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PC PARTNER GROUP LIMITED

栢能集團有限公司*

(於開曼群島註冊成立之有限公司)

(港交所股份代號：1263)

(新加坡交易所股票代碼：PCT)

海外監管公佈

本海外監管公佈由栢能集團有限公司(「本公司」)根據香港聯合交易所有限公司證券上市規則第13.10B條作出。

請參閱本公司於二零二五年八月十四日在新加坡證券交易所網站(<http://www.sgx.com>)所登載文件之以下頁數。

承董事會命
栢能集團有限公司*
主席
王錫豪

新加坡及香港，二零二五年八月十四日

於本公佈日期，執行董事為王錫豪先生、王芳柏先生、梁華根先生、何乃立先生及文偉洪先生；非執行董事為何黃美德女士；而獨立非執行董事為陳艷女士、蔡思劬先生、吳成偉先生、江治強先生、關秀英女士、LOW Teck Seng教授及張俊偉先生。

* 僅供識別

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PC PARTNER GROUP LIMITED

栢能集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(HKEX Stock Code: 1263)

(SGX-ST Stock Code: PCT)

GRANT OF WAIVER OF RULE 730A(1) OF THE SGX-ST LISTING MANUAL

The Board wishes to announce that, pursuant to an application made by the Company on 28 July 2025 to the SGX-ST for a waiver of Rule 730A(1) of the SGX-ST Listing Manual in connection with the HKEX Delisting EGM, the SGX-ST had on 12 August 2025 granted to the Company a waiver of Rule 730A(1) of the SGX-ST Listing Manual, so that it may hold the HKEX Delisting EGM in Hong Kong instead of Singapore. Further particulars of the Rule 730A(1) Waiver are set out below in this announcement.

This announcement is made by PC Partner Group Limited (the “**Company**”) pursuant to, amongst other applicable laws and listing rules, the listing manual of the Singapore Exchange Securities Trading Limited (the “**SGX-ST Listing Manual**”).

Reference is made to the announcement by PC Partner Group Limited (the “**Company**”) dated 8 August 2025 in connection with the proposed conversion (the “**Proposed Conversion**”) of its secondary listing status into a primary listing status on the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), wherein it was stated that the Company intends to convene a general meeting (the “**HKEX Delisting EGM**”) of its shareholders (“**Shareholders**”) to seek their approval for the proposed delisting (the “**Proposed HKEX Delisting**”) of the Company from The Stock Exchange of Hong Kong Limited (the “**HKEX**”). The Proposed Conversion will take effect as of 20 August 2025, upon which the Company will have a dual primary listing on the HKEX and the SGX-ST.

GRANT OF RULE 730A(1) WAIVER

The board of directors of the Company (the “**Board**” or “**Directors**”) wishes to announce that, the Company had on 28 July 2025 made an application to the SGX-ST for a waiver (the “**Rule 730A(1) Waiver**”) of Rule 730A(1) of the listing manual of the Singapore Exchange Securities Trading Limited (the “**SGX-ST Listing Manual**”) in relation to the HKEX Delisting EGM, so that the Company may hold the HKEX Delisting EGM in Hong Kong instead of Singapore.

Under Rule 730A(1) of the SGX-ST Listing Manual, an issuer that is primary-listed on the SGX-ST shall hold all its general meetings in Singapore, unless prohibited by relevant laws and regulations in the jurisdiction of its incorporation.

The SGX-ST has on 12 August 2025 advised that it has no objection to the Company’s application for the Rule 730A(1) Waiver in respect of the HKEX Delisting EGM, subject to the following conditions:

- (a) the Company announcing the Rule 730A(1) Waiver granted, the reasons for seeking the Rule 730A(1) Waiver, the conditions as required under Rule 107 of the SGX-ST Listing Manual and if the Rule 730A(1) Waiver conditions have been satisfied. If the Rule 730A(1) 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;
- (b) submission of a written confirmation from the Company that the Rule 730A(1) Waiver does not contravene any laws and regulations governing the Company and the articles of association of the Company; and
- (c) submission of a written undertaking from the Company that:
 - (i) the HKEX Delisting EGM held in Hong Kong will be open to Shareholders in Singapore; and
 - (ii) the Company will make appropriate arrangements to enable Shareholders in both Singapore and Hong Kong to meaningfully participate in, to follow the proceedings and to vote at the HKEX Delisting EGM.

As at the date of this announcement, the Rule 730A(1) Waiver conditions above have been satisfied by the Company.

REASONS FOR SEEKING THE RULE 730A(1) WAIVER

The Company is incorporated in the Cayman Islands, and its shares (the “**Shares**”) have been primary-listed on the HKEX since 12 January 2012 and secondary-listed on the SGX-ST since 15 November 2024. The Proposed Conversion will take effect as of 20 August 2025, upon which the Company will have a dual primary listing on the HKEX and the SGX-ST.

As at the date of this announcement, the number of Shares held by public Shareholders whose Shares are recorded on the Company's Singapore branch share register and/or deposited with The Central Depository (Pte) Limited for the purposes of trading on the SGX-ST represent less than 5.0% of the issued Shares, while close to 50.0% of the issued Shares are held by public Shareholders for trading on the HKEX (such Shares, the "HK Shares", and such holders of the HK Shares, the "HK Shareholders").

As the HK Shareholders represent a large majority of the Company's Shareholder base of over 3,000 Shareholders, the Directors are of the view that holding the HKEX Delisting EGM in Hong Kong would facilitate a much higher attendance of Shareholders than holding it in Singapore and enable the Company to reach its significantly larger public Shareholder base of HK Shareholders.

In addition, given that the HKEX Delisting EGM relates specifically to the Proposed HKEX Delisting, and that the Proposed HKEX Delisting, if successful, would result in the HK Shares held by the HK Shareholders being delisted from the HKEX, the Board wishes to hold the HKEX Delisting EGM in Hong Kong to facilitate better engagement and more meaningful participation of the HK Shareholders with the Company.

UPDATE ON THE PROPOSED HKEX DELISTING

Further details of the Proposed HKEX Delisting including the timeline, location of the HKEX Delisting EGM and actions to be taken by the Shareholders will be set out in the Shareholders' circular to be issued by the Company in relation to the HKEX Delisting EGM in due course. Further announcement(s) in relation to the Proposed HKEX Delisting will be made as and when appropriate.

The Proposed HKEX Delisting is subject to the fulfilment of conditions. As such, there is no assurance that the Proposed HKEX Delisting will proceed as planned or to completion. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
PC PARTNER GROUP LIMITED
WONG Shik Ho Tony
Chairman

Singapore and Hong Kong, 14 August 2025

As at the date of this announcement, the Executive Directors are Mr. WONG Shik Ho Tony, Mr. WONG Fong Pak, Mr. LEUNG Wah Kan, Mr. HO Nai Nap and Mr. MAN Wai Hung; the Non-executive Director is Mrs. HO WONG Mary Mee-Tak; and the Independent Non-executive Directors are Ms. CHAN Yim, Mr. CHUA Ser Miang, Mr. Jason GOH Hseng Wei, Mr. KONG Chee Keong, Ms. Alicia KWAN Xiuying, Prof. LOW Teck Seng, and Mr. TEO Chun-Wei, Benedict.

* For identification purposes only