

## VOLUNTARY CONDITIONAL CASH OFFER

By



**CIMB BANK BERHAD (13491-P)**  
**SINGAPORE BRANCH**  
(Incorporated in Malaysia)

for and on behalf of

**SW INVESTMENT HOLDING PTE. LTD.**  
(Company Registration No.: 202110119R)  
(Incorporated in the Republic of Singapore)

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

**TOP GLOBAL LIMITED**  
(Company Registration No.: 198003719Z)  
(Incorporated in the Republic of Singapore)

### DEALINGS DISCLOSURE ANNOUNCEMENT

#### 1. INTRODUCTION

CIMB Bank Berhad, Singapore Branch ("**CIMB**") refers to:

- (a) the announcement dated 30 April 2021 issued by CIMB, for and on behalf of SW Investment Holding Pte. Ltd. (the "**Offeror**"), in relation to the voluntary conditional cash offer (the "**Offer**") for all the issued and paid-up ordinary shares ("**Shares**") in the capital of Top Global Limited (the "**Company**") excluding Shares held in treasury; and
- (b) the formal offer document ("**Offer Document**") dated 17 May 2021 issued by CIMB, for and on behalf of the Offeror, in connection with the Offer.

All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Document, unless otherwise expressly stated or the context otherwise requires.

#### 2. DEALINGS

Pursuant to Rule 12.1 of the Code, CIMB wishes to announce, for and on behalf of the Offeror, that the following dealings in Shares on the SGX-ST were made by the Offeror on 21 May 2021:

(a)	Total number of Shares acquired <sup>1</sup>	122,700
(b)	Percentage of the total number of Shares <sup>2</sup> constituted by the total number of Shares acquired	0.04%
(c)	Price paid per Share (excluding brokerage commission, clearing fees and applicable taxes)	S\$0.390
(d)	Resultant total number of Shares held by the Offeror after the dealing	1,711,700
(e)	Percentage of the total number of Shares constituted by the total number of Shares held by the Offeror after the dealing	0.53%
(f)	Resultant total number of Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it <sup>3</sup>	286,424,743
(g)	Resultant total percentage of the total number of Shares owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it	89.12%

### 3. RESPONSIBILITY STATEMENT

The directors of the Offeror (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading.

Where any information has been extracted or reproduced from published or publicly available sources or obtained from the Company, the sole responsibility of the directors of the Offeror has been to ensure through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

The directors of the Offeror jointly and severally accept responsibility accordingly.

<sup>1</sup> In this Announcement, Shares agreed to be acquired pursuant to a trade on the SGX-ST on a trade date are regarded as Shares already acquired on that trade date, notwithstanding that settlement of that trade will occur two (2) market days later. In this Announcement, all percentage figures are rounded to the nearest two (2) decimal places.

<sup>2</sup> Unless otherwise stated herein, references in this Announcement to the total number of Shares shall be to 321,381,099 Shares, excluding Shares held in treasury.

<sup>3</sup> This figure includes (a) 284,113,003 Shares held by Madam Oei Siu Hoa @ Sukmawati Widjaja ("**Mdm Oei**") and 600,000 Shares held by Mr. Hano Maeloa ("**Mr. Maeloa**"), which Mdm Oei and Mr. Maeloa have tendered in acceptance of the Offer pursuant to the Irrevocable Undertakings; and (b) 40 Shares held by CGS-CIMB Securities (Singapore) Pte. Ltd., an associated company of CIMB Group Holdings Berhad, which is the parent company of CIMB and accordingly, is presumed to be acting in concert with the Offeror. For the avoidance of doubt, this figure does not include any valid acceptances of the Offer by the Shareholders.

Issued by  
**CIMB Bank Berhad, Singapore Branch.**

For and on behalf of  
**SW INVESTMENT HOLDING PTE. LTD.**  
21 May 2021

*Any queries relating to this Announcement or the Offer should be directed during normal business hours to:*

CIMB Bank Berhad, Singapore Branch  
Tel: (65) 6302 7656

*Forward-Looking Statements*

*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 "aim", "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "shall", "should", "could", "may" and "might". These statements reflect the Offeror's current expectations, beliefs, hopes, intentions or strategies 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 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 CIMB undertakes any obligation to update publicly or revise any forward-looking statements.*