

VOLUNTARY CONDITIONAL OFFER

by

PHILLIP SECURITIES PTE LTD

(Company Registration Number: 197501035Z)
(Incorporated in the Republic of Singapore)

for and on behalf of

NORDIC FLOW CONTROL PTE. LTD.

(Company Registration Number: 199805602D)
(Incorporated in the Republic of Singapore)

a wholly-owned subsidiary of

NORDIC GROUP LIMITED

(Company Registration Number: 201007399N)
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid-up ordinary shares in the capital of

STARBURST HOLDINGS LIMITED

(Company Registration Number: 201329079E)
(Incorporated in the Republic of Singapore)

24 January 2022

To: The Shareholders of Starburst Holdings Limited

Dear Sir/Madam

NOTIFICATION OF ELECTRONIC DISSEMINATION OF OFFER DOCUMENT AND RELATED DOCUMENTS (THE "NOTIFICATION")

Unless otherwise defined herein, all capitalised terms used in this Notification shall bear the meanings ascribed to them in the Offer Document (as defined below).

1. INTRODUCTION

Phillip Securities Pte Ltd ("**Phillip Securities**") refers to the offer announcement dated 7 January 2022 in relation to the voluntary conditional offer (the "**Offer**") by Phillip Securities, for and on behalf of Nordic Flow Control Pte. Ltd. (the "**Offeror**"), to acquire all the issued and paid-up ordinary shares (the "**Shares**") (excluding any Shares held in treasury) in the capital of Starburst Holdings Limited (the "**Company**"), other than those already owned, controlled or agreed to be acquired by the Offeror as at the date of the Offer in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers (the "**Code**").

2. ISSUE OF OFFER DOCUMENT

Phillip Securities has today issued the offer document dated 24 January 2022 (the "**Offer Document**") in relation to the Offer, and its related documents, for and on behalf of the Offeror. Pursuant to the SIC's Public Statement On The Further Extension Of The Temporary Measure To Allow For Electronic Despatch Of Take-over Documents Under The Singapore Code On Take-overs And Mergers issued on 29 June 2021, the Offeror has opted to electronically despatch the Offer Document.

Accordingly, please note that no printed copies of the Offer Document will be despatched to Shareholders.

3. INSTRUCTIONS TO LOCATE OFFER DOCUMENT ELECTRONICALLY

3.1 The electronic copy of the Offer Document is located on the “Company Announcements” page of the Company on the website of the SGX-ST. To download the electronic copy of the Offer Document and its related documents:

(a) please access the following URL:

<https://www.sgx.com/securities/company-announcements?value=STARBURST%20HOLDINGS%20LIMITED&type=company>

OR

scan the QR Code below



AND

(b) select the announcement of the Company on 24 January 2022 under the title “Tender/Acquisition/Takeover/Purchase Offer::Mandatory” and click on the link under the “Attachments” section at the bottom of the announcement.

3.2 The Offer Document and its related documents may also be accessed on:

(a) the Company’s website at the following URL:

<https://www.starburst.net.sg/announcements/2022>

under the announcement on 24 January 2022; or

(b) the website of Nordic Group Limited at the following URL:

<https://nordicgrouplimited.com/news/announcement/>

under the announcement on 24 January 2022.

4. ACCEPTANCE FORMS

The printed copy of this Notification sent to you would be accompanied by a pre-addressed envelope and the Form of Acceptance and Authorisation for Offer Shares (“**FAA**”) for Depositors who wish to accept the Offer in respect of all or part of the total number of Offer Shares standing to the credit of the “Free Balance” of their securities account or purchased on the SGX-ST.

If your Offer Shares are deposited with CDP and you do not receive the FAA, you may obtain a copy of the FAA, upon production of satisfactory evidence that you are a Shareholder, by submitting a request to CDP via phone (+65 6535 7511) or email services (asksgx@sgx.com) or by post to The Central Depository (Pte) Limited at 11 North Buona Vista Drive, #06-07 The Metropolis Tower 2, Singapore 138589. An electronic copy of the FAA may also be obtained from the website of the SGX-ST at www.sgx.com.

