ASSET ACQUISITIONS AND DISPOSALS::SATISFACTION OF CONDITIONS UNDER THE UNIT SALE AGREEMENT

Issuer & Securities

Issuer/ Manager

WEE HUR HOLDINGS LTD.

Securities

WEE HUR HOLDINGS LTD. - SG1W55939399 - E3B

Stapled Security

No

Announcement Details

Announcement Title

Asset Acquisitions and Disposals

Date &Time of Broadcast

04-Mar-2025 18:47:26

Status

New

Announcement Sub Title

Satisfaction of Conditions under the Unit Sale Agreement

Announcement Reference

SG250304OTHRLF1W

Submitted By (Co./ Ind. Name)

Tan Ching Chek

Designation

Company Secretary

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

Please refer to the attached announcement on Satisfaction of Conditions under the Unit Sale Agreement in relation to the Proposed Disposal.

Attachments

20250304 WeeHur AnntXciteSatisfactionofConditions.pdf

Total size =584K MB



偉合控股有限公司
(Company Registration Number 200619510K)
(Incorporated in the Republic of Singapore)

THE PROPOSED DISPOSAL OF THE COMPANY'S 37.1% INDIRECT STAKE IN THE TARGET GROUP TRUSTS TO EVOLUTION TRUSTEES LIMITED IN ITS CAPACITY AS TRUSTEE OF GS AUSTRALIA STUDENT VENTURE I MID TRUST FOR A NET CONSIDERATION OF A$355,387,322 (OR EQUIVALENT TO APPROXIMATELY S$319,848,590) AS A MAJOR TRANSACTION

- SATISFACTION OF CONDITIONS UNDER THE UNIT SALE AGREEMENT

*Unless otherwise defined, all terms and references used herein shall bear the same meanings ascribed to them in the circular ("**Circular**") issued by the Company to its shareholders ("**Shareholders**") on 13 February 2025 in relation to the Proposed Disposal.*

1. INTRODUCTION

The board of directors (the "**Board**" or the "**Directors**") of Wee Hur Holdings Ltd. (the "**Company**", and together with its subsidiaries, the "**Group**") refers to:

(a) the announcement released by the Company on 16 December 2024 in relation to the Proposed Disposal;

(b) the Circular; and

(c) the announcement released by the Company on 28 February 2025 announcing, *inter alia*, approval by Shareholders of the Proposed Disposal at the EGM.

2. SATISFACTION OF CONDITIONS UNDER THE UNIT SALE AGREEMENT

2.1 The Board wishes to update Shareholders that,as at the date of this announcement, the remaining Condition under the Unit Sale Agreement (as set out in section 3.1.4(a) of the Circular) has been satisfied.

2.2 Specifically, on 3 March 2025, the Purchaser received a notification in writing from the Australian Commonwealth Treasury confirming that the Assistant Minister for Competition, Charities and Treasury had decided under section 75(2) of the *Foreign Acquisitions and Takeovers Act 1975* (Cth) ("**FATA**")[1] that the Commonwealth (of Australia) has no objection to the Purchaser acquiring:

(a) the Sale Units in accordance with the Unit Sale Agreement; and

(b) 100% of the shares in GS Tropics FinCo Pty Ltd (ACN 680 482 982) in accordance with a share sale agreement entered into between the Purchaser and Evolution MIS Services Pty Ltd (ACN 609 645 892) in its capacity as trustee of the Evolution Services Trust on 15 December 2024 ("**FinCo Sale Agreement**") [2].

2.3 The actions set out in paragraph 2.2 of this announcement, if taken, must be taken within 12 months of the date of the notification (being 2 March 2026), and the Federal Treasurer may,

[1] The FATA regulates foreign investment in Australia and oversees the acquisition of interests in securities, assets and Australian land by foreign entities.

[2] The purpose of the FinCo Sale Agreement is to facilitate the financing arrangements of the Purchaser for the purposes of paying part of the estimated gross consideration for the Sale Units.

in certain circumstances, review the actions to which the no objection notification relates under Division 3 of Part 3 of the FATA and exercise powers under that Division.

2.4 Given the above, Completion (being the completion of the Proposed Disposal) is expected to take place on the date that is twenty (20) Business Days (as defined in the Unit Sale Agreement) after the date on which all Conditions have been satisfied or any other date agreed by the Purchaser and Vendor in writing.

3 FURTHER ANNOUNCEMENTS

The Company will update the Shareholders when Completion takes place and the Company receives the Net Proceeds in accordance with the Unit Sale Agreement.

4 CAUTION IN TRADING

Shareholders are advised to exercise caution before making any decision in respect of their dealings in the Shares of the Company. Shareholders should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

By Order of the Board

Tan Ching Chek
Company Secretary
4 March 2025