

# VOLUNTARY UNCONDITIONAL CASH OFFER FOR PTERIS GLOBAL LIMITED

On 21 April 2016, Sharp Vision Holdings Limited (the "Offeror") announced a voluntary unconditional cash offer for all the issued and paid-up ordinary shares (the "Shares") in the capital of Pteris Global Limited (the "Company"), other than those Shares held, directly or indirectly, by the Offeror and Shenzhen TGM Ltd. ("SZ TGM"). Further, on 11 July 2016, the written notification ("Written Notification") setting out the revised Final Offer Price was despatched to Shareholders.

This Letter should be read in conjunction with the Offer Document despatched on 12 May 2016, the Written Notification despatched on 11 July 2016, and all documents and announcements issued by or on behalf of the Offeror in relation to the Offer. Unless otherwise defined in this Letter, all capitalised terms shall bear the same meanings as ascribed to them in the Offer Document.

If you are in any doubt about the Offer or the action you should take, you should consult your stockbroker, bank manager, solicitor or other professional adviser immediately.

**Final Offer Price**  
**\$S\$0.85**  
for each  
Pteris Global Share



**Final Closing Date: 5.30 p.m. (Singapore time) on 1 September 2016 (Thursday)**

**The Offeror has no intention of extending the Offer beyond the Final Closing Date.**

**1** The Final Offer Price of S\$0.85 is final. The Offeror does not intend to revise the Final Offer Price.

**2** If you accept the offer, you will receive the cash consideration within 7 Business Days after our receipt of your valid acceptance.

**3** The Offeror and SZ TGM owned, controlled or agreed to acquire approximately 98.3% of Pteris Global shares as at 3 August 2016.

**4** As the percentage of the total number of Shares which are held in public hands is less than 10%, the Company no longer meets the Free Float Requirement prescribed by Rule 723 of the Catalist Rules.

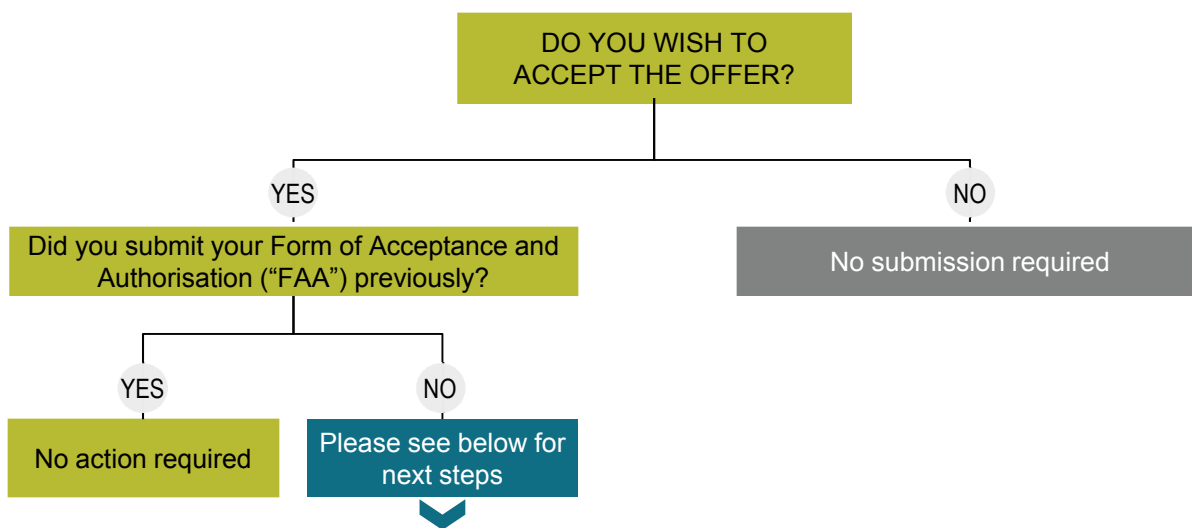
**5** On 26 July 2016, the Company announced that SGX-ST has confirmed that it has no objection to the delisting of the Company from the Official List of the SGX-ST subject to the conditions as set out in the announcement.

