SINGAPORE TIME) ON 30 NOVEMBER 2026 AND THE TERMS OF THE OFFER WILL NOT BE REVISED, SAVE THAT SUCH NOTICE SHALL NOT BE CAPABLE OF BEING ENFORCED IN A COMPETITIVE SITUATION.

The procedures for acceptance of the Offer are set out in **Appendix 2** to this Offer Document, and in the accompanying FAA and/or FAT (as applicable).

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DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Offer Document and the Acceptance Forms (as defined herein):

"**Acceptance Forms**"	:	The FAA and the FAT collectively or any one of them, as the case may be
"**ACRA**"	:	The Accounting and Corporate Regulatory Authority of Singapore
"**Authorised Persons**"	:	Shall have the meaning ascribed to it in Paragraph 3.10(a) of **Appendix 2** to this Offer Document
"**Business Day**"	:	A day (other than Saturday, Sunday or a public holiday) on which commercial banks are open for business in Singapore
"**CDP**"	:	The Central Depository (Pte) Limited
"**Closing Date**"	:	**5.30 p.m. (Singapore time) on 30 November 2026**, being the last day for the lodgement of acceptances of the Offer
"**Code**"	:	The Singapore Code on Take-overs and Mergers, as may be amended, modified or supplemented from time to time
"**Companies Act**"	:	The Companies Act 1967 of Singapore, as may be amended, modified or supplemented from time to time
"**Company**"	:	Green Build Technology Limited
"**Company Securities**"	:	(i) Shares; (ii) securities which carry voting rights in the Company; (iii) securities convertible or exchangeable into new or existing Shares or securities which carry voting rights in the Company; (iv) warrants or securities carrying subscription rights into Shares or securities which carry voting rights in the Company, including the warrants; or (v) options and derivatives in respect of any of the foregoing
"**Concert Parties**"	:	Parties acting or presumed to be acting in concert with the Offeror in connection with the Offer
"**Conditions Precedent**"	:	Shall have the meaning ascribed to it in Section 1.1(a)(ii) of the Letter to Shareholders in this Offer Document
"**Council**" **or** "**SIC**"	:	Securities Industry Council of Singapore
"**Date of Receipt**"	:	The date of receipt of the relevant Acceptance Form by CDP or the Share Registrar (as the case may be) on behalf of the Offeror (provided always that the date of receipt falls on or before the Closing Date)
"**DCS**"	:	CDP's Direct Crediting Service
"**Despatch Date**"	:	2 November 2026, being the date of despatch of the Notification Letter and the Acceptance Forms, and the electronic dissemination of this Offer Document and any related documents

"**Dissenting Shareholders**"	:	Shall have the meaning ascribed to it in Section 9.2 of the Letter to Shareholders in this Offer Document
"**Distributions**"	:	Any dividends, rights, other distributions and/or return of capital (if any) declared, paid or made by the Company in respect of the Offer Shares
"**Electronic Acceptance**"	:	The SGX-SFG service provided by CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents
"**Encumbrances**"	:	Any claims, charges, liens, pledges, mortgages, encumbrances, declaration of trust, hypothecation, retention of title, power of sale, equity, options, rights of pre-emption, rights of first refusal, moratorium and other third party rights or security interest of any kind or an agreement, arrangement or obligation to create any of the foregoing
"**FAA**"	:	Form of Acceptance and Authorisation for Offer Shares in respect of the Offer, which forms part of this Offer Document and which is issued to Shareholders whose Offer Shares are deposited with CDP
"**FAT**"	:	Form of Acceptance and Transfer for Offer Shares in respect of the Offer, which forms part of this Offer Document and which is issued to Shareholders whose Offer Shares are registered in their own name in the Register and are not deposited with CDP
"**FY**"	:	Means the financial year ending or ended 31 December, as the case may be
"**Group**"	:	The Company and its subsidiaries
"**Haciendas**"	:	Haciendas Management Pte. Ltd.
"**IFA**"	:	ZICO Capital Pte. Ltd., the independent financial adviser to the directors of the Company who are considered independent for the purposes of the Offer
"**Indemnified Parties**"	:	Shall have the meaning ascribed to it in Paragraph 3.11 of **Appendix 2** to this Offer Document
"**Independent Directors**"	:	The directors of the Company who are considered independent for the purposes of the Offer
"**Irrevocable Undertakings**"	:	Shall have the meaning ascribed to it in Section 5.1 of the Letter to Shareholders in this Offer Document
"**Last Trading Day**"	:	Shall have the meaning ascribed to it in Section 10 of the Letter to Shareholders in this Offer Document
"**Latest Practicable Date**"	:	26 October 2026, being the latest practicable date prior to the electronic dissemination of this Offer Document
"**Listing Manual**"	:	The listing manual of the SGX-ST
"**Market Day**"	:	A day on which the SGX-ST is open for trading of securities
"**Notification Letter**"	:	Shall have the meaning ascribed to it in Section 1.3 of the Letter to Shareholders in this Offer Document

"**Offer**"	:	The mandatory unconditional cash offer by the Offeror to acquire the Offer Shares, on the terms and subject to the conditions set out in this Offer Document and the Acceptance Forms
"**Offer Announcement**"	:	The announcement relating to the Offer released by the Offeror on the Offer Announcement Date
"**Offer Announcement Date**"	:	14 October 2026, being the date of the Offer Announcement
"**Offer Document**"	:	This document dated 2 November 2026 and any other document(s) which may be issued by the Offeror, to amend, revise, supplement or update this document from time to time
"**Offer Documentation**"	:	Shall have the meaning ascribed to it in Section 14.1 of the Letter to Shareholders in this Offer Document
"**Offer Period**"	:	The period commencing from the Pre-Conditional Offer Announcement Date until the date the Offer closes, lapses or is withdrawn
"**Offer Pre-Conditions**"	:	Shall have the meaning ascribed to it in Section 1.1(a)(iii) of the Letter to Shareholders in this Offer Document
"**Offer Price**"	:	Shall have the meaning ascribed to it in Section 2.3 of the Letter to Shareholders in this Offer Document
"**Offer Settlement Date**"	:	In relation to any Offer Shares tendered in acceptance of the Offer, the settlement date in respect of such Offer Shares
"**Offer Shares**"	:	Shall have the meaning ascribed to it in Section 2.2 of the Letter to Shareholders in this Offer Document
"**Offeror**" or "**Helyon**"	:	Helyon Pte. Ltd.
"**Options**"	:	Shall have the meaning ascribed to it in Section 2.7 of the Letter to Shareholders in this Offer Document
"**Overseas Shareholders**"	:	Shareholders whose addresses are outside Singapore as shown in the Register or in the Depository Register (as the case may be)
"**Pre-Conditional Offer Announcement**"	:	The pre-conditional offer announcement in connection with the Offer released by the Offeror on the Pre-Conditional Offer Announcement Date
"**Pre-Conditional Offer Announcement Date**"	:	29 April 2026
"**Record Date**"	:	In relation to any Distributions, the date on which Shareholders must be registered with the Company or with CDP, as the case may be, in order to participate in such Distributions
"**Reference Period**"	:	The period commencing six (6) months prior to the Pre-Conditional Offer Announcement Date and ending on the Latest Practicable Date
"**Register**"	:	The register of holders of the Shares, as maintained by the Share Registrar
"**Relevant Day**"	:	Shall have the meaning ascribed to it in Paragraph 3.1 (Timing and Contents) of **Appendix 1** to this Offer Document

"**Restricted Jurisdiction**"	:	Shall have the meaning ascribed to it in Section 14.1 of the Letter to Shareholders in this Offer Document
"**Securities Account**"	:	A securities account maintained by a Depositor with CDP, but does not include a securities sub-account
"**SFA**"	:	The Securities and Futures Act 2001 of Singapore, as amended, modified and supplemented from time to time
"**SGX-ST**"	:	Singapore Exchange Securities Trading Limited
"**SGXNET**"	:	Singapore Exchange Network, a system network used by listed companies when sending information and announcements to the SGX-ST or any other system networks prescribed by the SGX-ST
"**Share Registrar**"	:	Boardroom Corporate & Advisory Services Pte. Ltd., the share registrar of the Company and the receiving agent of the Offeror
"**Shareholders**"	:	Persons who/which are registered as holders of Shares in the Register, and Depositors who have Shares entered against their names in the Depository Register
"**Shares**"	:	Ordinary shares in the capital of the Company
"**SRS**"	:	Supplementary Retirement Scheme
"**SRS Agent Banks**"	:	Agent banks included under the SRS
"**SRS Investors**"	:	Investors who purchase Shares pursuant to the SRS
"**Subscription**"	:	Shall have the meaning ascribed to it in Section 1.1(a)(i) of the Letter to Shareholders in this Offer Document
"**Subscription Agreement**"	:	Shall have the meaning ascribed to it in Section 1.1(a)(i) of the Letter to Shareholders in this Offer Document
"**Subscription Shares**"	:	Shall have the meaning ascribed to it in Section 1.1(a)(i)(I) of the Letter to Shareholders in this Offer Document
"**Undertaking Shareholders**"	:	Shall have the meaning ascribed to it in Section 5.1 (Irrevocable Undertakings) of the Letter to Shareholders in this Offer Document, as more particularly set out in Section 5.2 (Undertaking Shareholders) of the Letter to Shareholders in this Offer Document
"**Undertaking Shares**"	:	Shall have the meaning ascribed to it in Section 5.1 (Irrevocable Undertakings) of the Letter to Shareholders in this Offer Document
"**VWAP**"	:	Volume-weighted average price
"**Weyms**"	:	Weyms Pte. Ltd.
"**$**" or "**S$**" and "**cents**"	:	Singapore dollars and cents respectively, being the lawful currency of the Republic of Singapore
"**%**" or "**per cent.**"	:	Percentage or per centum

Acting in Concert. The expression "**acting in concert**" shall have the meaning ascribed to it in the Code.

Announcements and Notices. References to the making of an announcement or the giving of notice by the Offeror shall include the release of an announcement by or on behalf of the Offeror to the press or the delivery of or transmission by telephone, facsimile, SGXNET or otherwise of an announcement to the SGX-ST. An announcement made otherwise than to the SGX-ST shall be notified simultaneously to the SGX-ST.

Depositors, etc. The terms "**Depositor**", "**Depository Agent**" and "**Depository Register**" shall have the meaning ascribed to them respectively in Section 81SF of the SFA.

Expressions. Words importing the singular shall, where applicable, include the plural and *vice versa*. Words importing a single gender shall, where applicable, include any or all genders. References to persons shall, where applicable, include corporations.

Headings. The headings in this Offer Document are inserted for convenience only and shall be ignored in construing this Offer Document.

