

**VOLUNTARY UNCONDITIONAL GENERAL OFFER BY PRIMEPARTNERS CORPORATE
FINANCE PTE. LTD. FOR AND ON BEHALF OF PEAKBAYOU LTD.**

LOSS OF FREE FLOAT AND EXTENSION OF OFFER CLOSING DATE

1. INTRODUCTION

The Board of Directors (the “**Board**”) of AMOS Group Limited (the “**Company**”) refers to:

- (a) the announcement (the “**Offer Announcement**”) dated 25 September 2024 released by PrimePartners Corporate Finance Pte. Ltd. (“**PPCF**”) for and on behalf of PeakBayou Ltd. (the “**Offeror**”), in relation to the voluntary unconditional general offer (the “**Offer**”) by the Offeror for all the issued ordinary shares (the “**Shares**”) in the capital of the Company, including Shares owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers (the “**Code**”);
- (b) the announcement dated 26 September 2024 made by the Company in response to the Offer Announcement;
- (c) the announcement dated 2 October 2024 made by the Company in relation to the appointment of SAC Capital Private Limited as independent financial adviser (the “**IFA**”) to advise the directors of the Company (the “**Directors**”) who are considered independent for the purposes of the Offer (the “**Independent Directors**”);
- (d) the offer document dated 10 October 2024 (the “**Offer Document**”) and related documents in connection with the Offer issued by PPCF for and on behalf of the Offeror;
- (e) the announcement dated 10 October 2024 issued by PPCF, for and on behalf of the Offeror, in relation to the electronic despatch of the Offer Document and the despatch of the notification containing instructions on the electronic retrieval of the Offer Document by ordinary post to the shareholders of the Company (the “**Shareholders**”);
- (f) the offeree circular dated 24 October 2024 (the “**Offeree Circular**”) issued by the Board to the Shareholders, containing *inter alia* the advice of the IFA and the recommendations of the Independent Directors in respect of the Offer in accordance with the Code; and
- (g) the announcement dated 5 November 2024 released by PPCF for and on behalf of the Offeror, in relation to the loss of free float, extension of Offer closing date and level of acceptances of Offer (“**Offeror Loss of Free Float and Extension of Offer Closing Date Announcement**”),

collectively, the “**Previous Announcements**”.

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

2. LOSS OF FREE FLOAT AND SUSPENSION IN TRADING

- 2.1 As stated in the Offeror Loss of Free Float and Extension of Offer Closing Date Announcement, as at 5 November 2024, the Offeror and parties acting or deemed to be acting in concert with it, owned, controlled or have agreed to acquire (including by way of valid acceptances of the Offer) an aggregate of 189,707,645 Shares, representing approximately 91.06% of the total number of issued Shares.
- 2.2 Rule 723 of the Mainboard Rules requires the Company to ensure that at least 10% of the total number of issued Shares (excluding any Shares held in treasury) are held by the public at all times (“**Free Float Requirement**”).
- 2.3 In accordance with Rule 724(1) of the Listing Manual, the Company wishes to announce that:
- (a) the Offeror has received valid acceptances pursuant to the Offer that brings the Shares owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting with it to approximately 91.06% of the total number of issued Shares; and
 - (b) the percentage of Shares held by the public as at 5 November 2024 is therefore less than the requisite 10% under the Free Float Requirement.
- 2.4 Rule 1105 of the Listing Manual provides that upon announcement by the Offeror that acceptances have been received that brings the Shares owned by the Offeror and parties acting or deemed to be acting in concert with it, to above 90% of the total number of issued Shares (excluding Shares held in treasury), the SGX-ST may suspend the trading of the Shares in the Ready and Unit Share markets until it is satisfied that at least 10% of the total number of Shares (excluding any shares held in treasury) are held by at least 500 Shareholders who are members of the public.
- 2.5 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 any Shares held in treasury), thus causing the percentage of the total number of Shares (excluding any Shares held in treasury) held in public hands to fall below 10%, the SGX-ST will suspend trading of the Shares only at the close of the Offer.
- 2.6 Given the foregoing, the Directors wish to announce that, based on the information in the Offeror Loss of Free Float and Extension of Offer Closing Date Announcement, the percentage of Shares held by the public as at 5 November 2024 is approximately 8.94% and is therefore less than the requisite 10% under the Free Float Requirement. Accordingly, trading of the Shares will be suspended at the close of the Offer pursuant to Rule 1303(1) of the Listing Manual.**
- 2.7 The Offeror has stated in Section 11.3 of the Offer Document that the Offeror intends to seek a delisting of the Company if the Free Float Requirement is not met. Accordingly, the Offeror, if so entitled, intends to exercise its rights of compulsory acquisition under Section 215(1) of the Companies Act 1967 and does not intend to support any action or take any steps to maintain the listing status of the Company in the event the Free Float Requirement is not met and the trading of the Shares in the SGX-ST is suspended pursuant to Rule 724, 1105 or 1303(1) of the Listing Manual.**

3. EXTENSION OF OFFER CLOSING DATE

- 3.1 As stated in the Offeror Loss of Free Float and Extension of Offer Closing Date Announcement, the closing date of the Offer is extended from 5:30 p.m. (Singapore time) on 7 November 2024 to **5:30 p.m. (Singapore time) on 21 November 2024** or such later date(s) as may be announced from time to time by or on behalf of the Offeror.

- 3.2 Shareholders who wish to accept the Offer but have not done so should refer to the procedures for acceptance of the Offer set out in paragraph 3 of the Offeror Loss of Free Float and Extension of Offer Closing Date Announcement.

4. DIRECTORS' RESPONSIBILITY STATEMENT

- 4.1 The Directors (including those who have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care and made all reasonable inquiries to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and have been arrived at after due and careful consideration and that no material facts have been omitted from this announcement (the omission of which would make any statement in this announcement misleading), and they jointly and severally accept responsibility accordingly.
- 4.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offeror Loss of Free Float and Extension of Offer Closing Date Announcement and any other announcements made by or on behalf of the Offeror), the sole responsibility of the Directors of the Company has been to ensure through reasonable enquiries that such information is accurately and correctly extracted from such sources and/or reflected or reproduced in this announcement in its proper form and context.
- 4.3 The Directors jointly and severally accept full responsibility accordingly.

BY ORDER OF THE BOARD

David Wood Hudson
Lead Non-Executive Independent Director

6 November 2024