

# VOLUNTARY UNCONDITIONAL OFFER

by



## UNITED OVERSEAS BANK LIMITED

(Company Registration No.: 193500026Z)

(Incorporated in the Republic of Singapore)

for and on behalf of

### E2I PTE. LTD.

(Company Registration No.: 202427993M)

(Incorporated in the Republic of Singapore)

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

### SILVERLAKE AXIS LTD.

(Company Registration No.: 202133173M)

(Incorporated in the Republic of Singapore)

9 September 2024

To: The Shareholders of Silverlake Axis Ltd.

Dear Sir/Madam

## NOTICE OF ELECTRONIC DISSEMINATION OF OFFER DOCUMENT AND RELATED DOCUMENTS (THE "NOTICE")

### 1. INTRODUCTION

1.1 We refer to the offer announcement dated 26 August 2024 issued by United Overseas Bank Limited ("**UOB**") for and on behalf of E2I Pte. Ltd. ("**Offeror**") in respect of the voluntary unconditional offer (the "**Offer**") for all the issued and paid-up ordinary shares (the "**Shares**") in the capital of Silverlake Axis Ltd. (the "**Company**"), other than those already held by the Company as treasury shares and those already owned, controlled or agreed to be acquired by the Offeror as at the date of the Offer (the "**Offer Shares**"), in accordance with the Singapore Code on Take-overs and Mergers.

1.2 Unless otherwise defined, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Offer Document (as defined in paragraph 2.1 below).

### 2. ELECTRONIC DISSEMINATION OF OFFER DOCUMENT AND RELATED DOCUMENTS

2.1 UOB has today issued the offer document dated 9 September 2024 ("**Offer Document**") and its related documents for and on behalf of the Offeror. **Please note that no printed copies of the Offer Document will be despatched to Shareholders.**

2.2 **The Offer Document is available on the SGXNet announcement page of the Company at the following URL:**

**<https://www.sgx.com/securities/company-announcements?value=SILVERLAKE%20AXIS%20LTD.&type=company>**

You may also access the same announcement page by scanning the QR Code below:



Please click on the announcement titled “General Announcement::Voluntary Unconditional Offer – Electronic Dissemination of Offer Document” dated 9 September 2024. The Offer Document and its related documents can be accessed by clicking on the link under the section titled “Attachments” at the bottom of the announcement.

2.3 Printed copies of this Notice sent to you should also be accompanied by:

- (a) the Form of Acceptance and Authorisation for Offer Shares (“**FAA**”) for Depositors who wish to accept the Offer in respect of all or part of the Offer Shares standing to the credit of the “Free Balance” of their Securities Account; or
- (b) the Form of Acceptance and Transfer for Offer Shares (“**FAT**”) for Shareholders who wish to accept the Offer in respect of all or part of the Offer Shares which are not deposited with The Central Depository (Pte) Limited (“**CDP**”),

(collectively, the “**Acceptance Forms**”); and

- (c) the “know-your-client” particulars form to be submitted by Shareholders who wish to elect to receive the Combi Consideration in accordance with the procedures set out in the Offer Document and the Acceptance Forms (“**KYC Particulars Form**”).

2.4 If you do not receive any of the above documents, please contact (a) CDP (if you hold Offer Shares deposited with CDP) at CDP’s Customer Service Hotline +65 6535 7511 during their operating hours or email CDP at [asksgx@sgx.com](mailto:asksgx@sgx.com) for assistance, or (b) the office of the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (if you hold Offer Shares in scrip form) at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632 to request for the relevant documents upon production of satisfactory evidence that you are a Shareholder. Electronic copies of this Notice, the FAA, FAT and the KYC Particulars Form may also be obtained on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

### 3. **ACCEPTANCE**

3.1 If you wish to accept the Offer in respect of all or part of your Offer Shares:

- (a) if you hold Offer Shares deposited with CDP, please ensure that you submit the completed FAA:
  - (i) **by post**, in the enclosed pre-addressed envelope at your own risk, to E2I Pte. Ltd. c/o The Central Depository (Pte) Limited at Robinson Road Post Office, P.O. Box 1984, Singapore 903934, **OR**

