



GSS ENERGY LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No. 201432529C)

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE:

(1) LODGEMENT OF OFFER INFORMATION STATEMENT AND DESPATCH OF DOCUMENTS

(2) INDICATIVE TIMETABLE OF KEY EVENTS

(3) ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES (AND IF APPLICABLE) APPLICATIONS FOR EXCESS RIGHTS SHARES

(4) TRADING PERIOD FOR “NIL-PAID” RIGHTS SHARES

1. INTRODUCTION

- 1.1. The board of directors (the “**Board**” or “**Directors**”) of GSS Energy Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to, among others:
- (a) the announcements dated 23 October 2024, 15 November 2024 and 9 December 2024 in relation to the proposed renounceable non-underwritten rights issue of up to 607,222,761 new ordinary shares (the “**Rights Shares**”) in the capital of the Company at an issue price of S\$0.013 per Rights Share, on the basis of nine (9) Rights Shares for every ten (10) existing ordinary shares in the capital of the Company (a “**Share**”) at the Rights Issue Record Date, fractional entitlements to be disregarded (the “**Rights Issue**”);
 - (b) the announcement dated 24 November 2024 in relation to the receipt of the listing and quotation notice (the “**Listing and Quotation Notice**”) in relation to the Rights Shares and the Additional Warrant Shares (as defined in the Announcement). The Listing and Quotation Notice is not an indication of the merits of the Rights Issue, the Rights Shares, the Additional Warrant Shares, the Company, its subsidiaries and their securities;
 - (c) the announcements dated 3 December 2024 and 5 December 2024 (the “**Announcement**”) in relation to the notice of the Rights Issue Record Date, the Warrants Adjustments (as defined in the Announcement) and the Warrants Adjustments Record Date (as defined in the Announcement); and
 - (d) the offer information statement dated 13 December 2024 in relation to the Rights Issue (the “**Offer Information Statement**”).
- 1.2. The Board also refers to (a) the joint statement by the Monetary Authority of Singapore (the “**Authority**”), the Securities Industry Council of Singapore and Singapore Exchange Regulation on 29 June 2021 in relation to, among others, the extension of temporary measures to allow electronic dissemination of rights issue documents beyond 30 June 2021 which will be in place until revoked or amended (the “**Joint Statement**”); and (b) the Securities and Futures (Offers of Investments)

(Temporary Exemption from Sections 277(1)(c) and 305B(1)(b)) Regulations 2020 (together with the Joint Statement, the “**Electronic Dissemination Measures**”).

- 1.3. Unless otherwise defined, all capitalised terms used in this announcement shall have the same meanings ascribed to them in the Offer Information Statement.

2. **LODGEMENT OF OFFER INFORMATION STATEMENT AND DESPATCH OF DOCUMENTS**

- 2.1. The Company wishes to announce that the Offer Information Statement and its accompanying application forms have today been lodged with Singapore Exchange Securities Trading Limited (the “**SGX-ST**”), acting as agent on behalf of the Authority.

- 2.2. Pursuant to the Electronic Dissemination Measures, physical copies of the Offer Information Statement will not be despatched to Entitled Shareholders. Instead, an electronic copy of the Offer Information Statement has been made available for viewing online in a Portable Document Format (PDF) format at, and may be accessed, downloaded and printed from, the following online locations (the “**Online Locations**”):

- (a) on the SGXNet at the following URL:
<https://www.sgx.com/securities/company-announcements?value=GSS%20ENERGY%20LIMITED&type=company>

- (b) the Company’s corporate website at the URL: <https://gssenergy.com.sg>.

- 2.3. Printed copies of a notification letter (the “**OIS Notification Letter**”) specifying the Online Locations and containing, among others, instructions on how to access, download and print the electronic version of the Offer Information Statement will be despatched, together with the application and acceptance form for Rights Shares and Excess Rights Shares (the “**ARE**”) or the provisional allotment letter (the “**PAL**”), as the case may be, and the relevant envelope(s) to Entitled Shareholders on or around 16 December 2024.

- 2.4. Entitled Depositors who do not receive the OIS Notification Letter and/or the AREs may obtain them from:

- (a) CDP via its hotline at +65 6535 7511 or via email at asksgx@sgx.com, on Mondays to Fridays from 8.30 a.m. to 5.00 p.m.; or

- (b) the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632, on Mondays to Fridays from 8.30 a.m. to 5.30 p.m.,

during the period from the date the Rights Issue commences up to 30 December 2024, being the Closing Date.

- 2.5. Entitled Scripholders who do not receive the OIS Notification Letter and/or the PALs may obtain them from the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632, on Mondays to Fridays from 8.30 a.m. to 5.30 p.m., during the period from the date the Rights Issue commences up to 30 December 2024, being the Closing Date.

