**VOLUNTARY UNCONDITIONAL CASH OFFER**

by

**RHT CAPITAL PTE. LTD.**
(Company Registration No.: 201109968H)
(Incorporated in the Republic of Singapore)

for and on behalf of

**GTV CAPITAL PTE. LTD.**
(Company Registration No.: 202229435K)
(Incorporated in the Republic of Singapore)

to acquire all the issued and paid-up ordinary shares in the capital of

**SYSMA HOLDINGS LIMITED**
(Company Registration No.: 201207614H)
(Incorporated in the Republic of Singapore)

other than those already owned, controlled or agreed to be acquired by
GTV Capital Pte. Ltd. as at the date of the Offer

**COMPLETION OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT 1967 (“COMPANIES ACT”)**

## 1. INTRODUCTION

1.1 RHT Capital Pte. Ltd. (“**RHTC**”) refers to:

1.1.1 the offer announcement (“**Offer Announcement**”) dated 1 June 2023 (“**Offer Announcement Date**”) in relation to the voluntary conditional cash offer (“**Offer**”) by RHTC, for and on behalf of GTV Capital Pte. Ltd. (“**Offeror**”), to acquire all the issued and paid-up ordinary shares (“**Shares**”) in the capital of Sysma Holdings Limited (“**Company**”), in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers (“**Code**”);

1.1.2 the formal offer document dated 22 June 2023 (“**Despatch Date**”) in relation to the Offer by RHTC, for and on behalf of the Offeror, containing the terms and conditions of the Offer and its related documents (“**Offer Document**”);

1.1.3 the announcement dated 10 July 2023 in relation to the Offer by RHTC, for and on behalf of the Offeror, stating that the Offer Price of S$0.168 in cash per Offer Share is final ("**No Revision of Offer Price Announcement**");

1.1.4 the announcement dated 19 July 2023 ("**Unconditional Announcement**") in relation to the Offer by RHTC, for and on behalf of the Offeror, stating that the Offer has been declared unconditional in all respects, level of acceptances of the Offer, extension of the Closing Date, and the Offeror's entitlement to exercise its right of compulsory acquisition under Section 215(1) of the Companies Act to compulsorily acquire ("**Compulsory Acquisition**") all the Shares of the Shareholders who have not accepted the Offer ("**Dissenting Shareholders**");

1.1.5 the announcement dated 3 August 2023 in relation to the Offer by RHTC, for and on behalf of the Offeror, stating that the Offer had closed at 5.30 p.m. on 3 August 2023 ("**Close of Offer Announcement**"); and

1.1.6 the announcement dated 4 August 2023 in relation to the Offer by RHTC, for and on behalf of the Offeror, in connection with the despatch of notices pursuant to Section 215(1) and Section 215(3) of the Companies Act.

1.2 All capitalised terms used in this announcement ("**Announcement**") and not defined herein shall have the same meanings given to them in the Offer Document.

## 2. COMPLETION OF COMPULSORY ACQUISITION UNDER SECTION 215(1) OF THE COMPANIES ACT

2.1 RHTC wishes to announce, for and on behalf of the Offeror, that the Offeror has today completed the exercise of its right of Compulsory Acquisition to acquire the Shares of the Dissenting Shareholders. As at the date of this Announcement, the transfer of the Shares of the Dissenting Shareholders to the Offeror has been effected and payment for such Shares has been despatched to the Dissenting Shareholders.

2.2 Accordingly, the Company is now a wholly owned subsidiary of the Offeror and will be delisted from the Official List of the SGX-ST with effect from 9.00 a.m. on 13 September 2023.

## 3. RESPONSIBILITY STATEMENT

3.1 The Director of the Offeror (including where he has delegated detailed supervision of this Announcement) has taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and the Director accepts responsibility accordingly.

3.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, information relating to the Company), the sole responsibility of the Director of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this Announcement.

Issued by
**RHT Capital Pte. Ltd.**

For and on behalf of
**GTV Capital Pte. Ltd.**

12 September 2023

*Any enquiries relating to this Announcement or the Offer should be directed during office hours to:*

**RHT Capital Pte. Ltd.**
Tel: (65) 6381 6966

**IMPORTANT NOTICE**

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as “expect”, “anticipate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the current expectations, beliefs, hopes, intentions or strategies of the party making the statements regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and neither the Offeror nor RHTC undertakes any obligation to update publicly or revise any forward-looking statements, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.