

# STARBURST HOLDINGS LIMITED

(Company Registration No. 201329079E)  
(Incorporated in the Republic of Singapore)

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## NOTICE TO SHAREHOLDERS REGARDING ELECTRONIC DISSEMINATION OF OFFEREE BOARD CIRCULAR

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### Board of Directors:

Mr Edward Lim Chin Wah (*Chairman and Executive Director*)  
Mr Yap Tin Foo (*Managing and Executive Director*)  
Mr Martin Muller (*Non-Executive Director*)  
Mr Lai Keng Wei (*Lead Independent Director*)  
Mr Gopal Perumal (*Independent Director*)  
Mr Tan Teng Wee (*Independent Director*)

### Registered Office:

6 Tuas View Circuit  
Singapore 637599

7 February 2022

To: The Shareholders of Starburst Holdings Limited

Dear Sir/Madam,

1. The board of directors (the “**Board**”) of Starburst Holdings Limited (the “**Company**”) refers to:
  - (a) the announcement dated 10 November 2021 made by Phillip Securities Pte Ltd (“**Phillip Securities**”) for and on behalf of Nordic Flow Control Pte. Ltd. (the “**Offeror**”) relating to a voluntary conditional offer (the “**Offer**”) by the Offeror for all the issued and paid-up ordinary shares (the “**Shares**”) (excluding any Shares held in treasury) in the capital of the Company, other than those already owned, controlled or agreed to be acquired by the Offeror and the parties acting in concert with it as at the date of the Offer (“**Offer Announcement**”);
  - (b) the announcement dated 10 November 2021 made by the Company in response to the Offer Announcement;
  - (c) the announcement dated 7 January 2022 made by Phillip Securities, for and on behalf of the Offeror, relating to the satisfaction of the pre-condition stated in the Offer Announcement and the Offeror’s firm intention to make the Offer (the “**Formal Offer Announcement**”);
  - (d) the announcement issued on 10 January 2022 made by the Company in response to the Formal Offer Announcement and in relation to the appointment of RHT Capital Pte. Ltd. as the 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 (“**Independent Directors**”);
  - (e) the offer document dated 24 January 2022 issued by Phillip Securities, for and on behalf of the Offeror setting out the full terms and conditions of the Offer (“**Offer Document**”);
  - (f) the announcement issued on 24 January 2022 by the Company in response to the dissemination of the Offer Document;
  - (g) the announcement issued on 24 January 2022 made by Phillip Securities, for and on behalf of the Offeror, that the Offer has become unconditional as to acceptances and declared unconditional in all respects (“**Unconditional Announcements**”);

- (h) the news release by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) on 6 May 2020 announcing that the Monetary Authority of Singapore (“**MAS**”), the Securities Industry Council (“**SIC**”) and the Singapore Exchange Regulation (“**SGX RegCo**”) have introduced temporary measures to allow, with immediate effect until 30 September 2020, listed issuers and parties involved in takeover or merger transactions the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites, thereby dispensing with the need to despatch hardcopy documents related to such take-over or merger transactions as required under the Securities and Futures Act (Cap 289), the Code and the Singapore Exchange Listing Rules; and
- (i) the joint statement by the MAS, SIC and SGX RegCo on 29 June 2021 announcing that listed issuers and parties involved in take-over or merger transactions will continue to have the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites beyond 30 June 2021, until revoked or amended by MAS, SIC and SGX RegCo. It was announced that at least six (6) months’ advance notice will be given before the temporary measure ceases to be available.

Unless otherwise defined, all capitalised terms used herein shall have the meanings ascribed in the Offeree Circular (as defined herein).

2. The Company has today issued the offeree board circular dated 7 February 2022 (the “**Offeree Circular**”) to the Shareholders. The Offeree Circular contains, *inter alia*, the following information:
  - (a) the advice of the IFA to the Independent Directors; and
  - (b) the recommendation of the Independent Directors to Shareholders in respect of the Offer.
3. **The Company has opted for electronic dissemination of the Offeree Circular. Please note that no printed copies of the Offeree Circular will be despatched to Shareholders.**
4. The Offeree Circular has, as of the date of this Notice, been made available on the SGXNET announcement page of the Company. To access the electronic version of the Offeree Circular, please access the SGXST’s website at <https://www.sgx.com/> and select the section “**Securities**”, choose “**Company Information**” and then “**Company Announcements**” from the drop-down menu list and type the name of the Company: “Starburst Holdings Limited” in the box titled “Filter by Company/Security Name”. “Starburst Holdings Limited” will appear as an item below the filter box. Please click it to see a list of the announcements made by the Company and select the title of the announcement on the 7 February 2022 entry. The Offeree Circular can be accessed by clicking on the link under the section titled “Attachments” at the bottom of the 7 February 2022 announcement.

Alternatively, the Offeree Circular is available on the Company’s website <https://www.starburst.net.sg/>, by clicking on “INVESTOR RELATIONS” and selecting “ANNOUNCEMENTS” from the drop-down menu list.

5. Should shareholders have any question or require any clarification on the above, you may write to the Company at: 6 Tuas View Circuit Singapore 637599, or email us at [mail@starburst.net.sg](mailto:mail@starburst.net.sg).
6. The Company has also today despatched a printed copy of this Notice to Shareholders.
7. Shareholders should read and carefully consider the contents of the Offeree Circular, including the advice of the IFA to the Independent Directors as well as the recommendation of the Independent Directors in respect of the Offer before deciding whether to accept or reject the Offer. If you are in any doubt in relation to the Offer or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

8. **Closing Date**

Shareholders should note that as stated in the Unconditional Announcements, the Offer will close at 5.30 p.m. (Singapore time) on 7 March 2022 or such later date(s) as may be announced from time to time by or on behalf of the Offeror (the “**Closing Date**”).

9. **Directors’ Responsibility Statement**

The directors of the Company (including those who have delegated detailed supervision of this Notice) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notice (other than those relating to the Offeror and the Offer) are fair and accurate, and that no material facts have been omitted from this Notice, and they jointly and severally accept responsibility accordingly.

Where information in this Notice has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from such sources and/or reproduced in this Notice in its proper form and context.

BY ORDER OF THE BOARD

Tan Wee Sin  
Joint Company Secretary

7 February 2022

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This announcement has been reviewed by the Company’s Sponsor, SAC Capital Private Limited (the “**Sponsor**”). This announcement 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.

The contact person for the Sponsor is Mr. David Yeong (Telephone: 65-6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.