



STARBURST HOLDINGS LIMITED

(Incorporated in the Republic of Singapore on 28 October 2013)

(Company Registration No.: 201329079E)

CONDITIONAL OFFER BY PHILLIP SECURITIES PTE LTD FOR AND ON BEHALF OF NORDIC FLOW CONTROL PTE. LTD., A WHOLLY-OWNED SUBSIDIARY OF NORDIC GROUP LIMITED

DESPATCH OF NOTICE ON ELECTRONIC DISSEMINATION OF OFFEREE CIRCULAR

1. INTRODUCTION

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; and
- (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**").

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

2. DESPATCH OF NOTICE

- 2.1 The Board wishes to announce that the Company has today despatched to Shareholders a notice ("**Notice**") in connection with the electronic dissemination of the offeree board circular dated 7 February 2022 (the "**Offeree Circular**") containing, amongst others, the advice of the IFA to the Independent Directors, the recommendation of the Independent Directors to Shareholders in respect of the Offer, and other relevant information pertaining to the Offer for the consideration of the Shareholders in compliance with Rule 24 of the Singapore Code on Take-overs and Mergers.
- 2.2 The Notice contains the address and instructions for the electronic access and retrieval of the Offeree Circular.

3. ELECTRONIC DISSEMINATION OF OFFEREE CIRCULAR

- 3.1 Electronic copies of the Notice and the Offeree Circular are available on the SGXNET announcement page of the Company at the following URL:

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

- 3.2 **The Offeree Circular requires the immediate attention of Shareholders. 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.**

4. 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**").

5. DIRECTORS' RESPONSIBILITY STATEMENT

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

Where information in this announcement 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 announcement in its proper form and context.

BY ORDER OF THE BOARD

Tan Wee Sin
Joint Company Secretary
7 February 2022

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.