PTERIS GLOBAL LIMITED
(Company Registration Number: 197900230M)
(Incorporated in the Republic of Singapore)

PROPOSED DELISTING OF THE COMPANY

CLOSE OF OFFER, SUSPENSION OF TRADING AND THE DELISTING OF THE COMPANY

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1. INTRODUCTION

1.1 The board of directors (the "**Directors**") of Pteris Global Limited (the "**Company**") refer to:

(a) the announcement dated 21 April 2016 (the "**Offer Announcement**") that DBS Bank Ltd. ("**DBS Bank**") made for and on behalf of Sharp Vision Holdings Limited (the "**Offeror**") relating to the voluntary unconditional cash offer (the "**Offer**") for all the issued and paid-up ordinary shares (the "**Shares**") in the capital of the Company, other than those Shares held, directly or indirectly, by the Offeror and Shenzhen TGM Ltd. ("**SZ TGM**");

(b) the offer document dated 12 May 2016 (the "**Offer Document**") issued by the Offeror in connection with the Offer;

(c) the offeree circular dated 2 June 2016 (the "**Offeree Circular**") issued by the Company in connection with the Offer;

(d) the announcement released by DBS Bank for and on behalf of the Offeror on 3 July 2016 (the "**Revision Announcement**") informing the shareholders of the Company (the "**Shareholders**") on, *inter alia*, the revised terms and conditions of the Offer;

(e) the written notification to Shareholders dated 11 July 2016 despatched by the Offeror (the "**Revision Notification**") setting out, *inter alia*, the revisions to the Offer;

(f) the announcement dated 11 July 2016 by the Company, in respect of the loss of public float of the Company ("**Loss of Public Float Announcement**");

(g) the supplemental letter dated 18 July 2016 to the Shareholders ("**Supplemental Letter**") containing the recommendation of the directors who are considered independent for the purpose of the revised Offer ("**Independent Directors**") and the advice of Xandar Capital Pte. Ltd., the independent financial adviser to the Independent Directors (the "**IFA**") in respect of the revised Offer;

(h) the announcement dated 26 July 2016 by the Company, in respect of the waiver from compliance with Rules 705(2) and 1307(1) of the Catalist Rules and the proposed delisting of the Company (the "**Waiver and Delisting Announcement**");

(i) the announcement dated 28 July 2016 by the Company in relation to the recommendation of the Independent Directors on the final offer price for each Offer Share is S$0.85 in cash ("**Final Offer Price**") as the exit offer;

(j) the announcement released and despatched by DBS Bank for and on behalf of the Offeror on 3 August 2016 informing the Shareholders on, *inter alia*, the Offer serving as the exit offer and the final closing date of the Offer.

(k) the reminder letter to the Shareholders dated 11 August 2016 despatched by the Offeror, in respect of the final closing date of the Offer; and

(l) the announcement released by DBS Bank for and on behalf of the Offeror on 1 September 2016 in relation to the close of the Offer (the "**Close of Offer Announcement**").

Capitalised terms used and not defined herein shall have the same meanings given to them, where applicable, in the Offer Document, the Offeree Circular, the Revision Notification, the Loss of Public Float Announcement, the Waiver and Delisting Announcement and the Close of Offer Announcement.

2. CLOSE OF THE OFFER

The Directors wishes to inform the Shareholders that on 1 September 2016, the Offeror announced that the Offer has closed at 5.30 p.m. (Singapore time) on 1 September 2016 (Thursday) (the "**Closing Date**"). **Accordingly, the Offer is no longer open for acceptances and any acceptances received after 5.30 p.m. (Singapore time) on the Closing Date will be rejected.**

A copy of the Close of Offer Announcement is available on the website of the Singapore Exchange Securities Trading Limited at http://www.sgx.com.

3. FINAL LEVEL OF ACCEPTANCES FOR THE OFFER

As stated in the Close of Offer Announcement, as at 5.30 p.m. (Singapore time) on the Closing Date, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with it; and (b) valid acceptances to the Offer, amount to an aggregate of 381,435,847 Shares, representing approximately 98.98% of the total Shares.

4. SGX-ST PUBLIC FLOAT REQUIREMENT AND SUSPENSION OF TRADING

As announced by the Company in the Loss of Public Float Announcement, under Rule 723 of the Listing Manual Section B: Rules of Catalist of the SGX-ST ("**Catalist Rules**"), the Company must ensure that at least 10% of the total number of issued Shares (excluding treasury shares) is at all times held by the public.

Pursuant to Rule 1303(1) of the Catalist Rules, as the Offeror has, through acceptances or otherwise, succeeded in holding more than 90% of the total number of issued shares, the SGX-ST will suspend trading of the Shares on the SGX-ST at the close of the Offer.

As stated in the Offer Document, the Offeror does not intend to take any actions for any trading suspension in the securities of the Company to be lifted or support any actions by the Company to maintain its listing status.

5. NO COMPULSORY ACQUISITION

In view of the SZ TGM Undertaking, the Offeror has not received sufficient valid acceptances of the Offer in order to meet the threshold for compulsory acquisition under Section 215(1) of the Companies Act. Accordingly, the Offeror is not entitled to exercise any rights under Section 215(1) of the Companies Act to compulsorily acquire all the Shares of the dissenting Shareholders. Dissenting Shareholders are also not entitled to exercise their rights under Section 215(3) of the Companies Act to require the Offeror to acquire their Shares.

Shareholders should also note that if they have not accepted the Offer by the Closing Date, they will hold Shares in an unlisted entity upon the delisting of the Company.

6. DELISTING OF THE COMPANY

As stated in the Waiver and Delisting Announcement, the SGX-ST had, on 25 July 2016, granted the Company a waiver from compliance with Catalist Rules 705(2) and 1307(1) and stated that it had no objection to the delisting of the Company, subject to compliance with Catalist Rules 1307 and 1308. For the purposes of compliance with Catalist Rule 1308, the SGX-ST is amenable to use the Final Offer Price as the reasonable exit alternative and the reliance on the IFA's opinion on the Final Offer Price.

The Board of Directors wishes to announce that the Company will be delisted from the Official List of the SGX-ST with effect from 9.00 a.m. on 7 September 2016.

7. RESPONSIBILITY STATEMENT

The Directors of the Company (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and, where appropriate, no material facts have been omitted from this announcement which would make any statement in this announcement misleading, and they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Revision Notification, the Revision Announcement, the Offer Document, the Offer Announcement and the Close of Offer Announcement), the sole responsibility of the Directors of the Company has been to ensure through reasonable enquiries that such information is accurately extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement.

By Order of the Board
PTERIS GLOBAL LIMITED

Tan Swee Gek
Company Secretary

1 September 2016

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), SAC Advisors Private Limited (formerly known as Canaccord Genuity Singapore Pte. Ltd.), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**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 assume no responsibility for the contents of this announcement, including the correctness of any of the statements made, reports contained or opinions expressed in this announcement.

The contact person for the Sponsor is Ms Soo Hsin Yu, Partner, SAC Advisors Private Limited (formerly known as Canaccord Genuity Singapore Pte. Ltd.) at 1 Robinson Road, #21-02 AIA Tower, Singapore 048542, telephone (65) 6221 5590.