Offer Document. References to "**Offer Document**" shall include the Acceptance Forms, unless the context otherwise requires.

Rounding. Any discrepancies in the figures included in this Offer Document between amounts shown and the totals thereof are due to rounding. Accordingly, figures shown as totals in this Offer Document may not be an arithmetic aggregation of the figures that precede them.

Shareholders. References to "**you**", "**your**" and "**yours**" in this Offer Document are, as the context so determines, to Shareholders.

Statutes. Any reference in this Offer Document to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any word defined under the Companies Act, the Code, the Listing Manual or the SFA or any modification thereof and used in this Offer Document shall, where applicable, have the meaning assigned to it under the Companies Act, the Code, the Listing Manual or the SFA or any modification thereof, as the case may be, unless the context otherwise requires.

Subsidiary and Related Corporation. References to "**subsidiary**" and "**related corporation**" shall have the meanings ascribed to them respectively in Sections 5 and 6 of the Companies Act.

Time and Date. Any reference to a time of day and date in this Offer Document shall be a reference to Singapore time and date, respectively, unless otherwise specified.

Total number of issued Shares. Unless otherwise stated, references in this Offer Document to the total number of issued Shares are based on 942,259,462 Shares (excluding treasury shares) in issue as at the Latest Practicable Date (based on a search conducted at ACRA on such date).

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

All statements other than statements of historical fact included in this Offer Document are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "aim", "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "potential", "strategy", "forecast", "target", "possible", "probable" and similar expressions or future or conditional verbs such as "if", "will", "would", "should", "could", "may" or "might". These statements reflect the Offeror's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information as at the Latest Practicable Date. Such forward-looking statements are not guarantees of future results, performance, events or achievements and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Given the risks and uncertainties involved, Shareholders and investors should not place undue reliance on such forward-looking statements. The Offeror does not guarantee any future performance or event and does not undertake any obligation to update publicly or revise any forward-looking statements, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.

HELYON PTE. LTD.
(Company Registration No.: 202616524H)
(Incorporated in the Republic of Singapore)

2 November 2026

To: The Shareholders of Green Build Technology Limited

Dear Sir/Madam

MANDATORY UNCONDITIONAL CASH OFFER BY THE OFFEROR FOR THE OFFER SHARES

1. INTRODUCTION

1.1 Background

(a) **Pre-Conditional Offer Announcement.** On the Pre-Conditional Offer Announcement Date, the following was stated in the Pre-Conditional Offer Announcement by the Offeror:

(i) it had entered into a subscription agreement with the Company (the "**Subscription Agreement**") in relation to the proposed subscription by the Offeror of the following:

(I) an aggregate of 600,000,000 new ordinary shares in the share capital of the Company (the "**Subscription Shares**") for an issue price of S$0.016 per Subscription Share; and

(II) an aggregate of 360,000,000 free, non-listed and non-transferable warrants, each warrant carrying the right to subscribe for one (1) new ordinary share in the share capital of the Company at an exercise price of S$0.020 for each new share,

(collectively, the "**Subscription**");

(ii) completion of the Subscription was subject to the fulfilment (or waiver) of the conditions precedent set out in the Subscription Agreement ("**Conditions Precedent**"). Subject to and contingent upon the satisfaction and/or waiver of the Conditions Precedent and in accordance with Section 139 of the SFA and Rule 14 of the Code, the Offeror would be required to make the Offer for all Shares, other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it; and

(iii) the pre-conditions to the Offer are as follows: (I) approval of Shareholders being obtained for the Subscription at an extraordinary general meeting of the Company to be convened; and (II) completion of the Subscription (collectively, the "**Offer Pre-Conditions**").

Copies of the Pre-Conditional Offer Announcement and the announcement by the Company dated 29 April 2026 in relation to the Subscription are available on the website of the SGX-ST at https://www.sgx.com.

(b) **Satisfaction of Offer Pre-Conditions.** As announced by the Company, approval of the Shareholders was obtained for the Subscription at an extraordinary general meeting of the Company held on 6 October 2026. The Subscription in respect of the Subscription Shares was completed on 14 October 2026. Accordingly, all Offer Pre-Conditions have been satisfied.

1.2 Offer Announcement

Following completion of the Subscription on 14 October 2026 (as described above), the Offeror announced that all Offer Pre-Conditions had been satisfied and that it will make a mandatory general offer for all the Shares, other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it, in accordance with Section 139 of the SFA and Rule 14 of the Code.

A copy of the Offer Announcement is available on the website of the SGX-ST at https://www.sgx.com.

1.3 Offer Document

This Offer Document contains the formal Offer by the Offeror to acquire all the Offer Shares, subject to the terms and conditions set out in this Offer Document and the accompanying Acceptance Forms.

This Offer Document has been electronically disseminated to Shareholders on the Despatch Date by way of publication on the website of the SGX-ST at https://www.sgx.com.

In connection with the electronic dissemination of this Offer Document, a hardcopy notification letter (the "**Notification Letter**") containing addresses and instructions for the electronic retrieval of this Offer Document and its related documents has been posted to Shareholders, together with the relevant Acceptance Forms.

Shareholders are urged to read this Offer Document carefully.

1.4 Aggregate Existing Holding

As at the Latest Practicable Date, and based on responses received pursuant to enquiries that the Offeror has made, the Offeror owns or controls an aggregate of 600,000,000 ordinary shares in the Company, representing approximately 63.68% of the total number of issued shares of the Company.

2. TERMS OF THE OFFER

2.1 Offer

The Offeror hereby makes the Offer to acquire all the Offer Shares, in accordance with Section 139 of the SFA and Rule 14 of the Code and on the terms and subject to the conditions set out in this Offer Document, the FAA and the FAT.

2.2 Offer Shares

The Offer will be made for all the Shares, other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it (the "**Offer Shares**").

2.3 Offer Price

The Offer Price for each Offer Share will be as follows:

For each Offer Share: S$0.016 in cash (the "Offer Price")

The Offer Price is final and the Offeror does not intend to revise the Offer Price.

2.4 No Encumbrances

The Offer Shares will be acquired:

(a) fully paid-up;

(b) free from all Encumbrances; and

(c) together with all rights, benefits, entitlements and advantages attached thereto as at the Pre-Conditional Offer Announcement Date, and thereafter attaching thereto, including but not limited to the right to receive and retain all Distributions (if any), in respect of which, the Record Date falls on or after the Pre-Conditional Offer Announcement Date.

2.5 Adjustment for Distributions

Without prejudice to the generality of the foregoing, the Offer Price has been determined on the basis that the Offer Shares will be acquired with the right to receive any Distributions, in respect of which, the Record Date falls on or after the Pre-Conditional Offer Announcement Date. In the event of any such Distribution, the Offer Price payable to a Shareholder who validly accepts or has validly accepted the Offer shall be reduced by an amount which is equal to the amount of such Distribution, depending on when the Offer Settlement Date falls, as follows:

(a) if such settlement date falls on or before the Record Date and the Offeror is registered as the holder of such Offer Shares as at the Record Date, the Offer Price shall remain unadjusted for each such Offer Share, as the Offeror will receive the Distribution in respect of such Offer Share from the Company; or

(b) if such settlement date falls after the Record Date or if such settlement date falls on or before the Record Date but the Offeror is not registered as the holder of such Offer Shares as at the Record Date, the Offer Price for each Offer Share tendered in acceptance shall be reduced by an amount which is equal to the amount of the Distribution in respect of each Offer Share, as the Offeror will not receive such Distribution from the Company.

2.6 Unconditional Offer

As at the Latest Practicable Date, the Offeror and parties acting in concert with it hold an aggregate of 600,000,000 Shares, representing approximately 63.68% of the issued Shares. The Offer is **unconditional** in all respects.

2.7 No Options Proposal

Based on the latest information available to the Offeror, there are no outstanding options to subscribe for new Shares granted under any employee share scheme of the Company (the "**Options**") as at the Latest Practicable Date. In view of the foregoing, the Offeror will not make an offer to acquire any Options.

2.8 Warranty

A Shareholder who tenders his Offer Shares in acceptance of the Offer will be deemed to unconditionally and irrevocably represent, warrant and undertake to the Offeror that he sells such Offer Shares as or on behalf of the beneficial owner(s) thereof, (a) fully paid, (b) free from all Encumbrances, and (c) together with all rights, benefits, entitlements and advantages attached thereto as at the Pre-Conditional Offer Announcement Date and thereafter attaching thereto (including the right to receive and retain all Distributions (if any)), the Record Date for which falls on or after the Pre-Conditional Offer Announcement Date.

3. FURTHER DETAILS OF THE OFFER

Appendix 1 to this Offer Document sets out further details on the following:

(a) the duration of the Offer;

(b) the settlement of the consideration for the Offer;

(c) the requirements relating to the announcement(s) of the level of acceptances of the Offer; and

(d) right of withdrawal of acceptances of the Offer.

4. PROCEDURES FOR ACCEPTANCE

Appendix 2 to this Offer Document sets out the procedures for acceptance of the Offer by a Shareholder.

5. IRREVOCABLE UNDERTAKINGS NOT TO ACCEPT THE OFFER

5.1 Irrevocable Undertakings

As at the Latest Practicable Date, the Offeror has received irrevocable undertakings (the "**Irrevocable Undertakings**") from certain Shareholders (the "**Undertaking Shareholders**") holding an aggregate of 181,834,711 Shares (the "**Undertaking Shares**") representing approximately 19.30% of the total number of issued Shares, pursuant to which each of the Undertaking Shareholders has, amongst other things, unconditionally and irrevocably undertaken to the Offeror **not** to accept the Offer. The Undertaking Shares comprise approximately 53.13% of the then-existing total number of issued Shares of 342,259,462 Shares prior to completion of the Subscription in relation to the Subscription Shares.

5.2 Undertaking Shareholders

The names of the Undertaking Shareholders and the number of Shares owned by them as at the Latest Practicable Date are as follows:

Name of Undertaking Shareholder	No. of Shares which are the subject of the Irrevocable Undertaking	Percentage of issued Shares (%)[1]
Zhao Lizhi	97,518,111	10.35
Li Mingyang[2]	45,000,000	4.78
Chan Mang Ghoon[3]	16,606,000	1.76
Sky Associates Holdings Pte. Ltd.[4]	12,037,900	1.28
K W Solutions Pte. Ltd.[5]	10,672,700	1.13
Total	181,834,711	19.30

Notes:

(1) Based on the Company's existing issued and paid-up share capital of 942,259,462 Shares as at the Latest Practicable Date and the respective Undertaking Shareholder's number of Shares held which are the subject of the Irrevocable Undertaking.

