

VOLUNTARY UNCONDITIONAL CASH OFFER

BY

(1) MR GOH CHING WAH;

(2) MR GOH CHING LAI;

and

(3) MR GOH CHING HUAT

(collectively, the "Joint Offerors")

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

OSSIA INTERNATIONAL LIMITED
(Company Registration No. 199004330K)
(Incorporated in Singapore)

other than shares held, directly or indirectly, by the Joint Offerors

DESPATCH OF NOTIFICATION OF ELECTRONIC DISSEMINATION ("NOTIFICATION") OF OFFER DOCUMENT AND RELATED DOCUMENTS

1. INTRODUCTION

- 1.1 The Joint Offerors refer to the offer announcement released on 12 June 2024 in relation to the voluntary unconditional general offer (the "**Offer**") for all the issued and paid-up ordinary shares (the "**Shares**") in the share capital of Ossia International Limited (the "**Company**"), other than Shares held, directly or indirectly, by the Joint Offerors in accordance with Rule 15 of the Singapore Code on Take-overs and Mergers (the "**Code**").
- 1.2 All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Document (as defined in **paragraph 2.1** of this Announcement).

2. ELECTRONIC DISSEMINATION OF OFFER DOCUMENT

- 2.1 The Joint Offerors wish to announce that the Notification containing the address and instructions for the electronic retrieval of the formal offer document dated 3 July 2024 containing the terms and conditions of the Offer (the "**Offer Document**") and its related documents has today been despatched to shareholders of the Company (the "**Shareholders**").
- 2.2 Pursuant to the Securities Industry Council's Public Statement on the Further Extension of Temporary Measure to Allow for Electronic Dissemination of Rights Issue and Take-Over Documents on 29 June 2021, the Joint Offerors have opted to electronically disseminate the Offer Document. Accordingly, please note that no printed copies of the Offer Document will be despatched to Shareholders.

2.3 The electronic version of the Offer Document is located on the SGXNET announcement page of the Company. To access the electronic version of the Offer Document and its related documents:

2.3.1 you may directly access the Company's announcement page on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") by scanning the following QR code:



2.3.2 you may also access the website of the SGX-ST at www.sgx.com and select the section "**Securities**", select "**Company Information**" and then "**Company Announcements**" from the drop-down menu list and type the name of the Company: "**Ossia International Limited**" in the box titled "**Filter by Company/Security Name**". "**Ossia International Limited**" will appear as a drop-down item below the filter box.

Thereafter, please select the announcement dated **3 July 2024** titled "**Electronic dissemination of Offer Document**". The Offer Document and its related documents can be accessed by clicking the links under the section titled "**Attachments**" at the bottom of the announcement.

2.4 Printed copies of the Notification sent to Shareholders are accompanied by:

2.4.1 in the case of Shareholders whose Offer Shares are deposited with The Central Depository (Pte) Limited ("**CDP**"), a Form of Acceptance and Authorisation for Offer Shares ("**FAA**"); or

2.4.2 in the case of Shareholders whose Offer Shares are not deposited with CDP, a Form of Acceptance and Transfer for Offer Shares ("**FAT**" and together with the FAA, the "**Acceptance Forms**"); and

2.4.3 a pre-addressed envelope. It is your responsibility to affix adequate postage on the said envelope.

2.5 Electronic copies of the Notification and the Acceptance Forms may also be obtained on the website of the SGX-ST as set out in **paragraph 2.3** of this Announcement.

3. CLOSING DATE

The Offer will close at 5.30 p.m. (Singapore time) on 8 August 2024 or such later date(s) as may be announced from time to time by or on behalf of the Joint Offerors (the "Closing Date").

4. PROCEDURES FOR ACCEPTANCE

The procedures for acceptance of the Offer are set out in **Appendix II** to the Offer Document and in the relevant Acceptance Forms. Shareholders who wish to accept the Offer may do so by completing and returning the relevant Acceptance Form(s) before the Closing Date in accordance with the instructions in the Offer Document and the relevant Acceptance Forms.

5. OVERSEAS SHAREHOLDERS

5.1 Overseas Shareholders

The Offer Document, the Notification, the Acceptance Forms and/or any related documents do not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be a sale, issuance or transfer of the securities referred to in the Offer Document, the Notification, the Acceptance Forms and/or any related documents in any jurisdiction in contravention of applicable law. The Offer will be made solely by the Offer Document and the relevant Acceptance Forms accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted

For the avoidance of doubt, the Offer is open to all Shareholders, including those to whom the Offer Document, the Notification, the Acceptance Forms and/or any related documents have not been, or will not be, sent.

