



**SYNAGIE CORPORATION LTD.**  
(Incorporated in Singapore)  
(Company Registration No. 201717972D)

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**RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 39,715,003 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY**

**(A) RECEIPT OF LISTING AND QUOTATION NOTICE; AND**

**(B) NOTICE OF BOOKS CLOSURE DATE**

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*Unless otherwise defined, all terms used herein shall bear the same meaning as in the Company's announcement released on 8 November 2019 in relation to the Rights Issue ("**Earlier Announcement**").*

**1. RECEIPT OF LISTING AND QUOTATION NOTICE**

- 1.1. The board of directors (the "**Board**" or the "**Directors**") of Synagie Corporation Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the Earlier Announcement.
- 1.2. Further to the Earlier Announcement, the Board is pleased to announce that the Company has today, 28 November 2019, received the listing and quotation notice (the "**Listing and Quotation Notice**") in relation to the listing and quotation on the Catalist of up to 39,715,003 Rights Shares.
- 1.3. The listing and quotation of the Rights Shares is subject to compliance with the SGX-ST's listing requirements.
- 1.4. The Listing and Quotation Notice is not an indication of the merits of the Rights Issue, the Rights Shares, the Company, its subsidiaries and their securities.

**2. NOTICE OF BOOKS CLOSURE DATE**

- 2.1. **NOTICE IS HEREBY GIVEN** that the register of members and share transfer books of the Company will be closed at **5.00 p.m.** (Singapore time) on **6 December 2019** (the "**Books Closure Date**") for the purpose of determining the provisional allotments of Rights Shares under the Rights Issue to Entitled Shareholders, which comprises Entitled Depositors and Entitled Scripholders and excludes Foreign Shareholders.
- 2.2. The Shares will trade on a "cum-rights" basis on the Catalist up to 5.00 p.m. (Singapore time) on 4 December 2019. The Shares will trade on an "ex-rights" basis from 9.00 a.m. (Singapore time) on 5 December 2019 and any person who purchases Shares on and from 4 December 2019 will not be entitled to any provisional allotment of Rights Shares under the Rights Issue.

**3. ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE**

**3.1. Eligibility to Participate**

- 3.1.1. Entitled Shareholders will be entitled to participate in the Rights Issue and receive the offer information statement (the "**Offer Information Statement**") and its accompanying documents at their respective Singapore addresses as maintained with the records of the CDP or the share registrar, RHT Corporate Advisory Pte. Ltd. (the "**Share Registrar**"), as the case may be.

### 3.2. Entitled Depositors

- 3.2.1. Entitled Depositors will be provisionally allotted their entitlements under the Rights Issue, fractional entitlements to be disregarded, on the basis of the number of Shares standing to the credit of their securities account maintained with the CDP as at 5.00 p.m. on the Books Closure Date.

### 3.3. Foreign Shareholders

For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Rights Shares will **NOT** be provisionally allotted to Shareholders with registered addresses outside Singapore as at the Books Closure Date and who have not, at least three (3) Market Days prior to the Books Closure Date, provided CDP or the Share Registrar (as the case may be) with addresses in Singapore for the service of notices and documents (including the Offer Information Statement and its accompanying documents) ("**Foreign Shareholders**") and the Offer Information Statement and its accompanying documents will not be despatched to Foreign Shareholders or into any jurisdictions outside of Singapore.

**Accordingly, Foreign Shareholders will NOT be entitled to participate in the Rights Issue. No provisional allotment of the Rights Shares will be made to Foreign Shareholders and no purported acceptance thereof or application for excess Rights Shares by Foreign Shareholders will be valid.**

Foreign Shareholders who wish to be eligible to participate in the Rights Issue must provide an address in Singapore for the service of notices and documents by:

- (a) completing CDP's form entitled "Securities Account Information Update", available at [www.sgx.com/cdp](http://www.sgx.com/cdp) and submitting the completed form to CDP in accordance with the instructions therein; or
- (b) notifying in writing the Share Registrar at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712,

as the case may be, no later than 5.00 p.m. on the date being three (3) Market Days prior to the Books Closure Date.

If it is practicable to do so, the Company may, at its absolute discretion, arrange for the provisional allotments of Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders, to be sold "nil-paid" on the Catalist as soon as practicable after dealings in the provisional allotments of Rights Shares commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account the relevant expenses to be incurred thereto. The net proceeds from all such sales will be dealt with in accordance with the terms set out in the Offer Information Statement to be issued by the Company in connection with the Rights Issue and lodged with the SGX-ST acting as agent on behalf of the Monetary Authority of Singapore, and despatched to Entitled Shareholders in due course.

Any entitlements to the Rights Shares not taken up for any reason will be aggregated and allotted to satisfy excess applications or disposed of or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit, in the interests of the Company.

### 3.4. Entitled Shareholders

Subject to the terms and conditions of the Offer Information Statement and the accompanying documents, Entitled Shareholders are at liberty to accept or decline (in full or in part) their provisional allotments of Rights Shares and are eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue.

#### **4. RESPONSIBILITY STATEMENT**

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Announcement and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Announcement constitutes full and true disclosure of all material facts about the Rights Issue, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Announcement misleading. Where information in this Announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Announcement in its proper form and context.

#### **5. CAUTION IN TRADING**

Shareholders and potential investors of the Company are hereby reminded to exercise caution when dealing in the securities of the Company. In particular, Shareholders and potential investors of the Company are reminded that there is no assurance that the Rights Issue mentioned in this Announcement will materialise. Persons who are in doubt to the action they should take should consult their stockbrokers, bank managers, solicitors, accountants, tax advisers or other professional advisors.

#### **6. FURTHER ANNOUNCEMENTS**

Further details of the Rights Issue will be made available in the Offer Information Statement to be despatched to Entitled Shareholders in due course. Further announcements on the Rights Issue will be made by the Company as and when appropriate.

By order of the Board of  
**SYNAGIE CORPORATION LTD.**

**LEE SHIEH-PEEN CLEMENT**  
**EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER**

28 November 2019

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor has not independently verified the contents of this announcement.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The details of the contact person for the Sponsor are: -  
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