**6** The Offer will close at 5:30 p.m. on the Final Closing Date. Accordingly, acceptances of the Offer must be received by 5:30 p.m. on 1 September 2016 and any acceptances received after 5:30 p.m. on 1 September 2016 will be rejected.

Shareholders should also note that if they do not accept the final offer, they will hold shares in an unlisted entity.



# WHAT CAN YOU DO NEXT?



## If you wish to accept the offer :

- 1 Look for the FAA Form. You may continue to use the FAA form which was despatched together with the Offer Document on 12 May 2016.
- 2 Check or fill in your personal particulars and Securities Account Number.
- 3 Under Part A, fill in the number of Offer shares in the "Free Balance" of your CDP Securities Account that you wish to sell.
- 4 Fill in the applicable date and proceed to sign off on the bottom right hand corner of the FAA.
- 5 Return the completed and signed FAA in the enclosed pre-addressed envelope.

## FAA ACCEPTANCE FORM

## If you are a CPFIS Investor and/or SRS Investor:

Please contact your CPF/ SRS Agent Banks (namely, DBS Bank, Oversea-Chinese Banking Corporation Limited or United Overseas Bank Limited).

## If you have misplaced the acceptance form(s):

Electronic copies are available from the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

Click on the "Company Information" tab → "Company Announcements". Select "PTERIS GLOBAL LIMITED". The FAA is appended to the announcement dated 11 August 2016 relating to the despatch of the Reminder Letter.

Alternatively, you may call CDP at **(65) 6535 7511** to obtain the FAA.

## DBS HELP LINE

Please call DBS at **(65) 6878 6347** between 8.30 a.m. and 5.30 p.m. from Monday to Friday (excluding public holidays) if you have any enquiries about the Offer, or if you need assistance to complete the FAA.

### IMPORTANT NOTICE

The information in this Letter is a summary of the Offer, and should be read in conjunction with the full information contained in the Offer Document and all documents and announcements issued by or on behalf of the Offeror in relation to the Offer. In the event of any inconsistency or conflict between the terms of this Letter and the Offer Document, the terms set out in the Offer Document shall prevail.

Nothing in this Letter is intended to be, or shall be taken as, advice, recommendation or solicitation to the Shareholders or any other party. DBS is acting for and on behalf of the Offeror and does not purport to advise any Shareholder.

Shareholders are advised to exercise caution when dealing in their Shares, and refrain from taking any action in relation to their Shares which may be prejudicial to their interests.

### RESPONSIBILITY STATEMENT

The directors of the Offeror (including any director who may have delegated detailed supervision of this Letter) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Letter are fair and accurate and that no material facts have been omitted from this Letter. The directors of the Offeror jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to the Company), the sole responsibility of the directors 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, reflected or reproduced in this Letter.

# 您下一步可以采取什么行动？

您是否愿意接受本次收购要约？

是

否

您之前是否已经提交了接受收购要约表格（“FAA”）？

无需提交任何接受收购要约表格

是

否

无需采取任何行动

请参阅以下步骤

## 如果您愿意接受本次收购要约：

- 1 请找出要约接受表格。您可以继续使用随5月12日寄发的要约文件附带的FAA接受表格。
- 2 请核对或填写您的个人信息及证券账户号。
- 3 请在Part A填写您在CDP证券账户上的“自由结余”项下打算出售的要约股票数目。
- 4 请在表格中填写日期并在表格右下角签名确认。
- 5 请将填写好的FAA放入提前注明地址的随附信封并寄回。

## FAA 接受表格

The image shows a screenshot of the FAA Acceptance Form. It is a multi-page document with various sections. Numbered callouts are placed on the right side of the form: '2' points to the top section for personal and account information; '3' points to the section for the number of shares to be sold; and '4' points to the bottom right section for the date and signature.

