

VOLUNTARY CONDITIONAL CASH PARTIAL OFFER

by



PRIMEPARTNERS CORPORATE FINANCE PTE. LTD.

(Incorporated in Singapore)
(Company Registration No.: 200207389D)

for and on behalf of

MEDEZE TREASURY PTE. LTD.

(Incorporated in Singapore)
(Company Registration No.: 202115843M)

to acquire 25,630,774 of the Shares in the capital of

CORDLIFE GROUP LIMITED

(Incorporated in Singapore)
(Company Registration No.: 200102883E)

other than those already owned, controlled or agreed to be acquired by the Offeror and the Concert Parties,

which when aggregated with MT Shares would represent approximately 10.68% of the total number of Shares (excluding treasury shares) as at the Record Date

NOTIFICATION OF THE DESPATCH OF OFFER DOCUMENT AND RELATED DOCUMENTS

1. INTRODUCTION

1.1. PrimePartners Corporate Finance Pte. Ltd. ("**PPCF**") refers to:

- (a) the offer announcement dated 13 May 2025 ("**Offer Announcement**") in relation to the voluntary conditional cash partial offer ("**Partial Offer**") issued by PPCF, for and on behalf of Medeze Treasury Pte. Ltd. ("**Offeror**"), to acquire 25,630,774 issued and paid-up ordinary shares ("**Shares**") in the capital of Cordlife Group Limited ("**Offeree**") (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 the Offeror in connection with the Partial Offer (the "**Concert Parties**")) which, when aggregated with the MT Shares would represent approximately 10.68% of the total number of Shares

(excluding treasury shares) as at the Record Date (as defined in paragraph 6.1 below) in accordance with Rule 16 of the Singapore Code on Take-overs and Mergers (“Code”);

(b) the clarification announcement dated 26 May 2025 in relation to the Partial Offer; and

(c) the formal offer document (“Offer Document”) dated 28 May 2025, issued for and on behalf of the Offeror, in relation to the Partial Offer.

1.2. Unless otherwise defined herein, all capitalised terms used in this notification (“Despatch Notification”) shall have the same meanings ascribed to them in the Offer Document.

2. DESPATCH OF OFFER DOCUMENT, ACCEPTANCE FORMS AND RELATED DOCUMENTS, AND PROCEDURES FOR ACCEPTANCE

2.1. We wish to announce, for and on behalf of the Offeror, that the Offer Document dated 28 May 2025 containing the terms and conditions of the Partial Offer has been despatched to the shareholders of the Offeree (“Shareholders”).

2.2. **Shareholders who wish to accept the Partial Offer should read the Offer Document carefully, including the procedures for accepting the Partial Offer as set out in Appendix 2 to the Offer Document and the Acceptance Forms (as defined in paragraph 2.3 below).**

2.3. The following forms (the “Acceptance Forms”) have been despatched to Shareholders together with the Offer Document:

(a) for Shareholders whose Shares are deposited with The Central Depository (Pte) Limited (“CDP”), a Form of Acceptance and Authorisation for Offer Shares (“FAA”) and a pre-addressed envelope; and

(b) for Shareholders whose Shares are not deposited with CDP, a Form of Acceptance and Transfer for Offer Shares (“FAT”) and a pre-addressed envelope.

2.4. **Shareholders who wish to accept the Partial Offer may do so by completing and returning the FAA and/or the FAT (as the case may be) in accordance with the instructions stated therein and the procedures for accepting the Partial Offer as set out in Appendix 2 to the Offer Document.**

2.5. Electronic copies of the Offer Document, Acceptance Forms and related documents are available for download at <https://www.sgx.com/>.

3. REQUEST FOR OFFER DOCUMENT, ACCEPTANCE FORMS AND RELATED DOCUMENTS

3.1. If you are a Shareholder and do not receive the Offer Document and the applicable Acceptance Form(s) within a week from the date of this Despatch Notification, please contact CDP (if you are a depositor) or In.Corp Corporate Services Pte. Ltd. (if you are a scrip holder), as the case may be, immediately at the addresses and telephone numbers set out below during normal business hours up to the Closing Date:

The Central Depository (Pte) Limited

Privy Box No. 920764
Singapore 929292
Telephone: +65 6535 7511

In.Corp Corporate Services Pte. Ltd.