As at the Latest Practicable Date, based on information available to the Offeror, there are no Shareholders holding Offer Shares which are not deposited with CDP. If you hold Offer Shares which are not deposited with CDP (“**in scrip form**”) after the Latest Practicable Date, you may obtain a copy of the Form of Acceptance and Transfer for Offer Shares (“**FAT**”), upon production of satisfactory evidence that you are a Shareholder, from the Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623 (before 31 January 2022) or 1 Harbourfront Avenue #14-07 Keppel Bay Tower, Singapore 098632 (on or after 31 January 2022).

Electronic copies of the FAA and the FAT may also be obtained from the websites referred to in Section 3 above, where the electronic copy of the Offer Document may be located.

5. PROCEDURES FOR ACCEPTANCE AND CLOSING DATE

5.1 If you wish to accept the Offer in respect of all or part of your Offer Shares, you should complete and sign the Acceptance Form(s), and deliver the completed and signed original Acceptance Form(s) in its entirety (no part may be detached or otherwise mutilated), and other relevant document(s) as required in the Offer Document:

(a) if you hold Offer Shares deposited with CDP:

- (i) by post, in the enclosed pre-addressed envelope at your own risk, to Nordic Flow Control Pte. Ltd. c/o The Central Depository (Pte) Limited, Robinson Road Post Office P.O. Box 1984, Singapore 903934; or
- (ii) in electronic form, via SGX’s Investor Portal at <http://investors.sgx.com> (applicable to individual and joint-alternate account holders only);

(b) if you hold Offer Shares in scrip form:

- (i) by hand, to Nordic Flow Control Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623 (if delivered before 31 January 2022) or 1 Harbourfront Avenue #14-07 Keppel Bay Tower, Singapore 098632 (if delivered on or after 31 January 2022); or
- (ii) by post, in the enclosed pre-addressed envelope at your own risk, to Nordic Flow Control Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., 50 Raffles Place #32-01 Singapore Land Tower, Singapore 048623,

in either case so as to arrive not later than 5.30 p.m. (Singapore time) on 21 February 2022 (or such later date(s) as may be announced from time to time by or on behalf of the Offeror) (the “**Closing Date**”).

Please use the pre-addressed envelope which is enclosed with the Acceptance Form(s), which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

5.2 The procedures for acceptance of the Offer are also set out in Appendix 2 to the Offer Document and in the FAA and/or FAT (as applicable).

5.3 CPFIS Investors and SRS Investors should receive further information on how to accept the Offer from their respective CPF Agent Banks and SRS Agent Banks (as the case maybe) directly.

6. GENERAL

The views of the directors of the Company who are considered independent for the purposes of the Offer and their independent financial adviser on the Offer will be made available by the Company to Shareholders within 14 days of the date hereof. Shareholders should consider their advice before taking any action in relation to the Offer.

If you are in any doubt about the Offer or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

7. OVERSEAS SHAREHOLDERS

This Notification does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Notification in any jurisdiction in contravention of applicable law.

The Offer is made solely by the Offer Document and the relevant form(s) of acceptance accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted.

The release, publication or distribution of this Notification in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this Notification is released, published or distributed should inform themselves about and observe such restrictions.

The availability of the Offer to Overseas Shareholders may be affected by the laws of the relevant overseas jurisdictions in which they are located. Accordingly, Overseas Shareholders should inform themselves of, and observe, any applicable requirements.

For the avoidance of doubt, the Offer will be open to all Shareholders holding Shares, including those to whom this Notification and the relevant form(s) of acceptance may not be sent.

Further details in relation to Overseas Shareholders are contained in the Offer Document.

8. RESPONSIBILITY STATEMENT

The directors of the Offeror and the directors of NGL (including those who may have delegated detailed supervision of this Notification) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notification are fair and accurate and that no material facts have been omitted from this Notification, 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, information relating to the Company), the sole responsibility of the directors of the Offeror and the directors of NGL has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Notification.

Yours faithfully

PHILLIP SECURITIES PTE LTD

For and on behalf of
NORDIC FLOW CONTROL PTE. LTD.