# VOLUNTARY CONDITIONAL CASH OFFER

by

**DBS Bank Ltd.**
(Incorporated in the Republic of Singapore)
(Company Registration No. 196800306E)

for and on behalf of

**JK Global Wealth Pte. Ltd.**
(Incorporated in the Republic of Singapore)
(Company Registration No. 202301491Z)

for

all the issued ordinary shares in the capital of

**Global Dragon Limited**
(Incorporated in the Republic of Singapore)
(Company Registration No. 198102945K)

**24 February 2023**

To: the Shareholders of Global Dragon Limited

Dear Shareholders

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

## 1. INTRODUCTION

**1.1** DBS Bank Ltd. ("**DBS Bank**") refers to:

**1.1.1** the offer announcement (the "**Offer Announcement**") released on 10 February 2023 (the "**Offer Announcement Date**") for and on behalf of JK Global Wealth Pte. Ltd. (the "**Offeror**") in relation to the voluntary conditional cash offer (the "**Offer**") for all the issued ordinary shares (the "**Target Shares**") in the capital of Global Dragon Limited ("**GDL**" or the "**Company**"), including all the Target Shares owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror; and

**1.1.2** the offer document (the "**Offer Document**") issued the date hereof by DBS Bank for and on behalf of the Offeror, in relation to the Offer, in accordance with Rule 15 of the Code.

**1.2** All capitalised terms used and not defined herein shall have the same meanings given to them in the Offer Announcement.

## 2. ELECTRONIC DESPATCH OF OFFER DOCUMENT

**2.1** DBS Bank has today issued the Offer Document and its related documents for and on behalf of the Offeror. 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 Offeror has opted to electronically disseminate the Offer Document. Accordingly, please note that no printed copies of the Offer Document will be despatched to shareholders of the Company ("**Shareholders**").

**2.2** 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:

**2.2.1** 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:

**2.2.2** 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: "***Global Dragon Limited***" in the box titled "***Filter by Company/Security Name***". "***Global Dragon Limited***" will appear as a drop-down item below the filter box.

**Thereafter, please select the announcement dated 24 February 2023 titled "Electronic dissemination of Offer Document". The Offer Document and its related documents can be accessed by clicking on the link under the section titled "Attachments" at the bottom of the announcement.**

**2.3** Printed copies of this Notification sent to you would also be accompanied by:

**2.3.1** (if you hold Target Shares deposited with CDP) a Form of Acceptance and Authorisation for Target Shares ("**FAA**") or (if you hold Target Shares in scrip form) a Form of Acceptance and Transfer for Target Shares ("**FAT**" and together with the FAA, the "**Relevant Acceptance Forms**"); and

**2.3.2** a pre-addressed envelope, which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

If your Target Shares are deposited with CDP and you do not receive the FAA, you may obtain a copy of such FAA, upon production of satisfactory evidence that you are a Shareholder, from CDP by submitting a request to CDP via phone (+65 6535 7511) or email services (asksgx@sgx.com). Electronic copies of the Relevant Acceptance Forms may also be obtained on the website of the SGX-ST at www.sgx.com.

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.

## 3. PROCEDURES FOR ACCEPTANCE

**3.1** If you wish to accept the Offer in respect of all or part of your Target Shares, please take the following steps:

**3.1.1** if you hold Target Shares deposited with CDP, please ensure that you complete and return the FAA:

(i) by post, in the enclosed pre-addressed envelope at your own risk, to JK Global Wealth Pte. Ltd. c/o The Central Depository (Pte) Limited at Robinson Road Post Office, P.O. Box 1984, Singapore 903934; or

(ii) in electronic form, via SGX Investor Portal at investors.sgx.com (in respect of individual and joint-alt account holders only). Depositors who are corporations or joint-and account holders cannot submit their FAA in electronic form and should sign the enclosed FAA per its/their signing mandate and where appropriate, affix its common seal to the FAA in accordance with its constitution or relevant constitutive documents; and

**3.1.2** if you hold Target Shares in scrip form, please ensure that you complete and return the FAT:

(i) by hand, to JK Global Wealth Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or

(ii) by post, in the enclosed pre-addressed envelope at your own risk, to JK Global Wealth Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd., at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632,

in each case so as to arrive not later than 5.30 p.m. (Singapore time) on **24 March 2023 (or such later date(s) as may be announced from time to time by or on behalf of the Offeror)**. If the completed and signed Relevant Acceptance Form(s) are delivered by post to the Offeror, please use the enclosed pre-addressed envelope at your own risk, which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore. Proof of posting is not proof of receipt by the Offeror at the above addresses. Settlement of the Offer Price for such Target Shares cannot be made until all relevant documents have been properly completed and delivered.

**3.2** The procedures for acceptance of the Offer are also set out in Appendix 2 to the Offer Document and in the accompanying FAA and/or FAT (as applicable).

**3.3** 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.

## 4. GENERAL

The views of the directors of the Company who are considered independent for the purposes of the Offer and the independent financial adviser to such directors on the Offer will be made available to you in due course by the Company. You may wish to consider their views before taking any 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.

## 5. OVERSEAS SHAREHOLDERS

This Notification does not constitute an offer or a solicitation to any person in any jurisdiction in which such offer or solicitation is unlawful. The Offer is not being proposed in any jurisdiction in which the introduction or implementation of the Offer would not be in compliance with the laws of such jurisdiction.

The Offer will be made solely by the Offer Document and the relevant form(s) of acceptance accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted. The Offer is to be made to all Shareholders by the Offer Document being disseminated to Shareholders on the website of the SGX-ST at www.sgx.com.

The Offer or any revisions to the Offer may be made by announcement on the website of the SGX-ST at www.sgx.com, in which case the Offer or any revision to the Offer shall be deemed to have been made and communicated to all Shareholders notwithstanding the failure by any particular Shareholder to receive the Offer Document or to see any announcement relating to the Offer.

**For the avoidance of doubt, the Offer will be open to all Shareholders, including those to whom the Offer Document and relevant form(s) of acceptance may not be sent.**

The release, publication or distribution of this Notification in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this Notification is released, published or distributed should inform themselves about and observe such restrictions.

The availability of the Offer to Overseas Shareholders 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. Further details in relation to Overseas Shareholders will be contained in the Offer Document.

## 6. RESPONSIBILITY STATEMENT

The director of the Offeror (including where he has delegated detailed supervision of this Notification) has taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notification are fair and accurate and that no material facts have been omitted from this Notification, and he accepts responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, in relation to GDL or its subsidiaries), the sole responsibility of the director of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Notification.

**24 February 2023**

BY ORDER OF THE BOARD

JK Global Wealth Pte. Ltd.
(Company Registration No. 202301491Z)