36 Robinson Road
#20-01 City House
Singapore 068877
Telephone: +65 6990 8220

4. INFORMATION FOR OVERSEAS SHAREHOLDERS

Overseas Shareholders

- 4.1. The Offer Document, the Acceptance Forms and/or any related documents do 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 approval, nor shall there be any sale, issuance or transfer of the securities referred to in the Offer Document, the Acceptance Forms and/or any related documents, in each case in any jurisdiction in contravention of applicable law. The Partial Offer is not being made into any jurisdiction in which the making or acceptance of the Partial Offer would not be in compliance with the laws of such jurisdiction.
- 4.2. Where there are potential restrictions on sending the Offer Document (including the Acceptance Forms and/or any related documents) to any overseas jurisdictions, requirements imposed by the relevant regulatory body or stock exchange in such overseas jurisdictions or where it may not be expedient to do so, the Offeror and PPCF each reserves the right not to send the Offer Document, the Acceptance Forms and/or any related documents to such overseas jurisdictions. The availability of the Partial Offer to Offer Shareholders whose addresses are outside Singapore as shown in the register of Shareholders of the Offeree or, as the case may be, in the records of CDP (collectively, "**Overseas Shareholders**") may be affected by the laws of the relevant overseas jurisdictions. Accordingly, Overseas Shareholders should inform themselves about, and observe, any applicable legal requirements in their own jurisdictions.
- 4.3. **For the avoidance of doubt, the Partial Offer will be open to all Offer Shareholders, including those to whom the Offer Document (including the Acceptance Forms and/or any related documents) have not been, or will not be, sent.**

Copies of Acceptance Forms and/or any related documents

- 4.4. An Overseas Shareholder may, nonetheless, obtain copies of the Acceptance Forms and/or any related documents, during normal business hours and up to the Closing Date, from the Offeror through: (i) if he is a depositor, its receiving agent, CDP, by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services (asksgx@sgx.com) for the Acceptance Form and/or any related documents to be sent to an address in Singapore by ordinary post at the relevant Overseas Shareholder's own risk; or (ii) if he is a scrip holder, In.Corp Corporate Services Pte. Ltd. (the "**Registrar**" or "**Receiving Agent**") in person at its office located at 36 Robinson Road, #20-01 City House, Singapore 068877.

Overseas Jurisdiction

- 4.5. It is the responsibility of any Overseas Shareholder who wishes (i) to request for the Offer Document (including the Acceptance Forms) and/or any related documents; and/or (ii) to accept the Partial Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdictions in that connection, including the obtaining of any governmental or other consent which may be required, or compliance with other necessary formalities or legal requirements, or the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholders shall be liable for the payment of any taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on its behalf (including PPCF, CDP and the Registrar/Receiving Agent) shall be fully indemnified and held harmless by such Overseas Shareholder for any such taxes, imposts, duties or other requisite payments that may be required to be paid and the Offeror shall be entitled to set-off any such amounts against any sum payable to the Overseas Shareholder pursuant to the Partial Offer.
- 4.6. In (i) requesting for the Offer Document (including the Acceptance Forms) and/or any related documents; and/or (ii) accepting the Partial Offer, the Overseas Shareholder represents and warrants to the Offeror, PPCF, CDP and the Registrar/Receiving Agent that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements.
- 4.7. **If any Overseas Shareholder is in any doubt about his position, he should consult his professional adviser in the relevant jurisdiction. All Overseas Shareholders should inform themselves about, and observe, any applicable legal requirements in their own jurisdictions.**

Notice

- 4.8. The Offeror and PPCF each reserves the right to notify any matter, including the fact that the Partial Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement to the SGX-ST or paid advertisement in a daily newspaper published and circulated in Singapore, in which case, such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder to receive or see such announcement or advertisement.

