

# MANDATORY UNCONDITIONAL GENERAL OFFER

by



**DBS Bank Ltd.**

(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.**

## DEALINGS DISCLOSURE

### 1. INTRODUCTION

DBS Bank Ltd. ("**DBS**") refers to the announcement (the "**Offer Announcement**") dated 22 May 2024 released by DBS, for and on behalf of Soar R2M Pte. Ltd. (the "**Offeror**") in relation to the Offeror's mandatory general offer for Eu Yan Sang International Ltd (the "**Company**"). Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Announcement.

As stated at paragraph 10 of the Offer Announcement, DBS is the financial adviser to the Company in respect of the Offer.

### 2. CONDITIONAL SALE AND PURCHASE AGREEMENT

As disclosed in the Offer Announcement, the Offeror had agreed to acquire 381,922,612 Shares representing approximately 85.9 per cent. of the Shares from Righteous Crane Holding Pte. Ltd., at S\$1.8184 per Offer Share in cash, pursuant to the SPA.

The Offeror wishes to announce that the SPA Completion has taken place on 3 June 2024.

### 3. DISCLOSURE OF DEALINGS

Pursuant to Rule 12.1 of the Singapore Code on Take-overs and Mergers, DBS wishes to announce, for and on behalf of the Offeror that the following dealing in Shares were made by the Offeror on 3 June 2024 pursuant to the SPA Completion:

(a)	Total number of Shares acquired	381,922,612
(b)	Approximate percentage of issued share capital of the Company constituted by the total number of Shares acquired	85.9 per cent.
(c)	Price paid per Share (excluding brokerage commission, clearing fees, stamp duties and goods and services tax)	S\$1.8184
(d)	Resultant total number of Shares owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with it after the dealing	381,922,612
(e)	Resultant total approximate percentage of Shares owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with it after the dealing	85.9 per cent.

### 4. RESPONSIBILITY STATEMENTS

- 4.1 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.

- 4.2 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.**

3 June 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.*