



SILVERLAKE AXIS LTD.
(Registered in Singapore)
(Company Registration No. 202133173M)

**VOLUNTARY UNCONDITIONAL OFFER FOR ALL THE ISSUED AND PAID-UP ORDINARY
SHARES IN THE CAPITAL OF SILVERLAKE AXIS LTD.**

DELISTING DATE

1. Introduction

- 1.1 The Board of Directors ("**Board**" or "**Directors**") of Silverlake Axis Ltd. ("**Company**") refers to the following announcements:
- (a) offer announcement issued on 26 August 2024 by United Overseas Bank Limited ("**UOB**") for and on behalf of E2I Ltd. (formerly known as E2I Pte. Ltd.) ("**Offeror**") relating to, *inter alia*, the voluntary unconditional offer ("**Offer**") for all the issued and paid-up ordinary shares ("**Shares**") in the capital of 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 in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers ("**Offer Announcement**");
 - (b) announcement issued on 26 August 2024 by the Company in response to the Offer Announcement;
 - (c) announcement issued on 2 September 2024 by the Company relating to the appointment of PrimePartners Corporate Finance Pte. Ltd. as the independent financial adviser to advise the directors of the Company who are considered to be independent for the purpose of making a recommendation to the shareholders of the Company ("**Shareholders**") in respect of the Offer;
 - (d) offer document dated 9 September 2024 issued by UOB for and on behalf of the Offeror setting out the terms and conditions of the Offer ("**Offer Document**");
 - (e) announcement dated 9 September 2024 issued by the Company in response to the electronic dissemination of the Offer Document;
 - (f) offeree circular dated 23 September 2024 issued by the Company in connection with the Offer ("**Offeree Circular**");
 - (g) announcement dated 24 September 2024 issued by UOB for and on behalf of the Offeror announcing that the Offer Consideration is final and that the Offeror does not intend to increase the Offer Consideration;
 - (h) announcement dated 4 October 2024 issued by UOB for and on behalf of the Offeror, in relation to, *inter alia*, the extension of closing date and the procedures for acceptance of the offer ("**Extension of Closing Date Announcement**");

- (i) announcement dated 4 October 2024 issued by the Company in response to the Extension of Closing Date Announcement;
- (j) announcement dated 7 October 2024 issued by UOB for and on behalf of the Offeror, in relation to, *inter alia*, the level of acceptances of the Offer as at 5.30 p.m. (Singapore time) on 7 October 2024, loss of free float and non-assenting shareholders' rights under Section 215(3) of the Companies Act;
- (k) announcement dated 8 October 2024 issued by the Company announcing, *inter alia*, that Rule 723 of the Listing Manual requires the Company to ensure that at least 10% of the total number of issued Shares excluding treasury shares is at all times held by the public ("**Free Float Requirement**"), and that the Free Float Requirement is no longer satisfied ("**Loss of Free Float Announcement**");
- (l) announcement dated 17 October 2024 issued by UOB for and on behalf of the Offeror announcing, *inter alia*, that the Offeror has received acceptances from Shareholders other than the Offeror and parties acting in concert with it that represent a majority of at least 75% of the total number of issued Shares held by these independent shareholders;
- (m) announcement dated 18 October 2024 issued by UOB for and on behalf of the Offeror, in relation to, *inter alia*, the further extension of closing date of the Offer;
- (n) announcement dated 1 November 2024 issued by UOB for and on behalf of the Offeror, in relation to, *inter alia*, the despatch of Form 58 and notification letter pursuant to Section 215(3) of the Companies Act;
- (o) announcement dated 14 November 2024 issued by UOB for and on behalf of the Offeror, in relation to, *inter alia*, (i) the level of acceptances of the Offer as at 6.00 p.m. (Singapore time) on 14 November 2024; (ii) the Offeror's entitlement and intention to compulsorily acquire the remaining Shares pursuant to Section 215(1) of the Companies Act on the same terms as those under the Offer ("**Compulsory Acquisition**"); (iii) the Offeror's intention to delist the Company from the SGX-ST subsequent to the Compulsory Acquisition; and (iv) the final closing date of the Offer being 18 November 2024 ("**Compulsory Acquisition Announcement**");
- (p) the announcement dated 18 November 2024 issued by UOB for and on behalf of the Offeror in relation to, *inter alia*, the close of the Offer and the final level of acceptances of the Offer ("**Close of Offer Announcement**");
- (q) the announcement dated 19 November 2024 issued by the Company in response to the Close of Offer Announcement;
- (r) the announcement dated 21 November 2024 issued by the Company announcing, *inter alia*, that the Singapore Exchange Regulation Pte. Ltd. ("**SGX Regco**") has no objection to the Company's delisting from the SGX-ST ("**Proposed Delisting**");
- (s) the announcement dated 25 November 2024 issued by UOB for and on behalf of the Offeror, in relation to, *inter alia*, the despatch of documents relating to compulsory acquisition of Shares in the Company; and
- (t) the announcement dated 26 December 2024 issued by UOB for and on behalf of the Offeror in relation to the exercise of right of compulsory acquisition under Section 215(1) of the Companies Act.

1.2 Unless otherwise defined herein, capitalised terms used herein shall bear the same meaning ascribed to them in the aforesaid announcements.

2. Delisting

2.1 The Offeror has on 26 December 2024 exercised its right of Compulsory Acquisition pursuant to Section 215(1) of the Companies Act to compulsorily acquire all the Shares of the Dissenting Shareholders. The Company understands from the Offeror that the Compulsory Acquisition is expected to be completed on or around 2 January 2025.

2.2 Following the completion of the Compulsory Acquisition, the Offeror will own all the Shares of the Company. Accordingly, the Board wishes to announce that the Company will be delisted from the SGX-ST with effect from 9.00 a.m. (Singapore time) on 3 January 2025 following the completion of the Compulsory Acquisition.

2.3 The SGX Regco's decision is not an indication of the merits of the Proposed Delisting.

3. Directors' Responsibility Statement

3.1 The Directors of the Company (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated in this announcement are fair and accurate and that no material facts have been omitted from this announcement (the omission of which would render any statement in this announcement misleading in any material aspect), and they jointly and severally accept responsibility accordingly.

3.2 Where any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the Directors of the Company 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.

BY ORDER OF THE BOARD Silverlake Axis Ltd.

Mah Yong Sun
Lead Independent Non-Executive Director
31 December 2024