(2) Mr Li Mingyang is a director of the Company and Chairman of the board of directors of the Company as at the Latest Practicable Date.

(3) As at the Latest Practicable Date, Mr Chan Mang Ghoon is a director and chief financial officer of the Company, and he is also a director of each of Sky Associates Holdings Pte. Ltd. and K W Solutions Pte. Ltd..

(4) As at the Latest Practicable Date, the sole shareholder and sole director of Sky Associates Holdings Pte. Ltd. is Mr Chan Mang Ghoon.

(5) As at the Latest Practicable Date, the sole shareholder of K W Solutions Pte. Ltd. is Mr Li Mingyang and the directors are Mr Chan Mang Ghoon and Ms Xu Lifang.

5.3 Termination of Irrevocable Undertakings

Each of the Irrevocable Undertakings shall terminate and cease to have any effect upon the Offer being withdrawn, lapsing or closing for any reason (other than as a result of a breach by the Undertaking Shareholders of any of the obligations under the Irrevocable Undertakings), provided that such termination and cessation shall be subject to the prior written confirmation of the Offeror.

5.4 No other Undertakings

Save for the Irrevocable Undertakings, the Offeror has not received any other irrevocable undertakings from any other party to accept or reject the Offer.

6. INFORMATION ON THE OFFEROR

6.1 Offeror

The Offeror is a company incorporated in Singapore on 14 April 2026, and is 80% held by Weyms and 20% held by Haciendas as at the Latest Practicable Date. The Offeror's primary business activity is in data centres.

As at the Latest Practicable Date:

(a) the Offeror has an issued and paid-up share capital of S$300,000 comprising 300,000 ordinary shares;

(b) the sole director of the Offeror is Mr Seah Kiat Seng; and

(c) the shareholders of the Offeror are Weyms and Haciendas, who own 240,000 and 60,000 shares in the Offeror respectively.

6.2 Weyms

Weyms is a company incorporated in Singapore on 16 September 2026, and is 90% held by Mr Seah Kiat Seng and 10% held by his wife, Ms Tham Yoke Mei. Its primary business activity is that of an investment holding company.

As at the Latest Practicable Date:

(a) Weyms has an issued and paid-up share capital of S$300,000 comprising 300,000 ordinary shares;

(b) the sole director of Weyms is Mr Seah Kiat Seng; and

(c) the shareholders of Weyms are Mr Seah Kiat Seng and his wife, Ms Tham Yoke Mei, who own 270,000 shares and 30,000 shares in Weyms respectively.

6.3 Haciendas

Haciendas is a company incorporated in Singapore on 31 March 2021. Its primary business activity is that of an investment holding company.

As at the Latest Practicable Date:

(a) Haciendas has an issued and paid-up share capital of S$682,834.20 comprising 484,973 ordinary shares;

(b) the sole director of Haciendas is Mr Seah Kiat Seng; and

(c) the shareholders of Haciendas are Mr Seah Kiat Seng, FPAI Pte. Ltd., Mr Ooi Joon Hin, Mr Sia Sze Keok, Ms Soh Meng Hong Tricia and Mr Ho Chee Fuat (He Zhifa). Mr Seah Kiat Seng is the majority shareholder with an approximate stake of 52.05% in Haciendas.

6.4 Additional Information

Additional information on each of the Offeror, Weyms and Haciendas is set out in **Appendix 3**, **Appendix 4** and **Appendix 5** to this Offer Document, respectively.

7. INFORMATION ON THE COMPANY

7.1 The Company

The Company is incorporated in Singapore and listed on the Mainboard of the SGX-ST. The principal activities of the Company are the provision of management services and investment holding. The principal activities of the Company and its subsidiaries comprise (i) sustainable development projects, with a focus on consulting and management in relation to the refurbishment of old estates, and (ii) hotel management and consultancy.

7.2 Share Capital

As at the Latest Practicable Date, based on publicly available information and/or latest information available to the Offeror (where relevant):

(a) the Company has an issued and paid-up share capital of S$36,715,634.33 comprising 942,259,462 ordinary shares;

(b) the Company does not hold any treasury shares; and

(c) save for the Subscription in respect of the warrants as set out in Section 1.1(a)(i)(II) above, the Company does not have any outstanding options, rights, warrants or other instruments convertible into, exercisable for or redeemable with, any Shares.

7.3 Directors of the Company

As at the Latest Practicable Date, based on publicly available information, the board of directors of the Company comprises:

(a)	Mr Li Mingyang	(Chairman of the Board, Executive Director and Chief Business Development Officer)
(b)	Mr Chan Mang Ghoon	(Executive Director and Chief Financial Officer)
(c)	Mr Tang Chun Meng	(Non-Executive and Lead Independent Director)
(d)	Mr Ho Shian Ching	(Non-Executive and Independent Director)

7.4 Additional Information

Additional information on the Company is set out in **Appendix 6** to this Offer Document.

8. RATIONALE FOR THE OFFER AND THE OFFEROR'S INTENTIONS FOR THE COMPANY

8.1 Rationale for the Offer

The Offeror is making the Offer as a result of the completion of the Subscription in respect of the Subscription Shares, solely to comply with the requirements of the Code.

As to the long-term commercial justification for the Offer (for the purposes of Rule 23.2(c) of the Code), the Offeror believes that the Offer will enable it to consolidate its strategic interest in the Company and provide stability of ownership.

8.2 Offeror's Intentions for the Company

As disclosed in Section 9 below, the Offeror intends to maintain the listing status of the Company on the SGX-ST. The Offeror intends to work with the Company to evaluate feasible corporate plans for the Company.

Save as disclosed in this Offer Document, the Offeror presently has no intention to (a) introduce any major changes to the businesses of the Company; (b) redeploy fixed assets of the Company; or (c) discontinue the employment of the employees of the Company, other than in the ordinary course of business. However, the Offeror retains the flexibility at any time to consider any options or opportunities in relation to the Company which may present themselves and which the Offeror may regard to be in the best interests of the Offeror or the Company. Following the close of the Offer, the Offeror will undertake a review of the businesses of the Company and the review will help the Offeror to determine the optimal business strategy for the Company.

9. LISTING STATUS AND COMPULSORY ACQUISITION

9.1 Listing Status

Under Rules 724(1) and 1105 of the Listing Manual of the SGX-ST (the "**Listing Manual**"), in the event the Offeror has received valid acceptances which result in the Offeror and parties acting in concert with it holding more than 90% of the total issued Shares (excluding treasury shares), the Company must as soon as practicable announce that fact and the SGX-ST may suspend the trading of the Shares on the SGX-ST until such time when the SGX-ST is satisfied that at least 10% of the total number of issued Shares (excluding treasury shares) are held by at least 500 Shareholders who are members of the public. Rule 1303(1) of the Listing Manual provides that where the Offeror succeeds in garnering acceptances exceeding 90% of the total number of Shares (excluding treasury shares), thus causing the percentage of the total number of Shares held in public hands to fall below 10%, the SGX-ST will suspend trading of the Shares at the close of the Offer. Rule 724(2) of the Listing Manual states that the SGX-ST may allow the Company a period of three (3) months, or such longer period as the SGX-ST may agree, to raise the percentage of Shares in public hands to at least 10%, failing which the Company may be removed from the Official List of the SGX-ST.

It is the current intention of the Offeror to maintain the listing status of the Company on the SGX-ST following completion of the Offer. In the event that the percentage of Shares (excluding treasury shares) held in public hands falls below 10% and the SGX-ST suspends trading of the Shares, the Offeror intends to undertake and/or support any action as may be necessary for any such trading suspension by the SGX-ST to be lifted (including engaging a licensed intermediary to place out some or all of the Offer Shares acquired pursuant to the Offer following the close of the Offer). Further details on any such arrangements will be announced in due course as and when it is appropriate.

9.2 Compulsory Acquisition

Pursuant to Section 215(1) of the Companies Act, if the Offeror receives valid acceptances pursuant to the Offer (or otherwise acquires Shares during the period when the Offer is open for acceptance) in respect of not less than 90% of the total number of issued Shares (other than those already held by the Offeror, its related corporations or their respective nominees and any person or body corporate falling within the meaning of Section 215(9A) of the Companies Act as at the date of the Offer), the Offeror would be entitled to exercise the right to compulsorily acquire all the Shares of Shareholders who have not accepted the Offer (the "**Dissenting Shareholders**"), at the Offer Price.

As stated above, it is the current intention of the Offeror to maintain the listing status of the Company on the SGX-ST. Accordingly, the Offeror presently has no intention of exercising its right of compulsory acquisition under Section 215(1) of the Companies Act, should such right be available to it.

In addition, pursuant to Section 215(3) of the Companies Act, if the Offeror acquires such number of Shares which, together with Shares held in treasury and the Shares held by it, its related corporations or their respective nominees, comprise 90% or more of the total number of issued Shares (including Shares held in treasury), the Dissenting Shareholders will have a right to require the Offeror to acquire their Shares at the Offer Price. Dissenting Shareholders who wish to exercise such right are advised to seek their own independent legal advice.

10. FINANCIAL ASPECTS OF THE OFFER

The Offer Price represents the following premium over (or discount to) the historical transacted prices of the Shares on the SGX-ST:

	Benchmark Price[1] (S$)	Discount of Offer Price to the Benchmark Price (%)[2]
Last transacted price per Share on 13 April 2026, being the last full trading day on which the Shares were traded on the SGX-ST preceding the Pre-Conditional Offer Announcement Date ("**Last Trading Day**")	0.0200	20.00
VWAP per Share for the one-month period up to and including the Last Trading Day	0.0194	17.53
VWAP per Share for the three-month period up to and including the Last Trading Day	0.0263	39.16
VWAP per Share for the six-month period up to and including the Last Trading Day	0.0337	52.52
VWAP per Share for the twelve-month period up to and including the Last Trading Day	0.0312	48.72

Source: Bloomberg L.P.

Notes:

(1) The figures set out in the table above are based on data extracted from Bloomberg. Figures have been rounded to the nearest four (4) decimal places.

(2) Percentage figures have been rounded to the nearest two (2) decimal places.

11. DISCLOSURE OF HOLDINGS AND DEALINGS

11.1 Holdings and Dealings in Company Securities

Appendix 7 to this Offer Document sets out, based on latest information available to the Offeror as at the Latest Practicable Date and responses received pursuant to enquiries that the Offeror has made:

(a) the number of Company Securities owned, controlled or agreed to be acquired by the Offeror and its Concert Parties as at the Latest Practicable Date; and

(b) the dealings in the Company Securities by the Offeror and its Concert Parties during the Reference Period.

