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MANDATORY UNCONDITIONAL GENERAL OFFER

by



(Incorporated in Singapore)
(Company Registration No.: 196800306E)

for and on behalf of

SOAR R2M PTE. LTD.

(Incorporated in Singapore)
(Company Registration No.: 202412432M)

to acquire all of the issued ordinary shares
in the capital of

EU YAN SANG INTERNATIONAL LTD

(Incorporated in Singapore)
(Company Registration No.: 199302179H)

other than those already owned, controlled or agreed to be acquired by
SOAR R2M PTE. LTD.

EXERCISE OF RIGHT OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT 1967

1. INTRODUCTION

1.1 DBS Bank Ltd. ("**DBS**") refers to:

- 1.1.1 the announcements dated 4 April 2024 and 22 May 2024 released by DBS, for and on behalf of Soar R2M Pte. Ltd. (the "**Offeror**"), in relation to, *inter alia*, the mandatory unconditional general offer (the "**Offer**") for all the issued ordinary shares in the capital of Eu Yan Sang International Ltd (the "**Company**", and such shares, the "**Shares**"), other than those already owned, controlled or agreed to be acquired by the Offeror and any person acting in concert with it (the "**Offer Shares**");

- 1.1.2 the formal offer document dated 10 June 2024 (the “**Offer Document**”) containing the terms and conditions of the Offer, which was despatched to the shareholders of the Company (the “**Shareholders**”) on 10 June 2024;
- 1.1.3 the announcement dated 5 July 2024 released by DBS, for and on behalf of the Offeror, in relation to, *inter alia*, the extension of the Closing Date;
- 1.1.4 the announcement dated 10 July 2024 released by DBS, for and on behalf of the Offeror, in relation to, *inter alia*, the Offeror’s entitlement and intention to exercise its right of compulsory acquisition under Section 215(1) of the Companies Act 1967 (the “**Companies Act**”) and the Final Closing Date; and
- 1.1.5 the announcement dated 24 July 2024 released by DBS, for and on behalf of the Offeror, in relation to, *inter alia*, the close of the Offer and the despatch of notices relating to the compulsory acquisition under Section 215(1) and Section 215(3) of the Companies Act.

Electronic copies of the foregoing are available on the corporate website of the Company at <https://www.euyansang.com.sg/en/newsroom/eyscorporate27.html>.

- 1.2 All capitalised terms used and not defined in this Announcement shall have the same meanings given to them in the Offer Document.

2. **EXERCISE OF RIGHT OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT**

- 2.1 **Exercise of Right of Compulsory Acquisition.** DBS wishes to announce, for and on behalf of the Offeror, that the Offeror has, today, exercised its right of compulsory acquisition under Section 215(1) of the Companies Act to compulsorily acquire all the Shares of the Shareholders who have not accepted the Offer as at the close of the Offer (the “**Dissenting Shareholders**”) on the same terms as those offered under the Offer (the “**Compulsory Acquisition**”).
- 2.2 **Registration of Transfer.** Upon the payment of the aggregate Offer Price of S\$1.8184 (in cash) for each Share held by the Dissenting Shareholders (the “**Offer Consideration**”) to the Company by the Offeror, the Company will cause to be transferred to the Offeror all such Shares held by the Dissenting Shareholders and register the Offeror as the holder of all those Shares as soon as practicable. The aggregate Offer Consideration will be credited by the Company into a separate bank account and held by the Company on trust for the Dissenting Shareholders and paid to the Dissenting Shareholders in accordance with paragraph 2.3 below.
- 2.3 **Settlement.** Subject to and in accordance with the provisions of Section 215(1) of the Companies Act and the terms set out in the Form 57, Boardroom Corporate & Advisory Services Pte. Ltd. (the “**Registrar**”) will, on the Offeror’s behalf, despatch Singapore Dollar crossed cheques for the aggregate Offer Consideration payable in respect of such Shares to such Dissenting Shareholders by ordinary post, at the risk of such Dissenting Shareholders, to their address as appearing in the register of members of the Company, as maintained by the Registrar, as soon as practicable after the date of this Announcement.

3. RESPONSIBILITY STATEMENTS

- 3.1 Offeror.** The directors of the Offeror (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to the Company), the sole responsibility of the directors of the Offeror has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

- 3.2 Rohto.** The directors of Rohto (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to the Company), the sole responsibility of the directors of Rohto has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

Issued by
DBS BANK LTD.

For and on behalf of
SOAR R2M PTE. LTD.

26 August 2024

Any enquiries relating to this Announcement or the Offer should be directed during office hours to DBS Bank Ltd. at telephone number +65 6878 4649.

Forward-Looking Statements

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “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. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those

described in such forward-looking statements. Shareholders and other investors of the Company should not place undue reliance on such forward-looking statements. The Offeror does not guarantee any future performance or event or undertake any obligation to update publicly or revise any forward-looking statements.