## 如果您是公积金投资计划 (CPFIS) 项下的投资者以及或者退休辅助计划 (SRS) 项下的投资者：

请与您的公积金/退休辅助计划代理银行（即星展银行、华侨银行或大华银行）联络。

## 如果您遗失了FAA：

电子版FAA可以从新加坡证券交易所网站[www.sgx.com](http://www.sgx.com) 下载。

点击“公司信息” 标签页 → “公司公告”。选择“PTERIS GLOBAL LIMITED”。接受表格随附于2016年8月11日有关寄发本提醒函的公告。

另外，您也可以拨打 **(65) 6535 7511** 联络CDP获取FAA。

## 星展银行的咨询热线

若您对要约文件有任何疑问或在填写相关接受表格时需要任何协助，欢迎您在周一至周五（公众假期除外），在上午8点30分至下午5点30分之间，致电星展银行的帮助热线**(65) 6878 6347**。

### 重要声明

本提醒函所载信息仅作为要约文件的概要，故应与要约文件内的内容和所有由要约方或其代表所公布的所有文件和公告一同阅读。若概要与要约文件存在任何不一致或相冲突的条款，则应以要约文件中所列条款为准。

本节所列的任何信息并未意在或可被作为提供给股东或其他任何各方的意见、推荐或游说。星展银行为要约方服务并代表要约方行事，而非旨在向任何股东提供意见。

建议股东在处置其公司股票时谨慎行事，并避免采取任何可能对自己不利的行为。

### 责任声明

要约方董事（包括任何可能已转托其负有的仔细监督本提醒函的义务的董事）已经采取一切合理注意以确保本提醒函中所有记载的资讯以及所表达的意见都是公平和准确的，而没有遗漏重要资讯，并且要约方董事对此承担连带责任（董事间内部按份承担）。

对于从已发表或其他可公开获得的来源摘录或转载的任何资料（包括但不限于与公司有关的资料），要约方董事的唯一责任是通过合理查询，确保该等资料准确无误地摘录自该等来源，或（视乎情况而定）在本提醒函中反映或转载。

# 关于PTERIS GLOBAL LIMITED 的自愿无条件现金收购要约

Sharp Vision Holdings Limited (“**要约方**”) 于2016年4月21日发布公告以自愿无条件现金收购要约收购 Pteris Global Limited (“**公司**”) 的股票 (“**收购要约**”), 除了要约方和 Shenzhen TGM Ltd. (“**SZ TGM**”) 直接或间接持有的股份。要约方也在2016年7月11日寄发了修改过的最后现金要约价的书面通知 (“**书面通知**”)。

在阅读本函的同时, 请一并查阅于2016年5月12日所寄发的收购要约文件、2016年7月11日所寄发的书面通知和所有要约方或者要约方代表就本次收购要约所发布的所有文件和公告。除非在本函里另有定义, 所有术语的含义均以收购要约文件中的定义为准。

如果您对于本次收购要约或者对应该要约所采取的行动有任何的疑问, 请立即向您的股票经纪、银行经理、律师或者其他专业人士咨询。

最后现金要约价  
**0.85新元**  
每股



**最后截止日期和时间: 2016年9月1日, 下午5时30分 (新加坡时间) (星期四)**  
**要约方没有意向延长截止日期。**

**1** 每股最后要约价为现金0.85新元。要约方无意进一步提高最后要约价格。

**2** 如果您接受本次收购要约, 在我们收到您的有效接受表格的七个工作日内, 我们将支付您每股0.85新元的现金。

**3** 截止至2016年8月3日, 要约方及SZ TGM共拥有、控制或者同意收购 Pteris Global 大约98.3%的股份。

**4** 由于公众流通股份已经不到总股比的10%, 公司不再符合由凯利板规则第723条中规定的最低公众流通股份的条件。

**5** 2016年7月26日, 公司宣布新交所对于公司所提出从新交所正式名单退市的申请并没有任何异议, 但需取决于公告所载明的条件。

**6** 要约将会于最后截止日期5时30分结束。因此接受表格必须于2016年9月1日5时30分前送达指定地址。迟于2016年9月1日, 5时30分收到的接受表格将被拒绝。

股东也应注意如果他们不接受最后要约, 他们将持有非上市实体的股票。