11.2 No Other Holdings and Dealings in Company Securities

Save as disclosed in this Offer Document, and based on responses received pursuant to enquiries that the Offeror has made, as at the Latest Practicable Date, none of the Offeror and its Concert Parties:

(a) owns, controls or has agreed to acquire any Company Securities; or

(b) has dealt for value in any Company Securities during the Reference Period.

As at the Latest Practicable Date, save as disclosed in this Offer Document, the sole director of the Offeror is not interested (as interpreted in accordance with Section 164 of the Companies Act), directly or indirectly, in any Company Securities.

11.3 Other Arrangements in the Company Securities

Save as disclosed in this Offer Document (including in relation to the Irrevocable Undertakings (as set out in Section 5.1 above) and the Subscription in respect of the warrants (as set out in Section 1.1(a)(i)(II) above)), and based on responses received pursuant to enquiries that the Offeror has made, as at the Latest Practicable Date, none of the Offeror and its Concert Parties has:

(a) entered into any arrangement (whether by way of option, indemnity or otherwise) in relation to any Company Securities or the securities of the Offeror which might be material to the Offer;

(b) received any irrevocable commitment to accept the Offer;

(c) granted any security interest relating to any Company Securities in favour of another person, whether through a charge, pledge or otherwise;

(d) borrowed any Company Securities from another person (excluding borrowed Company Securities which have been on-lent or sold); or

(e) lent any Company Securities to another person.

12. CONFIRMATIONS SOUGHT FROM COUNCIL

Pursuant to an application made to the Council to seek certain rulings in relation to the Offer, Council has on 21 October 2026 confirmed that the Council:

(a) exempts each of the Offeror and Weyms from the requirement to disclose the information required under Rule 23.4(c) to (h) of the Code in this Offer Document, subject to:

  (i) each of the Offeror and Weyms disclosing the fact that it is newly incorporated and, as a result, does not have any financial information to be furnished; and

  (ii) Haciendas disclosing the information required under Rule 23.4(c) to (f) based on its unaudited management accounts;

(b) consents to the Offeror and the Company electronically despatching this Offer Document and offeree circular respectively in accordance with the Public Statement on the Further Extension of the Temporary Measure to Allow for Electronic Despatch of Take-over Documents under the Code dated 29 June 2021; and

(c) rules that the financial adviser or appropriate third party confirming the availability of financial resources to the Offeror may exclude the amount payable for the Shares held by the Undertaking Shareholders who have undertaken not to accept the Offer, subject to each of the Irrevocable Undertakings not being revoked at any time before the completion of the Offer.

13. CONFIRMATION OF FINANCIAL RESOURCES

Icon Law LLC, as the legal adviser to the Offeror in connection with the Offer, confirms that sufficient financial resources are available to the Offeror to satisfy in full all acceptances of the Offer for the Offer Shares on the basis of the Offer Price, but excluding the Undertaking Shares which are the subject of the Irrevocable Undertakings, in respect of which the Undertaking Shareholders have undertaken not to accept the Offer.

14. OVERSEAS SHAREHOLDERS

14.1 Overseas Jurisdictions

This Offer Document, the relevant Acceptance Forms, the Notification Letter and/or any related documents do not constitute an offer or a solicitation of an offer to subscribe for or to 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 Offer Document, the relevant Acceptance Forms, the Notification Letter and/or any related documents in any jurisdiction in contravention of applicable law.

The release, publication or distribution of this Offer Document, the Notification Letter, the Acceptance Forms and any other formal documentation in relation to the Offer (collectively, the "**Offer Documentation**") in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which any Offer Documentation is released, published or distributed should inform themselves about and observe such restrictions.

Copies of the Offer Documentation are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer would violate the laws of that jurisdiction (the "**Restricted Jurisdiction**") and the Offer will not be made to, nor will the Offer be capable of acceptance by, any person within any Restricted Jurisdiction if the offer to and/or acceptance by such person will violate the laws of the Restricted Jurisdiction. 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 by 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 facilities.

14.2 Overseas Shareholders

The availability of the Offer to Shareholders whose addresses are outside Singapore as shown in the Register or in the Depository Register (as the case may be) (each, an "**Overseas Shareholder**") may be affected by the laws of the relevant overseas jurisdictions in which they are located. Accordingly, Overseas Shareholders should inform themselves of, and observe, any applicable requirements in the relevant overseas jurisdictions.

For the avoidance of doubt, the Offer will be open to all Shareholders, including those to whom the Offer Documentation may not be sent.

It is the responsibility of Overseas Shareholders who wish to: (a) request for the Offer Documentation; and/or (b) accept the Offer, to satisfy themselves as to the full observance of the laws of the relevant overseas jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, or compliance with other necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholders shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror, its related corporations, CDP, the Share Registrar and any person acting on their behalf shall be fully indemnified and held harmless by such Overseas Shareholders for any such taxes, imposts, duties or other requisite payments as the Offeror, its related corporations, CDP, the Share Registrar and/or any person acting on their behalf may be required to pay and the Offeror shall be entitled to set-off any such amounts against any sum payable to the Overseas Shareholder pursuant to the Offer and/or any acquisition of Shares pursuant to Sections 215(1) or 215(3) of the Companies Act.

In (a) requesting for the Offer Documentation and/or (b) accepting the Offer, each Overseas Shareholder represents and warrants to the Offeror, CDP and the Share Registrar 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 Shareholder who is in doubt about his position should consult his professional adviser(s) in the relevant overseas jurisdiction.

14.3 Copies of the Offer Documentation

Where there are potential restrictions on sending the Offer Documentation to any overseas jurisdiction, the Offeror, CDP and the Share Registrar each reserves the right not to send these documents to Overseas Shareholders in such overseas jurisdictions.

Subject to compliance with applicable laws, any affected Overseas Shareholder may, nonetheless, obtain a copy of the Offer Documentation during normal business hours and up to the Closing Date, from (a) the CDP (if he is a Depositor) by contacting CDP's customer service hotline at +65 6535 7511 during their operating hours or emailing CDP at asksgx@sgx.com for instructions on how to obtain a copy of such documents, or (b) the office of the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (if he holds the Offer Shares in scrip form), at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632. Alternatively, an Overseas Shareholder may, subject to compliance with applicable laws, write to the Offeror through (i) CDP (if he is a Depositor) at Helyon Pte. Ltd. c/o The Central Depository (Pte) Limited, Privy Box No. 920764, Singapore 929292; or (ii) the Share Registrar (if he holds the Offer Shares in scrip form) at the above-stated address to request for the Offer Documentation to be sent to an address in Singapore by ordinary post at his own risk, up to five (5) Market Days prior to the Closing Date. Electronic copies of the Offer Documentation may also be obtained on the website of the SGX-ST at https://www.sgx.com or on the website of the Company at https://gbtlimited.com.

14.4 Notice

The Offeror reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement on the website of the SGX-ST or notice and if necessary, by paid advertisement in a daily 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 Overseas Shareholders) to receive or see such announcement, notice or advertisement.

15. INFORMATION RELATING TO CPFIS INVESTORS AND SRS INVESTORS

15.1 CPFIS Investors

CPFIS Investors will receive further information on how to accept the Offer from their respective 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 accordingly by the deadline stated in the letter from their respective CPF Agent Banks. CPFIS Investors who validly accept the Offer will receive the payment for their Offer Shares in their respective CPF investment accounts.

15.2 SRS Investors

SRS Investors will receive further information on how to accept the Offer from their respective 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 accordingly by the deadline stated in the letter from their respective SRS Agent Banks. SRS Investors who validly accept the Offer will receive the payment for their Offer Shares in their respective SRS investment accounts.

16. GENERAL

16.1 Valid Acceptances

Each of the Offeror, CDP and the Share Registrar reserves the right to treat acceptances of the Offer as valid if received by or on behalf of any of them at any place or places determined by them otherwise than as stated in this Offer Document or in the relevant Acceptance Forms, as the case may be, or if made otherwise than in accordance with the provisions herein and instructions printed on the relevant Acceptance Forms.

16.2 Governing Law and Jurisdiction

The Offer, this Offer Document, the Notification Letter, the Acceptance Forms, all acceptances of the Offer, all contracts made pursuant thereto and all actions taken or deemed to be taken or made in connection with any of the foregoing shall be governed by, and construed in accordance with, the laws of the Republic of Singapore. The Offeror and each accepting Shareholder agree to submit to the non-exclusive jurisdiction of the Singapore courts.

16.3 No Third Party Rights

Unless expressly provided to the contrary in this Offer Document, the relevant Acceptance Form and/or the Notification Letter, a person who is not a party to any contracts made pursuant to the Offer, this Offer Document, the relevant Acceptance Form and/or the Notification Letter has no rights under the Contracts (Rights of Third Parties) Act 2001 of Singapore to enforce any term of such contracts. Notwithstanding any term herein, the consent of any third party is not required for any subsequent agreement by the parties thereto to amend, vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

16.4 Accidental Omission

Accidental omission to despatch or disseminate this Offer Document, the Notification Letter, the relevant Acceptance Form and/or any other notice or announcement required to be given under the terms of the Offer to, or any failure to receive the same by, any person to whom the Offer is made or should be made, shall not invalidate the Offer in any way.

16.5 Independent Advice

The Offeror does not purport to advise the Shareholders or any other person. In preparing this Letter to Shareholders, the Offeror has not had regard to the general or specific investment objectives, tax position, risk profiles, financial situation or particular needs and constraints of any individual Shareholder. You must make your own decision as to whether to tender your Shares. If you are in doubt as to the action you should take, you should immediately seek your own advice from your relevant financial, legal or tax advisers or other independent financial adviser.

The views of the Independent Directors and the IFA to the Independent Directors on the Offer will be made available by the Company to Shareholders in due course. The Independent Directors are required under the Code to despatch their views within fourteen (14) days of the Despatch Date. Shareholders may wish to consider their advice before taking any action in relation to the Offer.

16.6 Additional General Information

Appendix 8 to this Offer Document sets out additional general information relating to the Offer.

Your attention is drawn to all the Appendices which form part of this Offer Document.

17. RESPONSIBILITY STATEMENT

The sole director of each of the Offeror, Weyms and Haciendas has taken all reasonable care to ensure that the facts stated and all opinions expressed in this Offer Document are fair and accurate and that there are no other material facts not contained in this Offer Document, the omission of which would make any statement in this Offer Document misleading, and he accepts responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company (including without limitation, information relating to the Group), the sole responsibility of the sole director of each of the Offeror, Weyms and Haciendas 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 Offer Document.

Yours faithfully

HELYON PTE. LTD.