- 2.6. The OIS Notification Letter and the ARE need not be forwarded to the purchasers of the provisional allotments of Rights Shares (the “**Purchasers**”) as arrangements will be made by CDP for the OIS Notification Letter and a separate application and acceptance form for Rights Shares (the “**ARS**”) to be issued to the Purchasers. Purchasers who do not receive the ARS, accompanied by the OIS Notification Letter may obtain the same from:

- (a) CDP via its hotline at +65 6535 7511 or via email at asksgx@sgx.com, on Mondays to Fridays from 8.30 a.m. to 5.00 p.m.; or
- (b) the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632, on Mondays to Fridays from 8.30 a.m. to 5.30 p.m.,

during the period from the date the Rights Issue commences up to 30 December 2024, being the Closing Date.

Purchasers should also note that if they make any purchase on or around the last trading day of the nil-paid Rights, the OIS Notification Letter, the ARS and its accompanying documents might not be despatched in time for the subscription of the Rights Shares.

- 2.7. For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Offer Information Statement and its accompanying documents have not been and will not be despatched (or disseminated in accordance with applicable laws or regulations) to Foreign Shareholders or to any jurisdiction outside Singapore. Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue. No provisional allotment of the Rights Shares has been made or will be made to Foreign Shareholders and no purported acceptance thereof or application therefor by any Foreign Shareholder will be valid.

3. INDICATIVE TIMETABLE OF KEY EVENTS

- 3.1. Entitled Shareholders and Purchasers should take note of the following important dates and times in respect of the Rights Issue:

<u>Key Event</u>	<u>Date and Time</u>
Date of lodgement of this Offer Information Statement with the SGX-ST, acting as agent on behalf of the Authority and dissemination of this Offer Information Statement and the OIS Notification Letter via the websites of the Company and the SGX-ST (in accordance with such laws or regulations as may be applicable)	: 13 December 2024
Despatch of the OIS Notification Letter and the ARE or the PAL (as the case may be) to Entitled Shareholders	: 16 December 2024
Commencement of the Rights Trading Period	: 16 December 2024 from 9.00 a.m.
Commencement of application for Rights Shares	: 16 December 2024 from 9.00 a.m.
Last date and time for splitting Rights	: 24 December 2024 at 12.00 p.m. ⁽²⁾
Last date and time for trading of nil-paid Rights	: 24 December 2024 at 12.00 p.m. ⁽²⁾
Close of the Rights Trading Period	: 30 December 2024 at 5.00 p.m.
Last date and time for acceptance of and payment for Rights Shares ⁽¹⁾	: 30 December 2024 at 5.30 p.m. (9.30 p.m. for Electronic Applications via ATMs of the Participating Bank)

Key Event

Date and Time

Last date and time for acceptance of and payment for Rights Shares by renounees ⁽¹⁾	: 30 December 2024 at 5.30 p.m. (9.30 p.m. for Electronic Applications via ATMs of the Participating Bank)
Last date and time for application and payment for Excess Rights Shares ⁽¹⁾	: 30 December 2024 at 5.30 p.m. (9.30 p.m. for Electronic Applications via ATMs of the Participating Bank)
Expected date for issuance of Rights Shares	: 7 January 2025
Expected date for crediting of Rights Shares	: 8 January 2025
Expected date for refund of unsuccessful or invalid applications (if made through CDP)	: Within three (3) Business Days after 8 January 2025
Expected date for the listing and commencement of trading of Rights Shares	: 8 January 2025 at 9.00 a.m.

Note:

(1) This does not apply to SRS Investors and investors who hold Shares through a finance company and/or Depository Agent. SRS Investors and investors who hold Shares through a finance company and/or Depository Agent should refer to the section entitled **"Important Notice to SRS Investors and Investors who hold Shares through a Finance Company and/or Depository Agent"** of the Offer Information Statement. Any application made by these investors directly through CDP, Electronic Applications for Rights Shares at any ATMs of the Participating Bank or Accepted Electronic Services, the Share Registrar and/or the Company will be rejected. Such investors, where applicable, will receive notification letter(s) from their respective SRS Approved Banks, finance companies and/or Depository Agents and should refer to such notification letter(s) for details of the last date and time to submit applications to their respective SRS Approved Banks, finance companies and/or Depository Agents.

(2) 24 December 2024, being a half-day trading day.

3.2. The above timetable is indicative only and is subject to change. As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may, in consultation with the Manager and with the approval of the SGX-ST, the Sponsor and/or CDP (if necessary), modify the above timetable subject to any limitations under any applicable laws. In such an event, the Company will publicly announce the same through an SGXNET announcement on the SGX-ST's website at <https://www.sgx.com/securities/company-announcements>.

4. ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES AND (IF APPLICABLE) APPLICATIONS FOR EXCESS RIGHTS SHARES

4.1. Acceptances of provisional allotments of Rights Shares and (if applicable) applications for excess Rights Shares may only be made:

(a) in the case of Entitled Depositors:

(i) by way of the ARE through CDP, and/or

(ii) by way of an Electronic Application through an ATM of the Participating Bank or through an Accepted Electronic Service;

- (b) in the case of Entitled Scripholders, by way of the PAL through the Share Registrar; and
 - (c) in the case of Purchasers:
 - (i) by way of the ARS through CDP, and/or
 - (ii) by way of an Electronic Application through an ATM of the Participating Bank or through an Accepted Electronic Service.
- 4.2. For SRS Investors and investors who hold Shares through finance companies and/or Depository Agents, the acceptances of their Rights Shares and (if applicable) applications for Excess Rights Shares must be done through their respective SRS Approved Banks, finance companies and/or Depository Agents (as the case may be) with the appropriate instructions early in order for such intermediaries to make the relevant acceptances and (if applicable) applications for Excess Rights Shares on their behalf by the Closing Date. Such investors are advised to provide their relevant SRS Approved Banks, respective finance companies or Depository Agents, as the case may be, with the appropriate instructions as soon as possible in order for such intermediaries to make the relevant acceptances and (if applicable) applications on their behalf by the Closing Date. Any acceptance and (if applicable) application by such investors made directly through CDP, Electronic Applications for Rights Shares at any ATMs of the Participating Bank or Accepted Electronic Services, the Share Registrar and/or the Company will be rejected.
- 4.3. For renounees of Entitled Shareholders or Purchasers whose purchases are settled through finance companies and/or Depository Agents, acceptances of the Rights Shares represented by the provisional allotment of Rights Shares purchased must be done through the respective finance companies or Depository Agents, as the case may be. Such renounees and Purchasers are advised to provide their respective finance companies and/or Depository Agents, as the case may be, with the appropriate instructions no later than the deadlines set by them in order for such intermediaries to make the relevant acceptances on their behalf by the Closing Date. Any acceptance of the Rights Shares made directly through CDP, Electronic Applications for Rights Shares at any ATMs of the Participating Bank or Accepted Electronic Services, the Share Registrar and/or the Company will be rejected.
- 4.4. More information on the procedures for, and the terms and conditions applicable to, the acceptance, renunciation and/or sale of the provisional allotments of Rights Shares and the application for Excess Rights Shares, including the different modes of acceptances or application and payment, are contained in Appendices B, C and D to the Offer Information Statement and in the PAL, the ARE and the ARS. For the avoidance of doubt, only Entitled Shareholders (and not Purchasers or the renounees of Entitled Shareholders) shall be entitled to apply for Excess Rights Shares.

5. TRADING PERIOD FOR “NIL-PAID” RIGHTS SHARES

- 5.1. Trading for the provisional allotments of Rights Shares on Catalist (the "nil-paid" Rights) will commence from 9.00 a.m. on 16 December 2024 and will end at 12.00 p.m. on 24 December 2024.
- 5.2. Entitled Depositors who sell their "nil-paid" Rights during this period need not forward the OIS Notification Letter and the ARE to the Purchasers as arrangements will be made by CDP for the OIS Notification Letter and a separate ARS to be issued to the Purchasers. Purchasers should note that CDP will, for and on behalf of the Company, send the ARS, accompanied by the OIS Notification Letter and other accompanying documents, by ordinary post and at the Purchasers' own risk, to their respective Singapore addresses as maintained in the records of CDP.
- 5.3. The Offer Information Statement and its accompanying documents will not be despatched (or disseminated in accordance with applicable laws or regulations) to Purchasers whose registered addresses with CDP are not in Singapore (“**Foreign Purchasers**”). Foreign Purchasers who wish to

accept the provisional allotments of Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

- 5.4. The Company further reserves the right to reject any acceptances of the Rights Shares and/or any application for Excess Rights Shares where it believes, or has reason to believe, that such acceptance or application may violate the applicable legislation of any jurisdiction.

6. GENERAL

This announcement is qualified in entirety by, and should be read in conjunction with, the full text of the Offer Information Statement. Shareholders and potential investors are also advised to read this announcement, the Offer Information Statement, and any further announcements by the Company carefully, and where in doubt as to the action that they should take, they should consult their stockbroker, bank manager, solicitor, accountant or other professional adviser(s) immediately. Where appropriate, the Company will make further announcements relating to the Rights Issue (including any material developments and progress made).

Yours faithfully
For and on behalf of the
Board of Directors of
GSS ENERGY LIMITED

Yeung Kin Bond, Sydney
Group Chief Executive Officer and Executive Director

13 December 2024

This document has been reviewed by the Company's Sponsor, Evolve Capital Advisory Private Limited. It has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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