

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

MANDATORY UNCONDITIONAL CASH OFFER

1. Mandatory unconditional cash offer

The Board of Directors (the "**Board**") of No Signboard Holdings Ltd. (the "**Company**") wishes to inform shareholders of the Company ("**Shareholders**") that Gazelle Ventures Pte. Ltd. ("**Offeror**", and, together with its concert parties the "**Offeror Concert Party Group**") has on 28 March 2024 made an announcement (the "**Offer Announcement**") that the Offeror intends to make a mandatory unconditional cash offer (the "**Offer**") in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers (the "**Code**") to acquire all the issued and paid-up ordinary shares in the capital of the Company excluding treasury shares and shares already owned, controlled or agreed to be acquired by the Offeror Concert Party Group.

2. Further details of the Offer

Further details of the Offer are set out in the Offer Announcement, which is available on the website of the Singapore Exchange Securities Trading Limited at <http://www.sgx.com>.

Shareholders are advised to refer to and carefully review the full text of the Offer Announcement as it contains important information, including information on the Offeror, the Offeror Concert Party Group, the Offer, the rationale for the Offer, and the Offeror's intentions for the Company.

3. Offer Document

According to the Offer Announcement, the offer document, setting out the full terms and conditions of the Offer and enclosing the relevant form(s) of acceptance (the "**Offer Document**") will be despatched to Shareholders not earlier than 14 days and not later than 21 days from the date of the Offer Announcement.

4. Appointment of Independent Financial Adviser

The Board will, in connection with the Offer, appoint an independent financial adviser ("**IFA**") to advise the directors of the Company who are considered to be independent for the purpose of making a recommendation to Shareholders in respect of the Offer ("**Recommending Directors**"). An announcement relating to the appointment of the IFA will be made by the Company in due course.

5. Offeree Circular

A circular (the "**Offeree Circular**") containing, *inter alia*, the advice of the IFA and the recommendation of the Recommending Directors in respect of the Offer will be sent to Shareholders within 14 days from the date of despatch of the Offer Document to be issued by the Offeror.

In the meantime, Shareholders are advised to exercise caution when dealing in their shares or otherwise refrain from taking any action in respect of their shares which may be prejudicial to

their interests, until they or their professional advisers have considered the information and the recommendations of the Recommending Directors, as well as the advice of the IFA set out in the Offeree Circular to be issued by the Company in due course.

Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

6. Responsibility statement

The directors of the Company (including any who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement (other than those relating to the Offeror and the Offer) are fair and accurate and that there are no material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement), the sole responsibility of the directors of the Company has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Lo Kim Seng
Lead Independent Director
28 March 2024

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

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