2 November 2026
Singapore

APPENDIX 1 – DETAILS OF THE OFFER

1. DURATION OF THE OFFER

1.1 **Closing Date.** The Offer is open for acceptance by Shareholders for at least 28 days from the Despatch Date, unless the Offer is withdrawn with the consent of the SIC and every person is released from any obligation incurred thereunder. **Accordingly, the Offer will close at 5.30 p.m. (Singapore time) on 30 November 2026. The Offeror does not intend to extend the Offer beyond 5.30 p.m. (Singapore time) on 30 November 2026 and the Offer will not be open for acceptances beyond 5.30 p.m. (Singapore time) on 30 November 2026, save that such notice shall not be capable of being enforced in a competitive situation. The Offeror does not intend to revise the terms of the Offer.**

1.2 **Revision.** The Offer Price is final and the Offeror does not intend to revise the Offer Price.

2. SETTLEMENT FOR THE OFFER

Subject to the receipt by the Offeror from accepting Shareholders of valid acceptances and all relevant documents required by the Offeror which are complete and valid in all respects and in accordance with the instructions set out in this Offer Document, the FAA, the FAT and/or the terms and conditions for Electronic Acceptance (as the case may be), and in the case of Depositors, the receipt by the Offeror of confirmations satisfactory to it that the number of Offer Shares tendered by the accepting Shareholders in acceptance of the Offer are standing to the credit of the "Free Balance" of their respective Securities Accounts at the relevant time, remittances for the appropriate amounts will be despatched, pursuant to Rule 30 of the Code, to the accepting Shareholders (or, in the case of Shareholders holding physical share certificate(s) which are not deposited with CDP, their designated agents, as they may direct) by the following means:

(a) in the case of Depositors who have registered for CDP's DCS, crediting the Offer Price payable to such Depositor in respect of their Offer Shares validly tendered in acceptance of the Offer into their designated bank account for Singapore Dollars on the payment date;

(b) in the case of Depositors who have not registered for CDP's DCS, crediting any monies to be paid into such Depositors' Cash Ledger and subject to the same terms and conditions as Cash Distributions under the CDP Operation of Securities Account with the Depository Terms and Conditions (Cash Ledger and Cash Distributions are as defined therein); or

(c) (in the case of scrip holders), a Singapore Dollar crossed cheque drawn on a bank in Singapore and sent by ordinary post to the address stated in the respective FATs or, if none is stated, (or in the case of joint accepting Shareholders who have not designated any agent, to the joint accepting Shareholder first-named in the Register) at the relevant address maintained in the Register, at the risk of the accepting Shareholder, or to the designated bank account specified in the respective FATs for the appropriate amount,

in each case as soon as practicable and in any event within seven (7) Business Days of the Date of Receipt of such acceptance which are complete and valid in all respects and which are received by 5.30 p.m. (Singapore time) on the Closing Date.

3. ANNOUNCEMENTS

3.1 **Timing and Contents.** Pursuant to Rule 28.1 of the Code, by 8.00 a.m. (Singapore time) on the dealing day (the "**Relevant Day**") immediately after the day on which the Offer is due to expire, the Offeror will announce and simultaneously inform the SGX-ST of the total number of Shares (as nearly as practicable):

(a) for which valid acceptances of the Offer have been received;

(b) held by the Offeror and any of its Concert Parties before the Offer Period; and

(c) acquired or agreed to be acquired by the Offeror and any of its Concert Parties during the Offer Period,

and will specify the percentages of the total number of Shares represented by such numbers.

3.2 **Suspension.** Under Rule 28.2(a) of the Code, if the Offeror is unable, within the time limit, to comply with any of the requirements of Paragraph 3.1 (Timing and Contents) of this **Appendix 1**, the SIC will consider requesting the SGX-ST to suspend dealings in the Shares until the relevant information is given.

3.3 **Valid Acceptances.** Subject to Section 16.1 (Valid Acceptances) of the Letter to Shareholders of this Offer Document, in computing the number of Offer Shares represented by acceptances received by the Offeror, the Offeror will, at the time of making an announcement, take into account acceptances which are valid in all respects.

3.4 **Announcements.** In this Offer Document, references to the making of any announcement or the giving of notice by the Offeror include the release of an announcement by the Offeror, its representatives or advertising agents, for and on behalf of the Offeror, to the press or the delivery of or transmission by telephone, facsimile, SGXNET or otherwise of an announcement to the SGX-ST. An announcement made otherwise than to the SGX-ST shall be notified simultaneously to the SGX-ST.

4. RIGHT OF WITHDRAWAL IN RELATION TO THE OFFER

4.1 **Acceptances Irrevocable.** Except as expressly provided in this Offer Document and the Code, acceptances of the Offer shall be irrevocable.

4.2 **Right of Withdrawal of Shareholders.** If the Offeror fails to comply with any of the requirements of Rule 28.1 of the Code by 3.30 p.m. (Singapore time) on the Relevant Day, then immediately thereafter:

(a) Shareholders holding Offer Shares which are deposited with CDP and who have accepted the Offer will be entitled to withdraw their acceptance by written notice to **Helyon Pte. Ltd. c/o The Central Depository (Pte) Limited, Privy Box No. 920764, Singapore 929292**; and

(b) Shareholders holding Offer Shares which are not deposited with CDP and who have accepted the Offer will be entitled to withdraw their acceptance by written notice to **Helyon Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632**.

A notice of withdrawal shall be effective only if signed by the accepting Shareholder or his agent duly appointed in writing and evidence of whose appointment is produced in a form satisfactory to the Offeror within the said notice and when actually received by the Offeror.

1. PROCEDURES FOR ACCEPTANCE OF THE OFFER BY DEPOSITORS

1.1 Depositors whose Securities Accounts are credited with Offer Shares. If you have Offer Shares standing to the credit of the "Free Balance" of your Securities Account, you should receive the Notification Letter (containing the address and instructions for the electronic retrieval of this Offer Document and its related documents), together with the FAA. If you do not receive the FAA, you may obtain a copy of such FAA, upon production of satisfactory evidence that you are a Shareholder, from CDP by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services (asksgx@sgx.com). Electronic copies of the FAA may also be obtained on the website of the SGX-ST at https://www.sgx.com.

Acceptance. If you wish to accept the Offer, you should:

(a) complete the FAA in accordance with this Offer Document and the instructions printed on the FAA. In particular, you must state in **Section C** of the FAA or the relevant section in the electronic form of the FAA, the number of Offer Shares in respect of which you wish to accept the Offer. If you:

(i) do not specify such number; or

(ii) specify a number which exceeds the number of Offer Shares standing to the credit of the "Free Balance" of your Securities Account as at the Date of Receipt, or in the case where the Date of Receipt is on the Closing Date, as at 5.30 p.m. (Singapore time) on the Closing Date,

you shall be deemed to have accepted the Offer in respect of all the Offer Shares standing to the credit of the "Free Balance" of your Securities Account on the Date of Receipt or 5.30 p.m. (Singapore time) on the Closing Date (if the FAA is received by CDP on the Closing Date);

(b) if Paragraph 1.1(a)(ii) above applies and at the time of verification by CDP of the FAA on the Date of Receipt, there are outstanding settlement instructions with CDP to receive further Offer Shares into the "Free Balance" of your Securities Account ("**Unsettled Buy Position**"), and the Unsettled Buy Position settles such that the Offer Shares in the Unsettled Buy Position are transferred to the "Free Balance" of your Securities Account at any time during the period the Offer is open, up to 5.30 p.m. on the Closing Date ("**Settled Shares**"), you shall be deemed to have accepted the Offer in respect of the balance number of Offer Shares inserted in Section C of the FAA or the relevant section in the electronic form of the FAA which have not yet been accepted pursuant to Paragraph 1.1(a)(ii) above, or the number of Settled Shares, whichever is less;

(c) if you are submitting the FAA in physical form, sign the FAA in accordance with this **Appendix 2** and the instructions printed on the FAA; and

(d) submit the completed and signed FAA in its entirety (no part may be detached or otherwise mutilated):

(i) **by post**, in the pre-addressed envelope enclosed with the FAA at your own risk, to Helyon Pte. Ltd. c/o The Central Depository (Pte) Limited, Privy Box No. 920764, Singapore 929292; or

(ii) **in electronic form**, via SGX's Investor Portal at <investors.sgx.com> (in respect of individual and joint-alt account holders only). Depositors who are corporations or joint signatories 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,

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 FAA is delivered by post to the Offeror, please use the pre-addressed envelope enclosed with the FAA, which is **NOT** pre-paid for posting. It is your responsibility to affix adequate postage on the said envelope.

If you have sold or transferred all your Offer Shares held through CDP, you need not forward the Notification Letter and the accompanying FAA to the purchaser or transferee, as CDP will arrange for a separate Notification Letter and FAA to be sent to the purchaser or transferee.

If you are a Depository Agent, you may accept the Offer via Electronic Acceptance. CDP has been authorised by the Offeror to receive Electronic Acceptances on its behalf and such Electronic Acceptances must be submitted **not later than 5.30 p.m. (Singapore time) on the Closing Date**. Electronic Acceptances submitted will be deemed irrevocable and subject to each of the terms and conditions contained in the FAA and this Offer Document as if the FAA had been completed and delivered to CDP.

1.2 Depositors whose Securities Accounts will be credited with Offer Shares. If you have purchased Offer Shares on the SGX-ST and such Offer Shares are in the process of being credited to the "Free Balance" of your Securities Account, you should also receive the Notification Letter together with a FAA. If you do not receive the FAA, you may obtain a copy of such FAA, upon production of satisfactory evidence that you are a Shareholder, from CDP by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services (asksgx@sgx.com). Electronic copies of the FAA may also be obtained on the website of the SGX-ST at https://www.sgx.com.

Acceptance. If you wish to accept the Offer in respect of such Offer Shares, you should, **AFTER** the "Free Balance" of your Securities Account has been credited with such number of Offer Shares purchased:

(a) complete and sign the FAA in accordance with Paragraph 1.1 of this **Appendix 2** and the instructions printed on the FAA; and

(b) submit the completed and signed FAA in its entirety (no part may be detached or otherwise mutilated):

(i) **by post**, in the pre-addressed envelope enclosed with the FAA at your own risk, to Helyon Pte. Ltd. c/o The Central Depository (Pte) Limited, Privy Box No. 920764, Singapore 929292; or

(ii) **in electronic form**, via SGX's Investor Portal at <investors.sgx.com> (in respect of individual and joint-alt account holders only). Depositors who are corporations or joint signatories 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,

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 FAA is delivered by post to the Offeror, please use the pre-addressed envelope which is enclosed with the FAA, which is **NOT** pre-paid for posting. It is your responsibility to affix adequate postage on the said envelope.

