



# STARBURST HOLDINGS LIMITED

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

(Company Registration No.: 201329079E)

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

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### 1. PRE-CONDITIONAL VOLUNTARY OFFER

The board of directors (the “**Board**”) of Starburst Holdings Limited (the “**Company**”) wishes to inform shareholders of the Company (“**Shareholders**”) that on 10 November 2021, Phillip Securities Pte Ltd (“**Phillip Securities**”) has, for and on behalf of Nordic Flow Control Pte. Ltd. (the “**Offeror**”), made an announcement (the “**Pre-Conditional Voluntary Offer Announcement**”) that, subject to and contingent upon the satisfaction or waiver of the Pre-Condition (as defined in Section 2.1 of the Pre-Conditional Voluntary Offer Announcement), the Offeror intends to make a voluntary conditional offer (the “**Offer**”) for all the issued and paid-up ordinary shares (excluding any shares held in treasury) (the “**Shares**”) in the capital of the Company other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting or deemed to be acting in concert with it as at the date of the Offer in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers (the “**Code**”).

### 2. FURTHER DETAILS OF THE OFFER

Further details of the Offer (if and when made) are set out in the Pre-Conditional Voluntary Offer Announcement, a copy of which is available on the website of the Singapore Exchange Securities Trading Limited at [www.sgx.com](http://www.sgx.com).

**Shareholders should note that, as stated in the Pre-Conditional Voluntary Offer Announcement, the Offer will not be made unless and until the Pre-Condition has been satisfied or waived on or before 10 February 2022 (or such other date as the Offeror may determine in consultation with the Securities Industry Council of Singapore (the “SIC”)) (the “Long-Stop Date”). Accordingly, all references to the Offer in this Announcement refer to the possible Offer which will only be made if and when such Pre-Condition is satisfied or waived.**

### 3. DESPATCH OF THE OFFER DOCUMENT

According to the Pre-Conditional Voluntary Offer Announcement, the formal offer document (the “**Offer Document**”) which will set out the full terms and conditions of the Offer and enclose the appropriate form(s) of acceptance of the Offer, will be despatched to Shareholders not earlier than 14 days and not later than 21 days from the date of the announcement, by Phillip Securities, for and on behalf of the Offeror, of the firm intention on the part of the Offeror to make the Offer.

### 4. OFFEREE CIRCULAR

Subject to the Offer being made, the Board will, in due course, be appointing an independent financial adviser (the “**IFA**”) to advise the directors of the Company who are considered

independent for the purposes of the Offer (the “**Independent Directors**”), in respect of the Offer.

If and when the Offer is made, a circular (the “**Offeree Circular**”) containing, *inter alia*, the advice of the IFA and the recommendation of the Independent Directors will be sent to Shareholders within 14 days from the date of despatch of the Offer Document to be issued by Phillip Securities, for and on behalf of the Offeror.

**In the meantime, Shareholders are advised to exercise caution when dealing in their Shares or otherwise refrain from taking any action in relation to their Shares, which may be prejudicial to their interests until they or their advisers have considered the information and the recommendations of the Independent Directors, as well as the advice of the IFA, which will be set out in the Offeree Circular to be issued in due course. The Company will release further announcements at the appropriate junctures.**

**Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.**

## **5. DIRECTORS’ RESPONSIBILITY STATEMENT**

The directors of the Company (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed herein are fair and accurate and that no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Pre-Conditional Voluntary Offer Announcement), the sole responsibility of the directors of the Company has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, accurately reflected or reproduced herein.

The directors of the Company jointly and severally accept responsibility accordingly.

## **BY ORDER OF THE BOARD**

Tan Wee Sin  
Joint Company Secretary  
10 November 2021

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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.