

# INTERNATIONAL PRESS SOFTCOM LIMITED

(Company Registration No.: 197201169E)

(Incorporated in the Republic of Singapore)

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## NOTICE TO SHAREHOLDERS REGARDING ELECTRONIC DISSEMINATION OF OFFEREE BOARD CIRCULAR

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### Board of Directors:

MR. TIONG CHOON HIENG STEVEN  
*(Independent Non-Executive Chairman)*  
MR. LOW SONG TAKE  
*(Founder and Executive Director)*  
MR. WOO KHAI CHONG  
*(Vice Chairman and Executive Director)*  
MR. LOW KA CHOON KEVIN  
*(Managing Director/Chief Executive Officer)*  
MR. WOO KHAI SAN  
*(Executive Director)*  
MR. NEO GIM KIONG  
*(Lead Independent Director)*  
MR. LOH YIH  
*(Independent Director)*

### Registered Office:

80 Robinson Road #02-00  
Singapore 068898

3 March 2021

To: The Shareholders of International Press Softcom Limited

Dear Sir/Madam,

1. The Board of Directors ("**Directors**" or the "**Board**") of International Press Softcom Limited ("**Company**") refers to:
  - (a) the offer announcement issued on 28 January 2021 by UOB Kay Hian Private Limited ("**UOBKH**") for and on behalf of ZHCC Investment Holdings Pte. Ltd. ("**Offeror**") relating to, *inter alia*, the voluntary conditional offer ("**Offer**") for all the issued and paid-up ordinary shares in the capital of the Company other than those already held 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) the announcement issued on 29 January 2021 by the Company in response to the Offer Announcement ("**Offeree Board Announcement**");
  - (c) the announcement issued on 5 February 2021 by the Company relating to the appointment of Xandar Capital Pte. Ltd. as the independent financial adviser ("**IFA**") to advise the directors of the Company who are considered to be independent for the purpose of making a recommendation to Shareholders in respect of the Offer ("**Independent Directors**");
  - (d) the offer document dated 17 February 2021 issued by UOBKH for and on behalf of the Offeror setting out the full terms and conditions of the Offer ("**Offer Document**");

- (e) the announcement issued on 17 February 2021 by the Company in response to the dissemination of the Offer Document;
  - (f) the announcement issued on 24 February 2021 by UOBKH for and on behalf of the Offeror in relation to, *inter alia*, the Offer being declared unconditional in all respects, the level of acceptances of the Offer, and the final closing date (“**Unconditional Announcement**”);
  - (g) the announcement issued on 24 February 2021 by the Company in relation to, *inter alia*, the loss of free float;
  - (h) the news release by the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) on 6 May 2020 announcing that the Monetary Authority of Singapore (“**MAS**”), the Securities Industry Council (“**SIC**”) and the Singapore Exchange Regulation (“**SGX RegCo**”) have introduced temporary measures to allow, with immediate effect until 30 September 2020, listed issuers and parties involved in take-over or merger transactions the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites, thereby dispensing with the need to despatch hardcopy documents related to such take-over or merger transactions as required under the Securities and Futures Act (Cap 289), the Code and the Listing Rules of the SGX-ST; and
  - (i) the joint statement by the MAS, SIC and SGX RegCo on 29 September 2020 announcing that listed issuers and parties involved in take-over or merger transactions will continue to have the option to electronically disseminate take-over documents through publication on SGXNET and their corporate websites until 30 June 2021.
2. The Company has today issued the offeree board circular dated 3 March 2021 (“**Offeree Circular**”) to the Shareholders. The Offeree Circular contains, *inter alia*, the following information:
- (a) the advice of the IFA to the Independent Directors; and
  - (b) the recommendation of the Independent Directors in respect of the Offer.
3. **The Company has opted for electronic dissemination of the Offeree Circular. Please note that no printed copies of the Offeree Circular will be despatched to Shareholders.**
4. The Offeree Circular has, as of the date of this notice (“**Notice**”), been made available on the SGXNET announcement page of the Company. To access the electronic version of the Offeree Circular, please access the SGX-ST’s website at <https://www.sgx.com/> and select the section “**Securities**”, choose “**Company Information**” and then “**Company Announcements**” from the drop-down menu list and type the name of the Company: “International Press Softcom Limited” in the box titled “**Filter by Company/Security Name**”. “International Press Softcom Limited” will appear as an item below the filter box. Please click it to see a list of the announcements made by the Company and select the title of the announcement on the 3 March 2021 entry. The Offeree Circular can be accessed by clicking on the link under the section titled “**Attachments**” at the bottom of the 3 March 2021 announcement.

Alternatively, the Offeree Circular is available on the SGXNET announcement page of the Company at the following URL: <https://www.sgx.com/securities/company-announcements?value=INTERNATIONAL%20PRESS%20SOFTCOM%20LIMITED&type=company>

You may also access the Offeree Circular by scanning the QR Code below, selecting the title of the announcement on the 3 March 2021 entry and then clicking on the link under the section titled “**Attachments**” at the bottom of the 3 March 2021 announcement.



5. The Offeree Circular may also be accessed on the corporate website of the Company at <http://www.ipsoftcom.com/>. Please select “**About Us**” and then “**Investor Relations**” from the drop-down menu list. Thereafter, select the link titled “**Offeree Circular**” to access the Offeree Circular.

You may also access the Offeree Circular from the corporate website by scanning the QR Code below, and selecting the link titled “**Offeree Circular**”.



6. Should you have any question or require any clarification on the above, you may write to the Company at: [enquiry@ipsoftcom.com](mailto:enquiry@ipsoftcom.com).
7. The Company has also today, despatched a printed copy of this Notice to Shareholders.
8. **Shareholders should read and consider carefully the contents of the Offeree Circular (in particular, the advice of the IFA to the Independent Directors, as well as the recommendation of the Independent Directors). If you are in any doubt in relation to the Offer or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**
9. **Final Closing Date**

Shareholders should note that pursuant to the Unconditional Announcement, the closing date of the Offer has been extended to **5.30 p.m. (Singapore time) on 31 March 2021 (“Final Closing Date”)**.

**The Offeror has given notice in the Unconditional Announcement that the Offer will not be open for acceptance beyond 5.30 p.m. (Singapore time) on 31 March 2021. Acceptances received after 5.30 p.m. (Singapore time) on the Final Closing Date will be rejected.**

## 10. Directors' Responsibility Statement

The directors of the Company (including any director who may have delegated detailed supervision of this Notice) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notice are fair and accurate and that no material facts have been omitted from this Notice, and they jointly and severally accept responsibility accordingly.

Where information in this Notice has been extracted from published or otherwise publicly available sources or obtained from a named source, 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 Notice in its proper form and context.

For and on behalf of the Board of Directors of  
**INTERNATIONAL PRESS SOFTCOM LIMITED**

Tiong Choon Hieng Steven  
Independent Non-Executive Chairman  
3 March 2021

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*This Notice has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. ("**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited ("**Exchange**") and the Exchange assumes no responsibility for the contents of this Notice, including the correctness of any of the statements or opinions made or reports contained in this Notice.*

*The contact person for the Sponsor is Ms. Lim Hui Ling, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, sponsorship@ppcf.com.sg.*