The availability of the Offer to Shareholders whose addresses are outside Singapore as shown in the Register or, as the case may be, in the records of CDP (each, an “**Overseas Shareholder**”) may be affected by the laws of the relevant overseas jurisdictions. Accordingly, all Overseas Shareholders should inform themselves about, and observe, any applicable legal requirements in their own jurisdictions. Overseas Shareholders should read **Section 14** of the Letter to Shareholders in the Offer Document entitled “**Overseas Shareholders**”.

5.2 Copies of the Offer Document and Acceptance Forms

Where there are potential restrictions on sending the Offer Document, the Notification, the Acceptance Forms and/or any related documents to any overseas jurisdictions, the Joint Offerors reserve the right not to send these documents to Shareholders in such overseas jurisdiction. Any affected Overseas Shareholder may nonetheless obtain copies of the Offer Document, the Notification, the Acceptance Forms and/or any related documents, during normal business hours and up to the Closing Date, from the Joint Offerors through (i) CDP (if he is a depositor) by submitting a request to CDP via phone (+65 6535 75311) or email services (asksgx@sgx.com); or (b) the Registrar (if he holds Offer Shares which are not deposited with CDP), Tricor Barbinder Share Registration Services at its office located at 9 Raffles Place, Republic Plaza, Tower I, #26-01, Singapore 048619.

Electronic copies of the Offer Document, the Notification, the Acceptance Forms and/or any related documents are available on the website of the SGX-ST at www.sgx.com.

5.3 Compliance with Applicable Laws

It is the responsibility of any Overseas Shareholder who wishes to (i) request for the Offer Document, the Notification, the Acceptance Forms and/or any related documents or (ii) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdictions in that connection, including the obtaining of any governmental or other consent which may be required, and compliance with other necessary formalities or legal requirements, and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholder shall also be liable for any taxes, imposts, duties or other requisite payments payable and the Joint Offerors and any person acting on their behalf (including CDP and the Registrar/Receiving Agent) shall be fully indemnified and held harmless by such Overseas Shareholder for any such taxes, imposts, duties or other requisite payments that may be required to be paid and the Joint Offerors shall be entitled to set-off any such amounts against any sum payable to the Overseas Shareholder pursuant to the Offer and/or any acquisition of Shares pursuant to Section 215(1) or 215(3) of the Companies Act. In (a) requesting for the Offer Document, the Notification, the Acceptance Forms and/or any related documents and/or (b) accepting the Offer, the Overseas Shareholder represents and warrants

to the Joint Offerors, CDP and the Registrar/Receiving Agent that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements. **Any Overseas Shareholder who is in any doubt about his position should consult his professional adviser in the relevant jurisdiction.**

5.4 Notice

The Joint Offerors reserve the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement on the website of the SGX-ST or by paid advertisement in a daily newspaper published and circulated in Singapore, in which case such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder (including an Overseas Shareholder) to receive or see such announcement or advertisement.

6. INFORMATION PERTAINING TO CPFIS INVESTORS AND SRS INVESTORS

CPFIS Investors and SRS Investors should receive further information on how to accept the Offer from their respective CPF Agent Banks and SRS Agent Banks (as the case may be) directly. CPFIS Investors and SRS Investors are advised to consult their respective CPF Agent Banks and SRS Agent Banks (as the case may be) should they require further information, and if they are in any doubt as to the action they should take, CPFIS Investors and SRS Investors should seek independent professional advice.

CPFIS Investors and SRS Investors who wish to accept the Offer are to reply to their respective CPF Agent Banks and SRS Agent Banks (as the case may be) by the deadline stated in the letter from their respective CPF Agent Banks and SRS Agent Banks (as the case may be). CPFIS Investors and SRS Investors who validly accept the Offer will receive the payment for their Offer Shares in their respective CPF investment accounts and SRS investment accounts (as the case may be).

7. INDEPENDENT ADVICE

The Joint Offerors do not purport to advise the Shareholders. In preparing the Offer Document, the Joint Offerors have not had regard to the general or specific investment objectives, tax position, risks profiles, financial situation or particular needs and constraints of any Shareholder.

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 you within 14 days of the date of electronic dissemination of the Offer Document. Shareholders may wish to consider their views before taking action in relation to the Offer.

If you are in any doubt about the Offer or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

8. RESPONSIBILITY STATEMENT

Each Joint Offeror has taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from 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 otherwise publicly available sources (including without limitation, in relation to the Company), the sole responsibility of each Joint Offeror 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 Announcement.

Each Joint Offeror jointly and severally accepts responsibility accordingly.

Issued by
Goh Ching Wah, Goh Ching Lai and Goh Ching Huat

3 July 2024

Any enquiries relating to this Announcement or the Offer should be directed to Goh Ching Wah at generalgcw@gmail.com.

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 “seek”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast”, “targets” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the Joint Offerors’ 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 the Joint Offerors do not undertake any obligation to update publicly or revise any forward-looking statements.