

WAIVER::WAIVER FROM RULE 705(1) OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED LISTING MANUAL

Issuer & Securities

Issuer/ Manager

HAI LECK HOLDINGS LIMITED

Securities

HAI LECK HOLDINGS LIMITED - SG1CC4000004 - BLH

Stapled Security

No

Announcement Details

Announcement Title

Waiver

Date & Time of Broadcast

21-Aug-2025 18:30:39

Status

New

Announcement Sub Title

Waiver from Rule 705(1) of the Singapore Exchange Securities Trading Limited Listing Manual

Announcement Reference

SG250821OTHR86CX

Submitted By (Co./ Ind. Name)

Hon Wei Ling

Designation

Company Secretary

Description (Please provide a detailed description of the event in the box below)

Please refer to the attachment.

Attachments

[Hai Leck - Waiver of Rule 705 - final.pdf](#)

Total size = 144K MB

HAI LECK HOLDINGS LIMITED
(Company Registration Number 199804461D)
(Incorporated in the Republic of Singapore)

PROPOSED ACQUISITION BY CHENG INVESTMENT MANAGEMENT PTE. LTD. OF ALL THE ISSUED ORDINARY SHARES IN THE CAPITAL OF HAI LECK HOLDINGS LIMITED (OTHER THAN THE EXCLUDED SHARES) BY WAY OF A SCHEME OF ARRANGEMENT

- WAIVER OF RULE 705(1) OF THE LISTING MANUAL OF THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED

1 INTRODUCTION

- 1.1 The Board of Directors ("**Board**") of Hai Leck Holdings Limited (the "**Company**") refer to:
- (a) the scheme document dated 1 July 2025 (the "**Scheme Document**") electronically disseminated by the Company to shareholders of the Company holding the Eligible Shares (as defined below) (the "**Eligible Shareholders**") in relation to the proposed acquisition of all the issued ordinary shares in the capital of the Company (the "**Shares**"), other than the (a) Shares directly held by Mr. Cheng Buck Poh @ Chng Bok Poh ("**Mr. Cheng**") (the "**Mr. Cheng Direct Shares**"); (b) Shares directly held by Cheng Capital Holdings Pte. Ltd. ("**CCHPL**", collectively with Mr. Cheng, the "**Excluded Shareholders**") (the "**CCHPL Direct Shares**"); and (c) Shares held in treasury (the "**Treasury Shares**", collectively with Mr. Cheng Direct Shares and CCHPL Direct Shares, the "**Excluded Shares**") (the "**Eligible Shares**") by way of a scheme of arrangement (the "**Scheme**") pursuant to Section 210 of the Companies Act 1967 and the Singapore Code on Takeovers and Mergers;
 - (b) the announcement dated 21 July 2025 made by the Company, in relation to the results of the Scheme Meeting held on 21 July 2025; and
 - (c) the announcement dated 28 July 2025 released by the Company, in relation to the court hearing date fixed for 25 August 2025 to approve the Scheme (the "**Court Hearing Date**").
- 1.2 Unless otherwise defined, all capitalised terms in this announcement shall bear the same meaning as set out in the Scheme Document.

2 RULE 705(1) OF THE LISTING MANUAL

- 2.1 Under Rule 705(1) of the Listing Manual of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") (the "**Listing Manual**"), an issuer must announce the financial statements for the full financial year immediately after the figures are available, but in any event not later than 60 days after the relevant financial period.
- 2.2 Accordingly, the Company is required to announce its financial statements for the full financial year ended 30 June 2025 ("**FY2025**") immediately after the figures are available, but in any event not later than 29 August 2025, being 60 days after FY2025.

3 APPLICATION FOR WAIVER OF RULE 705(1) OF THE LISTING MANUAL

- 3.1 Following the approval of the Scheme by a majority in number of Eligible Shareholders present and voting, either in person or by proxy at the Scheme Meeting, with such majority holding not less than three-fourths in value of the Eligible Shares voted at the Scheme Meeting, the Company had on 29 July 2025 applied to the Singapore Exchange Regulation Pte. Ltd. (the "**SGX Regco**") for approval to waive compliance with Rule 705(1) of the Listing Manual to announce its financial statements for FY2025 (the "**Waiver**").