5. INFORMATION RELATING TO CPFIS INVESTORS AND SRS INVESTORS

- 5.1. CPFIS Investors and SRS Investors should receive further information on how to accept the Partial Offer from their respective CPF Agent Banks and SRS Agent Banks (as the case may be) directly. CPFIS Investors and SRS Investors are advised to consult their respective CPF Agent Banks and SRS Agent Banks (as the case may be) should they require further information, and if they are in any doubt as to the action they should take, CPFIS Investors and SRS Investors should seek independent professional advice.
- 5.2. CPFIS Investors and SRS Investors who wish to accept the Partial Offer are to reply to their respective CPF Agent Banks and SRS Agent Banks (as the case may be) by the deadline stated in the letter from their respective CPF Agent Banks and SRS Agent Banks (as the case may be). Subject to the Partial Offer becoming or being declared to be unconditional in all respects in accordance with its terms, CPFIS Investors and SRS Investors who validly accept the Partial Offer will receive the payment for their Offer

Shares in their respective CPF investment accounts and SRS investment accounts (as the case may be).

6. RECORD DATE

- 6.1. The Transfer Books and Register will be closed at 5.00 p.m. (Singapore time) on 11 June 2025 (the “**Record Date**”), being the 14th day before the First Closing Date (as defined in paragraph 8.1 below), in order to determine the entitlements of the Shareholders to the Partial Offer.
- 6.2. Only (i) Shareholders whose Securities Accounts are credited with Offer Shares (in the case of depositors); and (ii) Shareholders who have Offer Shares registered in their names on the Register of Members of the Offeree (in the case of Shareholders who hold Offer Shares in scrip form), in each case, as at the Record Date, will constitute Offer Shareholders for the purposes of the Partial Offer.
- 6.3. An Offer Shareholder who is a depositor and wishes to accept the Partial Offer must ensure that there are Offer Shares held in his Securities Account as at the Record Date. An Offer Shareholder who is not a depositor and wishes to accept the Partial Offer must ensure that there are Offer Shares registered in his name on the Register as at the Record Date. **A person who is NOT an Offer Shareholder as at the Record Date will NOT BE ELIGIBLE to participate in the Partial Offer and will NOT be entitled to accept the Partial Offer in respect of any Offer Shares held by him.**

7. NOTIFICATION OF ENTITLEMENT TO PARTIAL OFFER

- 7.1. A letter (the “**Entitlement Notification Letter**”) will be despatched to Offer Shareholders after the Record Date to notify them, *inter alia*, of the number of Shares held in their Securities Account as at Record Date in respect of their Relevant Percentage Offer Shares.
- 7.2. **For the avoidance of doubt, for Offer Shareholders who are unsure about the number of Shares they hold in their Securities Account as at the Record Date and/or there is any change in their shareholdings since the Record Date, they may wait until they receive the Entitlement Notification Letter after the Record Date which will notify them of the Relevant Percentage Offer Shares as at the Record Date, before completing the relevant Acceptance Form.**

8. CLOSING DATE

- 8.1 **The Partial Offer will close at 5.30 p.m. (Singapore time) on 25 June 2025 (the “First Closing Date”) or such later date(s) as may be announced from time to time by or on behalf of the Offeror.**

9. INDEPENDENT ADVICE

- 9.1. PPCF is acting for and on behalf of the Offeror and does not purport to advise Shareholders or any other person. In preparing the Offer Document, neither the Offeror nor PPCF has had regard to the general or specific investment objectives, tax positions, risk profiles, financial situation or particular needs and constraints of any individual Shareholder. If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately. The views of the Independent Directors of the Offeree will be made

available to Offer Shareholders in due course and in any event, they are required under the Code to despatch their views within fourteen (14) days of the posting of the Offer Document. Offer Shareholders may wish to consider their advice before taking any action in relation to the Partial Offer.

10. RESPONSIBILITY STATEMENT

- 10.1. The Directors (including any who may have delegated detailed supervision of the preparation of this Despatch Notification) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Despatch Notification are fair and accurate and that no material facts have been omitted from this Despatch Notification, and they jointly and severally accept responsibility accordingly.
- 10.2. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to the Offeree), the sole responsibility of the Directors has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Despatch Notification.

Issued by

PrimePartners Corporate Finance Pte. Ltd.

For and on behalf of

Medeze Treasury Pte. Ltd.

28 May 2025

Singapore

Any inquiries relating to the Offer Document or the Partial Offer should be directed during office hours to PrimePartners Corporate Finance Pte. Ltd. at 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318 or by email to PPCF-ProjectMultiply@ppcf.com.sg.