ASSET ACQUISITIONS AND DISPOSALS::ANNOUNCEMENT PURSUANT TO RULE 706A OF THE LISTING MANUAL

Issuer & Securities

Issuer/ Manager
BANYAN TREE HOLDINGS LIMITED

Securities
BANYAN TREE HOLDINGS LIMITED - SG1T49930665 - B58

Stapled Security
No

Announcement Details

Announcement Title
Asset Acquisitions and Disposals

Date &Time of Broadcast
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Status
New

Announcement Sub Title
Announcement pursuant to Rule 706A of the Listing Manual

Announcement Reference
SG260813OTHRSZNU

Submitted By (Co./ Ind. Name)
Tan Min Hai Edmund

Designation
Company Secretary

Description (Please provide a detailed description of the event in the box below)
Please refer to the attachment.

Attachments

BTHL_R706A_1H2026_Final.pdf

Total size =139K MB

BANYAN TREE HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number 200003108H)

ANNOUNCEMENT PURSUANT TO RULE 706A OF THE LISTING MANUAL

Banyan Tree Holdings Limited (the "**Company**") and together with its subsidiaries, the ("**Group**") wishes to announce the following event(s) pursuant to Rule 706A of the SGX-ST Listing Manual: -

Incorporation and Internal Reorganisation of Thailand Subsidiaries

As part of the Group's ongoing restructuring of its Thailand operations, the Group incorporated the following companies in Thailand:

1) Banyan Tree Hotels & Resorts Atlas Limited;
2) Banyan Tree Hotels & Resorts Beacon Limited;
3) Banyan Tree Hotels & Resorts Crest Limited;
4) Banyan Tree Hotels & Resorts Delta Limited;
5) Banyan Tree Hotels & Resorts Elevate Limited; and
6) Banyan Tree Hotels & Resorts Front Limited.

The above companies were incorporated as part of the Group's Thailand restructuring exercise and were subsidiaries of the Group upon incorporation. During the financial period, share subscriptions and transfers were undertaken to align the legal ownership structure of these entities with the Group's intended holding structure.

In particular, Banyan Tree Hotels & Resorts Pte. Ltd., a wholly-owned subsidiary of the Company, acquired:

- 24,010 ordinary shares in Banyan Tree Hotels & Resorts Crest Limited, representing 49% of its issued share capital;
- 12,250 ordinary shares in Banyan Tree Hotels & Resorts Delta Limited, representing 49% of its issued share capital;
- 6,370 ordinary shares in Banyan Tree Hotels & Resorts Elevate Limited, representing 49% of its issued share capital; and
- 3,430 ordinary shares in Banyan Tree Hotels & Resorts Front Limited, representing 49% of its issued share capital.

The aggregate consideration for the acquisition by Banyan Tree Hotels & Resorts Pte. Ltd. was THB4,606,000, comprising THB2,401,000 for Banyan Tree Hotels & Resorts Crest Limited, THB1,225,000 for Banyan Tree Hotels & Resorts Delta Limited, THB637,000 for Banyan Tree Hotels & Resorts Elevate Limited and THB343,000 for Banyan Tree Hotels & Resorts Front Limited. The consideration was determined based on the net asset value represented by the shares acquired, which was equivalent to the par value of THB100 per share, and was satisfied in cash.

Following the restructuring, Banyan Tree Hotels & Resorts Pte. Ltd. directly holds 49% of the issued share capital of Banyan Tree Hotels & Resorts Crest Limited, Banyan Tree Hotels & Resorts Delta Limited, Banyan Tree Hotels & Resorts Elevate Limited and Banyan Tree Hotels & Resorts Front Limited. The remaining shareholdings are held through the restructuring holding structure established for the Group's Thailand operations.

In connection with the same restructuring exercise, Banyan Tree Resorts & Spas (Thailand) Company Limited transferred 1,234,198 preference shares in Banyan Tree Hotels & Resorts (Thailand) Company Limited to Banyan Tree Hotels & Resorts Atlas Limited on 26 February 2026 for a cash consideration of THB693,900, being the net asset value represented by the shares transferred.

These arrangements were implemented as part of the Group's internal reorganisation and did not result in any material change to the Group's effective economic interest in, or control over, the relevant entities.

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

None of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the above transactions other than through their respective shareholdings in the Company.

By Order of the Board

Tan Min Hai Edmund
Company Secretary
13 August 2026