Rejection. If upon receipt by CDP, on behalf of the Offeror, of the FAA, it is established that such Offer Shares have not been or will not be, credited to the "Free Balance" of your Securities Account (as, for example, where you sell or have sold such Offer Shares), your acceptance is liable to be rejected. None of the Offeror or CDP accepts any responsibility or liability in relation to such a rejection, including the consequences thereof.

If you purchase Offer Shares on the SGX-ST on a date close to the Closing Date, your acceptance in respect of such Offer Shares is liable to be rejected if the "Free Balance" of your Securities Account is not credited with such Offer Shares by the Date of Receipt or by 5.30 p.m. (Singapore time) on the Closing Date (if the FAA is received by CDP on the Closing Date), unless Paragraph 1.1(a)(ii) read together with Paragraph 1.1(b) of this **Appendix 2** apply. If the Unsettled Buy Position does not settle by 5.30 p.m. on the Closing Date, your acceptance in respect of such Offer Shares will be rejected. None of the Offeror or CDP accepts any responsibility or liability in relation to such a rejection, including the consequences thereof.

1.3 **Depositors whose Securities Accounts are and will be credited with Offer Shares.** If you have Offer Shares credited to the "Free Balance" of your Securities Account, and have purchased additional Offer Shares on the SGX-ST which are in the process of being credited to the "Free Balance" of your Securities Account, you may accept the Offer in respect of the Offer Shares standing to the credit of the "Free Balance" of your Securities Account and may accept the Offer in respect of the additional Offer Shares purchased which are in the process of being credited to your Securities Account only **AFTER** the "Free Balance" of your Securities Account has been credited with such number of additional Offer Shares purchased. The provisions and instructions set out above shall apply in the same way to your acceptance of the Offer.

1.4 **FAAs received on Saturday, Sunday and public holidays.** Acceptances in the form of the FAA received by CDP on a Saturday, Sunday or public holiday in Singapore will only be processed and validated on the next Business Day. Except as expressly provided in this Offer Document and the Code, acceptances of the Offer shall be irrevocable.

1.5 **General.** No acknowledgement will be given by CDP for submissions of FAAs made. All communications, notices, documents and payments to be delivered or sent to you will be sent by ordinary post at your own risk to your address as it appears in the records of CDP. For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of Offer Shares credited to your Securities Account. You can verify such number of Offer Shares in your Securities Account: (i) through CDP Online if you have registered for the CDP Internet Access Service; or (ii) through the CDP Phone Service using SMS OTP, under the option "To check your securities balance".

1.6 **Blocked Balance.** Upon receipt of the FAA which is complete and valid in all respects, CDP will transfer the Offer Shares in respect of which you have accepted the Offer from the "Free Balance" of your Securities Account to the "Blocked Balance" of your Securities Account. Such Offer Shares will be held in the "Blocked Balance" until the consideration for such Offer Shares has been despatched to you.

1.7 **Notification Letter.** If you have accepted the Offer in accordance with the provisions contained in this **Appendix 2** and the FAA, CDP will send you a notification letter stating the number of Offer Shares debited from your Securities Account together with payment of the Offer Price in respect of such Offer Shares which will be credited directly into your designated bank account for Singapore Dollars via CDP's DCS on the payment date as soon as practicable and in any case within seven (7) Business Days of the Date of Receipt of such acceptances which are complete and valid and which are received by 5.30 p.m. (Singapore time) on the Closing Date.

In the event you are not subscribed to CDP's DCS, any monies to be paid shall be credited to your Cash Ledger and subject to the same terms and conditions as Cash Distributions under the CDP Operation of Securities Account with the Depository Terms and Conditions ("Cash Ledger" and "Cash Distribution" are as defined therein).

1.8 **No Securities Account**. If you do not have any existing Securities Account in your own name at the time of acceptance of the Offer, your acceptance as contained in the FAA will be rejected.

2. PROCEDURES FOR ACCEPTANCE OF THE OFFER BY HOLDERS OF OFFER SHARES IN SCRIP FORM

2.1 Shareholders whose Offer Shares are not deposited with CDP. If you hold Offer Shares which are not deposited with CDP ("**in scrip form**"), you should receive the Notification Letter together with the FAT. If you do not receive the FAT, you may obtain a copy of the FAT, upon production of satisfactory evidence that you are a Shareholder, from the Share Registrar, at its office located at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632. Electronic copies of the FAT may also be obtained on the website of the SGX-ST at https://www.sgx.com.

2.2 Acceptance. If you wish to accept the Offer, you should:

(a) complete page 1 of the FAT in accordance with the provisions and instructions in this Offer Document and the FAT (which provisions and instructions shall be deemed to form part of the terms and conditions of the Offer). In particular, you must state in **Part A** of the FAT, the number of Offer Shares in respect of which you wish to accept the Offer and state in **Part B** of the FAT, the share certificate number(s) of the relevant share certificate(s). If you:

(i) do not specify a number in **Part A** of the FAT; or

(ii) specify a number in **Part A** of the FAT which exceeds the number of Offer Shares represented by the attached share certificate(s) accompanying the FAT,

you shall be deemed to have accepted the Offer in respect of all the Shares represented by the share certificate(s) accompanying the FAT;

(b) sign the FAT in accordance with this **Appendix 2** and the instructions printed on the FAT; and

(c) deliver:

(i) the completed and signed FAT in its entirety (no part may be detached or otherwise mutilated);

(ii) the share certificate(s), other document(s) of title and/or other relevant document(s) required by the Offeror or the Share Registrar relating to the Offer Shares in respect of which you wish to accept the Offer. If you are recorded in the Register as holding Offer Shares but do not have the relevant share certificate(s) relating to such Offer Shares, you, at your own risk, are required to procure the Company to issue such share certificate(s) in accordance with the Constitution of the Company and then deliver such share certificate(s) in accordance with the procedures set out in this Offer Document and the FAT;

(iii) where such Offer Shares are not registered in your name, a transfer form, duly executed by the person in whose name such share certificate(s) is/are registered and stamped, with the particulars of transferee left blank (to be completed by the Offeror or a person authorised by it); and

(iv) any other relevant document(s),

either **by hand**, during normal business hours, to Helyon Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632 or **by post**, in the enclosed pre-addressed envelope, at your own risk, to Helyon Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632, **in either case so as to arrive not later than 5.30 p.m. (Singapore time) on the Closing Date**. If the completed and signed FAT is delivered by post to the Offeror, please use the enclosed pre-addressed envelope, which

is **NOT** pre-paid for posting. It is your responsibility to affix adequate postage on the said envelope. Proof of posting is not proof of receipt by the Offeror at the above address. Settlement of the Offer Price for such Offer Shares cannot be made until all relevant documents have been properly completed and delivered.

2.3 **No Acknowledgement of Receipt.** No acknowledgement of receipt of any FAT, share certificate(s), other document(s) of title, transfer form(s) and/or any other accompanying document(s) will be given by the Offeror or the Share Registrar.

2.4 **Risk of Posting.** All communications, certificates, notices, documents, payments and remittances to be delivered or sent to you (or your designated agent or, in the case of joint accepting Shareholders who have not designated any agent, to the one first-named in the Register, as the case may be) will be sent by ordinary post at your own risk to your address as it appears in the records of the Register (or for the purposes of payments only, to such different name and address as may be specified in the FAT) at your own risk.

2.5 **FATs received on Saturday, Sunday or Public Holiday.** Acceptances in the form of the FAT received by the Share Registrar, for and on behalf of the Offeror, on a Saturday, Sunday or public holiday in Singapore will only be processed and validated on the next Business Day.

3. GENERAL

3.1 **Disclaimer.** Each of the Offeror, CDP and/or the Share Registrar will be authorised and entitled, in its sole and absolute discretion, to reject or treat as valid any acceptance of the Offer through the FAA and/or the FAT, as the case may be, which is not entirely in order or which does not comply with the terms of this Offer Document and the relevant Acceptance Forms or which is not accompanied by the relevant share certificate(s), other document(s) of title and/or any other relevant document(s) required by the Offeror and/or the Share Registrar, or which is otherwise incomplete, incorrect, unsigned, signed but not in its originality, or invalid in any respect. If you wish to accept the Offer, it is your responsibility to ensure that the relevant Acceptance Forms are properly completed, executed and submitted in all respects and are submitted with original signature(s) (where applicable) and that all required documents (where applicable) are provided. Any decision to reject or treat as valid any acceptance will be final and binding and none of the Offeror (or, for the avoidance of doubt, any of the Offeror's related corporations), CDP or the Share Registrar accepts any responsibility or liability for such a decision, including the consequences of such a decision.

3.2 **Discretion.** The Offeror, CDP and/or the Share Registrar each reserves the right to treat acceptances of the Offer as valid if received by or on behalf of any of them at any place or places determined by them otherwise than as stated in this Offer Document or in the relevant Acceptance Forms, or if made otherwise than in accordance with the provisions of this Offer Document and in the relevant Acceptance Forms. Any decision to reject or treat as valid any acceptance will be final and binding and none of the Offeror (or, for the avoidance of doubt, any of the Offeror's related corporations), CDP or the Share Registrar accepts any responsibility or liability for such a decision, including the consequences of such a decision.

3.3 **Scrip and Scripless Offer Shares.** If you hold some Offer Shares in scrip form and others with CDP, you should complete a FAT for the former and a FAA for the latter in accordance with the respective procedures set out in this **Appendix 2** and the relevant Acceptance Forms if you wish to accept the Offer in respect of such Offer Shares.

3.4 **Deposit Time.** If you hold Offer Shares in scrip form, the Offer Shares may not be credited into your Securities Account with CDP in time for you to accept the Offer by way of the FAA if you were to deposit your share certificate(s) with CDP after the Despatch Date and ending on the Closing Date (both dates inclusive). If you wish to accept the Offer in respect of such Offer Shares held in scrip form, you should complete a FAT and follow the procedures set out in Paragraph 2 of this **Appendix 2** and the FAT.

3.5 Correspondences. All communications, certificates, notices, documents, payments and remittances to be delivered or sent to you (or, in the case of scrip holders, your designated agent or, in the case of accepting joint Shareholders who have not designated any agent, to the one first-named in the records of CDP or the Register, as the case may be) will be sent by ordinary post to your respective mailing addresses as they appear in the records of CDP or the Register, as the case may be, at the risk of the person(s) entitled thereto (or for the purposes of payments and remittances only, to such different name and addresses as may be specified by you in the FAA and/or FAT, as the case may be, at your own risk).