3.2 The Waiver was sought for the following reasons:

- (a) the expected last date of trading of the Company's shares as set out in the indicative timetable below is on or around 29 August 2025 and the expected date of the delisting of the Shares is 22 September 2025;
- (b) the Company is of the view that given the delisting of the Shares and the privatisation of the Company, the full year financial statements will no longer be of benefit to the Eligible Shareholders as the Eligible Shares of the Eligible Shareholders will be acquired by the Offer;
- (c) the interests of the Eligible Shareholders in respect of having access to the updated financial information of the Company will not be prejudiced by the grant of the Waiver; and
- (d) it will not be meaningful to require the Company to incur additional costs in connection with the preparation and release of the financial statements for FY2025 under Rule 705(1) of the Listing Manual, in light of the anticipated delisting and privatisation.

4 CONDITIONAL RULE 705(1) OF THE LISTING MANUAL

4.1 The Board wishes to announce that the SGX RegCo has on 21 August 2025 advised that it has no objections to the Company's application for the Waiver, subject to the following:

- (a) The Court sanctioning the Scheme and all other Scheme Conditions are met;
- (b) In the event the Court rejects the Scheme, the Company shall announce the financial statements for FY2025 within seven (7) days from the date of rejection;
- (c) The Company announcing the Waiver granted, the reasons for seeking the Waiver, the conditions as required under Rule 107 of the Listing Manual and if the Waiver conditions have not been met on the date of the announcement, the Company must make an update announcement when the conditions have all been met; and
- (d) Submission of a written confirmation from the Company that it is not aware of any information that will have a material bearing on investors' decision which has yet to be announced by the Company.

4.2 The Company has set out the reasons for seeking the Waiver in this announcement and will update its Shareholders upon satisfaction of the other conditions of the Waiver.

5 KEY EVENTS AND INDICATIVE TIMETABLE FOR THE SCHEME

5.1 Assuming the Scheme is approved at the Court hearing, an indicative timetable is set out below:

Event	Date ⁽¹⁾
Date of Court hearing of the application to approve the Scheme	25 August 2025, 2.30 p.m.
Expected last day of trading of the Shares on SGX-ST	On or around 29 August 2025
Expected Record Date	On or around 8 September 2025 at 5.00 p.m.

Expected Effective Date	On or around 9 September 2025 ⁽²⁾
Expected date for the payment of the Scheme Consideration	On or around 18 September 2025 ⁽³⁾
Expected date for the delisting of the Company	On or around 22 September 2025

Notes:

- 1) All references to dates and times are made by reference to Singapore dates and times.
- 2) The Scheme will only be effective and binding upon lodgment of the Court Order with the Accounting and Corporate Regulatory Authority (“**ACRA**”). The Court Order will be lodged with ACRA upon the satisfaction (or, where applicable, waiver) of all the Scheme Conditions, a list of which is set out in Appendix E (Scheme Conditions) to the Scheme Document and provided neither the Offeror nor the Company exercises its termination right(s) (if any).
- 3) Assuming the Effective Date is 9 September 2025.

Save for the date of the Court hearing, the above dates are indicative only and are subject to the grant of the Court Order on 25 August 2025. Please refer to future announcement(s) by the Company and/or the SGX-ST for the exact dates of these events.

6 DIRECTORS’ RESPONSIBILITY STATEMENT

- 6.1 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 in this announcement (excluding information relating to the Offeror or any opinion expressed by the Offeror) are fair and accurate and that, where appropriate, no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading and the directors of the Company jointly and severally accept full responsibility accordingly.
- 6.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror, the sole responsibility of the directors of the Company 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 announcement in its proper form and context. The directors do not accept any responsibility for any information relating to the Offeror or any opinion expressed by the Offeror.

By Order of the Board

Cheng Buck Poh @ Chng Bok Poh
Executive Chairman and Chief Executive Officer
21 August 2025