- (ii) **in electronic form**, via SGX's Investor Portal at [investors.sgx.com](https://investors.sgx.com) (in respect of individual and joint-alt account holders only). Depositors who are corporations or joint-and account holders **cannot** submit their FAA in electronic form and should sign the enclosed FAA per its/their signing mandate and where appropriate, affix its common seal to the FAA in accordance with its constitution or relevant constitutive documents. Please note that only Shareholders who wish to elect to receive the Cash Consideration may submit their FAA in electronic form; and
- (b) if you hold Offer Shares in scrip form, please ensure that you deliver the completed and signed FAT in its entirety, the share certificate(s), other document(s) of title and/or other relevant document(s) required by the Offeror and/or the Receiving Agent relating to the Offer Shares in respect of which you accept the Offer:
  - (i) **by hand**, to E2I Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632; or
  - (ii) **by post** at your own risk, to E2I Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower #14-07 Singapore 098632,

in each case so as to arrive **NOT LATER THAN 5.30 P.M. (SINGAPORE TIME) ON 7 OCTOBER 2024 or such later date(s) as may be announced from time to time by or on behalf of the Offeror**, in accordance with Appendix 2 of the Offer Document. If the completed FAA is to be delivered by post to the Offeror, please use the pre-addressed envelope which is enclosed with the FAA which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

- 3.2 If you wish to elect to receive the Combi Consideration, you must also submit by email to [e2i-corpsec@rajahtann.com](mailto:e2i-corpsec@rajahtann.com), an electronic scanned copy of the duly completed KYC Particulars Form, together with the supporting document(s) which are satisfactory to the Offeror, **at the same time** that you submit your completed FAA or FAT (as the case may be), failing which you will be deemed to have elected to receive the Cash Consideration.
- 3.3 The procedures for acceptance of the Offer are set out in further detail in Appendix 2 to the Offer Document and in the relevant Acceptance Form.
- 3.4 SRS Investors should receive further information on how to accept the Offer from their respective SRS Agent Banks.

#### 4. **GENERAL**

- 4.1 The views of the directors of the Company who are considered independent for the purposes of the Offer ("**Independent Directors**") and the independent financial adviser to the Independent Directors on the Offer will be made available to Shareholders in due course. The Independent Directors are required under the Code to advise Shareholders of their views of the Offer within 14 days after the dissemination of the Offer Document. Shareholders may wish to consider their advice before taking any action in relation to the Offer.
- 4.2 If you are in doubt as to the action you should take, you should immediately seek your own advice from your relevant financial, legal or tax advisers or other independent financial adviser.

## 5. OVERSEAS SHAREHOLDERS

- 5.1 The availability of the Offer to persons not resident in Singapore, as shown in the register of members of the Company or, as the case may be, in the records of CDP ("**Overseas Shareholders**") may be affected by the laws of the relevant jurisdictions. Overseas Shareholders should inform themselves about, and observe, any applicable requirements in their own jurisdiction.
- 5.2 For the avoidance of doubt, the Offer will be open to all Shareholders, including those to whom the Offer Document and the relevant form(s) of acceptance may not be despatched. Further details in relation to Overseas Shareholders are contained in the Offer Document.

## 6. RESPONSIBILITY STATEMENT

- 6.1 The Directors and the ZFPL Directors (including those who may have delegated detailed supervision of this Notice) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notice are fair and accurate and that no material facts have been omitted from this Notice, and they jointly and severally accept responsibility accordingly.
- 6.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, in relation to the Group), the sole responsibility of the Directors and the ZFPL Directors 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 Notice.

Issued by  
**UNITED OVERSEAS BANK LIMITED**

For and on behalf of  
**E2I PTE. LTD.**  
9 September 2024

---

Any enquiries relating to this Notice should be directed during office hours to the UOB helpline at (65) 6539 7066.