3.6 Evidence of Title. Delivery of the duly completed and signed FAA and/or FAT, as the case may be, together with the relevant share certificate(s) and/or other documents of title (where applicable) and/or any other relevant documents required by the Offeror, CDP and/or the Share Registrar, to the Offeror (or its nominee), CDP and/or the Share Registrar, as the case may be, in any manner permitted and as stated in the FAA and/or FAT, shall be conclusive evidence in favour of the Offeror (or its nominee), CDP and/or the Share Registrar, as the case may be, of the right and title of the person(s) signing it to deal with the same and with the Offer Shares to which it relates. The Offeror, CDP and/or the Share Registrar shall be entitled to assume the accuracy of any information and/or documents submitted together with any FAA and/or FAT, as the case may be, and shall not be required to verify or question the validity of the same.

3.7 Loss in Transmission. The Offeror, CDP and/or the Share Registrar, as the case may be, shall not be liable for any loss in transmission of the FAA and/or the FAT.

3.8 Risks and Delays in relation to Electronic Submission of the FAA. If you submit the FAA in electronic form, you accept the risk of defects or delays caused by failure or interruption of electronic systems, and you agree to hold the Offeror and/or CDP harmless against any losses directly or indirectly caused by such failure or interruption of electronic systems.

3.9 Acceptances Irrevocable. Your completion, execution and submission of the FAA and/or FAT shall constitute your irrevocable acceptance of the Offer, on the terms and subject to the conditions contained in this Offer Document and the FAA and/or the FAT, as the case may be. Except as expressly provided in this Offer Document and the Code, the acceptance of the Offer made by you using the FAA and/or the FAT, as the case may be, shall be irrevocable and any instructions or subsequent FAA(s) and/or FAT(s) received by CDP and/or the Share Registrar, as the case may be, after the FAA and/or the FAT, as the case may be, has been received shall be disregarded.

3.10 Personal Data Privacy. By completing and delivering a FAA and/or a FAT, you:

(a) consent to the collection, use and disclosure of your personal data by the Offeror, CDP, the Share Registrar, CPF Board, the SGX-ST and the Company (collectively, the "**Authorised Persons**") or any persons designated by the Authorised Persons in connection with the purpose of facilitating your acceptance of the Offer, and in order for the Authorised Persons to comply with any applicable laws, listing rules, regulations and/or guidelines;

(b) warrant that where you disclose the personal data of another person, such disclosure is in compliance with applicable laws, regulations and/or guidelines; and

(c) agree that you will indemnify the Authorised Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of your breach of such warranty.

3.11 Liability. You agree that none of the Offeror, CDP or the Share Registrar shall be liable for any action or omission in respect of the Acceptance Forms and/or any information and/or documents submitted therewith. You agree to indemnify, hold harmless and at their respective request defend the Offeror, CDP, the Share Registrar and their respective affiliates, directors, officers, employees and agents (collectively, the "**Indemnified Parties**") against (i) any claim, demand, action or proceeding made or initiated against, and/or (ii) all losses, damages, costs and expenses (including all legal costs and expenses) suffered or incurred by, any of the Indemnified Parties as a result of or in relation to this Offer Document, the Acceptance Forms and/or any information and/or documents submitted therewith.

APPENDIX 3 – ADDITIONAL INFORMATION ON THE OFFEROR

1. SOLE DIRECTOR

The name, address and description of the sole director of the Offeror as at the Latest Practicable Date are as follows:

Name	Address	Description
Mr Seah Kiat Seng	50 Raffles Place, #38-05A, Singapore Land Tower, Singapore 048623	Sole Director

2. PRINCIPAL ACTIVITIES AND SHARE CAPITAL

The Offeror is a company incorporated in Singapore on 14 April 2026, and is 80% owned by Weyms and 20% owned by Haciendas. The Offeror's primary business activity is in data centres.

As at the Latest Practicable Date:

(a) the Offeror has an issued and paid-up share capital of S$300,000 comprising 300,000 ordinary shares;

(b) the Offeror owns or controls an aggregate of 600,000,000 ordinary shares in the Company, representing approximately 63.68% of the total number of issued shares of the Company; and

(c) the Offeror's sole director does not own any Shares of the Company.

3. SUMMARY OF FINANCIAL PERFORMANCE

As the Offeror was recently incorporated on 14 April 2026, no audited financial statements of the Offeror have been prepared to date. As no audited or unaudited financial statements of the Offeror have been prepared as at the Latest Practicable Date, there are no significant accounting policies to be noted.

4. MATERIAL CHANGES IN FINANCIAL POSITION

As at the Latest Practicable Date, save as disclosed in this Offer Document, there has been no known material change in the financial position of the Offeror since its incorporation.

5. REGISTERED OFFICE

The registered office of the Offeror is at 50 Raffles Place, #38-05A, Singapore Land Tower, Singapore 048623.

1. SOLE DIRECTOR

The name, address and description of the sole director of Weyms as at the Latest Practicable Date are as follows:

Name	Address	Description
Mr Seah Kiat Seng	50 Raffles Place, #38-05A, Singapore Land Tower, Singapore 048623	Sole Director

2. PRINCIPAL ACTIVITIES AND SHARE CAPITAL

Weyms is a company incorporated in Singapore on 16 September 2026 and is 90% held by Mr Seah Kiat Seng and 10% held by his wife, Ms Tham Yoke Mei. Its primary business activity is that of an investment holding company.

As at the Latest Practicable Date:

(a) Weyms has an issued and paid-up share capital of S$300,000 comprising 300,000 ordinary shares; and

(b) Weyms and its directors do not own any Shares of the Company.

3. SUMMARY OF FINANCIAL PERFORMANCE

As Weyms was recently incorporated on 16 September 2026, no audited financial statements of Weyms have been prepared to date. As no audited or unaudited financial statements of Weyms have been prepared as at the Latest Practicable Date, there are no significant accounting policies to be noted.

4. MATERIAL CHANGES IN FINANCIAL POSITION

As at the Latest Practicable Date, save as disclosed in this Offer Document, there has been no known material change in the financial position of Weyms since its incorporation.

5. REGISTERED OFFICE

The registered office of Weyms is at 50 Raffles Place, #38-05A, Singapore Land Tower, Singapore 048623.

1. SOLE DIRECTOR

The name, address and description of the sole director of Haciendas as at the Latest Practicable Date are as follows:

Name	Address	Description
Mr Seah Kiat Seng	50 Raffles Place, #38-05A, Singapore Land Tower, Singapore 048623	Sole Director

2. PRINCIPAL ACTIVITIES AND SHARE CAPITAL

Haciendas is a company incorporated in Singapore on 31 March 2021. Its primary business activity is that of an investment holding company.

As at the Latest Practicable Date, Haciendas has an issued and paid-up share capital of S$682,834.20 comprising 484,973 ordinary shares.

As at the Latest Practicable Date, Haciendas and its directors do not own any Shares of the Company.

3. SUMMARY OF FINANCIAL PERFORMANCE

As Haciendas is an investment holding company which has not carried on any operating business since its incorporation, no audited financial statements of Haciendas have been prepared since the date of its incorporation as at the Latest Practicable Date.

3.1 Income Statement of Haciendas

A summary of the consolidated unaudited statements of profit and loss and other comprehensive income for the financial years ended 31 December 2023, 31 December 2024 and 31 December 2025 is set out below:

Figures in S$	FY2025	FY2024 (Restated)	FY2023 (Restated)
Revenue	20,155	–	–
Cost of sales	(12,357)	–	–
Other income	13,616	523	12,388
Operating expenses	(351,264)	(200,784)	(26,650)
Other losses	(292,862)	(2,054,210)	(3,266,866)
Loss before income tax	(622,712)	(2,254,471)	(3,281,128)
Income tax expense	–	–	–
Loss for the financial year	(622,712)	(2,254,471)	(3,281,128)
Other comprehensive income:			
Currency translation differences arising from foreign operations	45,281	649	(160,061)
Total comprehensive income/(loss) for year	(577,431)	(2,253,822)	(3,441,189)
Total comprehensive loss attributable to:			
Equity holders of the Company	(426,293)	(1,945,844)	(3,390,458)
Non-controlling interest	(151,138)	(307,978)	(50,731)
	(577,431)	(2,253,822)	(3,441,189)

3.2 Balance Sheet of Haciendas

A summary of the consolidated unaudited statements of financial position as at 31 December 2023, 31 December 2024 and 31 December 2025 is set out below. The summary is extracted from, and should be read in conjunction with, the consolidated unaudited financial statements of Haciendas for the financial years ended 31 December 2023, 31 December 2024 and 31 December 2025.

	GROUP			COMPANY		
Figures in S$	FY2025	FY2024 (Restated)	FY2023 (Restated)	FY2025	FY2024	FY2023
ASSETS						
Non-current assets						
Property, plant and equipment	265,962	369,922	–	–	–	–
Investment in a subsidiary	–	–	–	508,391	508,391	508,391
Other investment	–	1,471	–	–	–	–
Other receivables, non-current	–	–	1,486,255	–	–	–
	265,962	**371,393**	**1,486,255**	**508,391**	**508,391**	**508,391**
Current assets						
Other receivables	440,426	221,510	158,726	896,001	933,149	–
Cash and cash equivalents	4,268	372,639	19,873	90	407	–
	444,694	**594,149**	**178,599**	**896,091**	**933,556**	**–**
Total assets	**710,656**	**965,542**	**1,664,854**	**1,404,482**	**1,441,947**	**508,391**
EQUITY AND LIABILITIES						
Equity attributable to owners:						
Share capital	4	4	2	4	4	2
Retained earnings/(Accumulated losses)	(5,801,547)	(5,329,973)	(3,383,480)	(56,530)	(48,589)	6,475
Translation reserve	(366,352)	(411,633)	(412,282)	–	–	–
	(6,167,895)	**(5,741,602)**	**(3,795,760)**	**(56,526)**	**(48,585)**	**6,477**
Non-controlling interest	4,466,887	4,618,025	4,925,922	–	–	–
Total equity	**(1,701,008)**	**(1,123,577)**	**1,130,162**	**(56,526)**	**(48,585)**	**6,477**
Current liabilities						
Other payables	2,411,664	2,089,119	534,692	1,461,008	1,490,532	501,914
	2,411,664	**2,089,119**	**534,692**	**1,461,008**	**1,490,532**	**501,914**
Total liabilities	**2,411,664**	**2,089,119**	**534,692**	**1,461,008**	**1,490,532**	**501,914**
Total equity and liabilities	**710,656**	**965,542**	**1,664,854**	**1,404,482**	**1,441,947**	**508,391**

4. MATERIAL CHANGES IN FINANCIAL POSITION

As at the Latest Practicable Date, save as disclosed in this Offer Document, there has not been, to the knowledge of the Offeror, any known material change in the unaudited financial position of Haciendas since 31 December 2025, being the date of the last unaudited financial statements of Haciendas, other than the increase in share capital of S$682,830 in FY2026 year to date.

