

ANNOUNCEMENT PURSUANT TO RULE 706A OF THE LISTING MANUAL

- **ACQUISITION OF SHARES**
 - **INCORPORATION OF A NEW SUBSIDIARY**
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Banyan Tree Holdings Limited (the “**Company**”) and together with its subsidiaries, (the “**Group**”) wishes to announce the following events pursuant to Rule 706A of the SGX-ST Listing Manual:-

1. Acquisition of the Remaining Shares in Banyan Tree Gallery (Thailand) Company Limited

The Company refers to the announcement dated 12 November 2025 (the “**Announcement**”) in relation to the financial results of Laguna Resorts & Hotels Public Company Limited (“**LRH**”) for the 3rd Quarter of 2025. In connection with the Announcement, two (2) wholly owned subsidiaries of the Company, namely Banyan Tree Hotels & Resorts Pte. Ltd. (“**BTHR**”) and Banyan Tree Group Marketing Group Pte. Ltd. (“**BTMG**”), completed the acquisition of the remaining shares in Banyan Tree Gallery (Thailand) Company Limited (“**BTGT**”) not already held by the Company on 17 November 2025, as follows:

- (a) BTHR acquired 39,523 shares, representing 51% of the total issued and paid-up capital of BTGT from LRH for a cash consideration of THB 22,656,000; and
- (b) BTMG acquired two (2) shares in BTGT from TWR-Holdings Limited (“**TWR**”) for a cash consideration of THB 200,

(collectively, the “**Acquisition**”).

The aggregate consideration for the Acquisition, which was funded through BTHR’s and BTMG’s respective internal resources, was determined based on the fair value of BTGT’s shares, as appraised by PricewaterhouseCoopers pursuant to a valuation report issued on 7 November 2025, and following arm’s length negotiations between LRH and BTHR, as well as TWR and BTMG. Based on the unaudited financial statements of BTGT dated 17 November 2025, the net asset value which was represented by: (i) the 39,523 BTGT shares acquired by BTHR was THB 6,741,553; and (ii) the two (2) BTGT shares acquired by BTMG was THB 341.

Following the completion of the Acquisition, BTGT became an indirect wholly owned subsidiary of the Company. Details of the issued and paid-up capital and primary activity of BTGT are as follows:

Issued and paid-up capital : THB 7,750,000.00 (approximately SGD 315,000)
Primary activity : A chain of wholesale and retail outlets specializing in indigenous handicrafts and spa products

2. Incorporation of a New Wholly Owned Subsidiary in Malaysia

The Company had established the following wholly owned subsidiary as part of its ongoing business development:

Name of subsidiary : Banyan Living Sdn. Bhd.
Country of incorporation : Malaysia
Issued and paid-up capital : MYR 1.00
Primary activity : Rental management or equivalent

Each and all of the above transactions is/are not expected to have any material impact on the net tangible assets per share or earnings per share of the Group for the financial year ending 31 December 2026.

None of the directors (save as disclosed in earlier announcements) or controlling shareholders of the Company has any interests, direct or indirect, in the above transactions (other than through their shareholdings in the Company).

By Order of the Board

Tan Min Hai Edmund
Company Secretary
27 February 2026