

**THE COMPANIES ACT
(CHAPTER 50)
THE COMPANIES REGULATIONS
SECTION 215(3)/
REGULATION 11(2)
NOTICE TO NON-ASSENTING SHAREHOLDER**

Form

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Name of Company: PS Group Holdings Ltd.

Company No: 201311530Z

To the Non-Assenting Shareholders of PS Group Holdings Ltd.

In this notice -

PS Group Holdings Ltd. is referred to as “**the transferor company**”, and

PS Investment Pte. Ltd. is referred to as “**the transferee company**”.

A scheme or contract involving the transfer of ordinary shares in the transferor company to the transferee company at a price of S\$0.118 in cash per share¹ was, up to 17 September 2019 (being a date within 4 months after the making of the offer in that behalf by the transferee company), approved by the holders of not less than nine-tenths of the total number of the ordinary shares in the transferor company.

In pursuance of that scheme or contact, an aggregate of 61,599,400 ordinary shares, representing approximately 90.59 per cent. of the issued share capital of the transferor company, were, on 24 September 2019, transferred to the transferee company or its nominee.

The transferee company hereby gives you notice, in pursuance of Section 215 of the Companies Act, Chapter 50 of Singapore, that those shares, together with such other shares in the transferor company as were held by, or by a nominee for, the transferee company or its related corporations at the last-mentioned date, comprise or include nine-tenths of the total number of the ordinary shares in the transferor company.

In pursuance of the abovementioned provisions you may, within 3 months from the giving of this notice, give notice that you require the transferee company to acquire your holding of ordinary shares in the transferor company, and if you give that notice the transferee company will be entitled and bound to acquire those shares on the terms on which under the scheme or contract the shares of the approving shareholders were transferred to it, or on such other terms as are agreed or as the High Court on application made to it by you or by the transferee company thinks fit to enter.

Dated this 1st day of October, 2019.



Signature:

Teo Choon Hock
Director, PS Investment Pte. Ltd.

¹ Such price is subject to, and may be adjusted pursuant to, the terms and conditions set out in the offer document (“**Offer Document**”) issued by the transferee company on 10 September 2019, including paragraph 2.5 (Adjustments for Distributions) of the Offer Document.