5. SIGNIFICANT ACCOUNTING POLICIES

The unaudited financial statements of Haciendas for FY2023, FY2024 and FY2025 have been prepared in accordance with the Singapore Financial Reporting Standards. The significant accounting policies of Haciendas are set out in Note 2 to the unaudited financial statements of Haciendas for FY2025, a copy of which is available for inspection.

6. CHANGES IN ACCOUNTING POLICIES

As at the Latest Practicable Date, there has been no change in the accounting policies of Haciendas which will cause the figures set out in Paragraph 3 of this **Appendix 5** to be not comparable to a material extent.

7. REGISTERED OFFICE

The registered office of Haciendas is at 50 Raffles Place, #38-05A, Singapore Land Tower, Singapore 048623.

1. DIRECTORS

Based on publicly available information, the names, addresses and designations of the directors of the Company as at the Latest Practicable Date are as follows:

Name	Address	Description
Mr Li Mingyang	17800 Castleton St Suite 338, City of Industry Ca 91748, United States of America	Chairman of the Board, Executive Director and Chief Business Development Officer
Mr Chan Mang Ghoon	70 Elias Road #07-20, Oasis @ Elias Singapore 519943	Executive Director and Chief Financial Officer
Mr Tang Chun Meng	5 Mount Emily Road #07-01, Parc Emily Singapore 228490	Non-Executive and Lead Independent Director
Mr Ho Shian Ching	911 Lorong 1 Toa Payoh #12-04, Oleander Towers Singapore 319771	Non-Executive and Independent Director

2. PRINCIPAL ACTIVITIES AND SHARE CAPITAL

The Company is incorporated in Singapore and listed on the Mainboard of the SGX-ST. The principal activities of the Company are the provision of management services and investment holding. The principal activities of the Company and its subsidiaries comprise (i) sustainable development projects, with a focus on consulting and management in relation to the refurbishment of old estates, and (ii) hotel management and consultancy.

As at the Latest Practicable Date, based on publicly available information and/or latest information available to the Offeror (where relevant), the Company has an issued and paid-up share capital of S$36,715,634.33 comprising 942,259,462 Shares and the Company does not hold any treasury shares.

3. MATERIAL CHANGES IN FINANCIAL POSITION

As at the Latest Practicable Date, save as disclosed in this Offer Document and save for the information on the Group which is publicly available (including, without limitation, the announcements released by the Company on the SGX-ST), there has not been, within the knowledge of the Offeror, any material change in the financial position or prospects of the Group since 31 December 2025, being the date of the last audited balance sheet of the Company laid before Shareholders in general meeting.

4. REGISTERED OFFICE

The registered office of the Company is at 16 Raffles Quay, #17-03, Hong Leong Building, Singapore 048581.

For more information on the Company, please refer to information available on the website of the SGX-ST at https://www.sgx.com.

1. Interest in Shares

As at the Latest Practicable Date, and based on responses to enquiries that the Offeror has made, the interests in the Shares held by the Offeror and its Concert Parties are set out below:

Name	Direct Interest		Deemed Interest	
	No. of Shares	%[1][2]	No. of Shares	%[1][2]
Helyon Pte. Ltd.	600,000,000	63.68%	–	–
Haciendas Management Pte. Ltd.[3]	–	–	600,000,000	63.68%
Weyms Pte. Ltd.[4]	–	–	600,000,000	63.68%
Mr Seah Kiat Seng[4]	–	–	600,000,000	63.68%

Notes:

(1) The shareholding percentages are computed based on 942,259,462 issued Shares as at the Latest Practicable Date.

(2) Percentage figures have been rounded to the nearest two (2) decimal places.

(3) As Haciendas has a shareholding interest of 20% in Helyon, Haciendas is deemed interested in the Shares held by Helyon by virtue of Section 4 of the SFA.

(4) Each of Weyms and Mr Seah has a controlling interest in Helyon and is deemed interested in the Shares in the Company held by Helyon.

2. Dealings in Company Securities during the Reference Period

As at the Latest Practicable Date, based on information available to the Offeror, the details of the dealings in Company Securities by the Offeror and its Concert Parties during the Reference Period are set out below:

Name	Date	No. of Shares Acquired[2]	No. of Shares Sold	Transaction Price per Share (S$)
Helyon Pte. Ltd.	14 October 2026	600,000,000	–	0.016[1]

Notes:

(1) This transaction relates to the Subscription and the transaction price per Share is derived based on the subscription price of S$0.016 per Subscription Share.

(2) Besides the Subscription Shares, the Offeror also subscribed for an aggregate of 360,000,000 free, non-listed and non-transferable warrants, each warrant carrying the right to subscribe for one (1) new Share at an exercise price of S$0.020 for each new Share as part of the Subscription during the Reference Period.

1. DISCLOSURE OF INTERESTS

1.1 **No Indemnity Arrangements.** To the best knowledge of the sole director of the Offeror as at the Latest Practicable Date, save for the Irrevocable Undertakings and the Subscription, neither the Offeror nor any of its Concert Parties has entered into any arrangement with any person of the kind referred to in Note 7 on Rule 12 of the Code, including indemnity or option arrangements, and any agreement or understanding, formal or informal, of whatever nature, relating to the Company Securities which may be an inducement to deal or refrain from dealing in the Company Securities.

1.2 **No Agreement having any Connection with or Dependence upon the Offer.** As at the Latest Practicable Date, save for the Irrevocable Undertakings, or as otherwise disclosed in this Offer Document, there is no agreement, arrangement or understanding between (i) the Offeror or any of its Concert Parties and (ii) any of the present or recent directors of the Company or any of the present or recent Shareholders having any connection with or dependence upon the Offer.

1.3 **Transfer of Offer Shares.** As at the Latest Practicable Date, save as otherwise disclosed in this Offer Document, there is no agreement, arrangement or understanding whereby any of the Offer Shares acquired pursuant to the Offer will or may be transferred to any other person.

1.4 **No Payment or Benefit to Directors of the Company.** As at the Latest Practicable Date, no payment or other benefit will be made or given to any director of the Company or of any corporation which is by virtue of Section 6 of the Companies Act deemed to be related to the Company, as compensation for loss of office or otherwise in connection with the Offer.

1.5 **No Agreement Conditional upon the Outcome of the Offer.** As at the Latest Practicable Date, save for the Irrevocable Undertakings or as otherwise disclosed in this Offer Document, there is no agreement, arrangement or understanding between (i) the Offeror and (ii) any of the directors of the Company or any other person in connection with or conditional upon the outcome of the Offer or is otherwise connected with the Offer.

1.6 **Transfer Restrictions.** There is no restriction in the Constitution of the Company on the right to transfer any Offer Shares, which has the effect of requiring the holders of such Offer Shares before transferring them, to offer them for purchase by members of the Company or any other person.

1.7 **Directors' Service Contracts.** As at the Latest Practicable Date, there is no agreement, arrangement or understanding between the Offeror or any of its Concert Parties and the sole director of the Offeror, whereby the emoluments received by the sole director of the Offeror will be affected as a consequence of the Offer or any other associated relevant transaction.

1.8 **No Material Change in Information.** Save as disclosed in this Offer Document, as far as the Offeror is aware, there has been no material change in any information previously published by or on behalf of the Offeror during the period commencing from the Pre-Conditional Offer Announcement Date and ending on the Latest Practicable Date.

2. GENERAL

2.1 **Costs and Expenses.** All costs and expenses of or incidental to the preparation and circulation of this Offer Document, the Acceptance Forms and the Notification Letter (other than professional fees and other costs relating to the Offer or any revision thereof incurred or to be incurred by the Company relating to the Offer) and stamp duty and transfer fees resulting from acceptances of the Offer will be paid by the Offeror.

2.2 **Legal Adviser's Consent.** Icon Law LLC, as legal adviser to the Offeror in connection with the Offer, has given and has not withdrawn its written consent to the issue of this Offer Document with the inclusion herein of its name and all references thereto in the form and context in which it appears in this Offer Document.

2.3 **Share Registrar's Consent.** Boardroom Corporate & Advisory Services Pte. Ltd., as the share registrar of the Company, has given and has not withdrawn its written consent to the issue of this Offer Document with the inclusion herein of its name and all references thereto in the form and context in which it appears in this Offer Document.

3. MARKET QUOTATIONS

3.1 Closing Prices

The following table sets out the closing prices of the Shares on the SGX-ST (as reported by Bloomberg L.P.) on (i) 26 October 2026, being the Latest Practicable Date, (ii) 13 April 2026, being the Last Trading Day and (iii) the last Market Day on which Shares were traded for each of the six calendar months preceding the Pre-Conditional Offer Announcement Date:

Month/Date	Closing Price (S$)[1]
26 October 2026, being the Latest Practicable Date	0.017
13 April 2026, being the Last Trading Day	0.020
31 March 2026	0.019
26 February 2026	0.025
19 January 2026	0.030
31 December 2025	0.040
28 November 2025	0.030
31 October 2025	0.026

Note:

(1) Based on data extracted from Bloomberg L.P. on 26 October 2026, being the Latest Practicable Date. Figures are rounded to the nearest three (3) decimal places.

3.2 Highest and Lowest Closing Prices

The highest and lowest closing prices of the Shares on the SGX-ST (as reported by Bloomberg L.P.) during the period commencing six (6) calendar months prior to the Pre-Conditional Offer Announcement Date and ending on the Latest Practicable Date, and their respective dates transacted are as follows:

	Closing Price (S$)[1]	Date(s) transacted
Highest closing price	0.052	11 May 2026
Lowest closing price	0.015	22 October 2026

Note:

(1) Rounded to the nearest three (3) decimal places.

4. DOCUMENTS FOR INSPECTION

Copies of the following documents may be inspected at the office of the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632 during normal business hours, while the Offer remains open for acceptance:

(a) the Pre-Conditional Offer Announcement;

(b) the Offer Announcement;

(c) the constitutional documents of each of the Offeror, Weyms and Haciendas;

(d) the unaudited financial statements of Haciendas for FY2023, FY2024 and FY2025;

(e) the Irrevocable Undertakings referred to in Section 5 (Irrevocable Undertakings Not to Accept the Offer) of the Letter to Shareholders in this Offer Document; and

(f) the letters of consent of Icon Law LLC and the Share Registrar referred to in Paragraphs 2.2 and 2.3 of this **Appendix 8** to this Offer Document.