



SYSMA HOLDINGS LIMITED

Company Registration No: 201207614H
(Incorporated in the Republic of Singapore on 28 March 2012)
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VOLUNTARY CONDITIONAL CASH OFFER BY RHT CAPITAL PTE. LTD. FOR AND ON BEHALF OF GTV CAPITAL PTE. LTD. FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF SYSMA HOLDINGS LIMITED

- APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

1. INTRODUCTION

The board of directors (the “**Board**” or “**Directors**”) of Sysma Holdings Limited (the “**Company**”) refers shareholders of the Company (the “**Shareholders**”) to its announcement dated 1 June 2023 (the “**Response Announcement**”) in relation to its response to the voluntary conditional cash offer made by RHT Capital Pte. Ltd. (“**RHT**”), for and on behalf of GTV Capital Pte. Ltd. (the “**Offeror**”) to acquire all the issued and paid-up ordinary shares (the “**Shares**”) in the capital of the Company, other than those Shares already owned, controlled or agreed to be acquired by the Offeror as at the date of the Offer.

Unless otherwise defined or the context otherwise requires, all terms applied in this announcement shall have the same meaning as defined in the Response Announcement.

2. APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The Board wishes to inform Shareholders that it has, on 7 June 2023, appointed Xandar Capital Pte. Ltd. as the independent financial adviser (the “**IFA**”) to advise the Independent Directors on the Offer. The Offeree Circular containing, *inter alia*, the advice of the IFA and the recommendation of the Independent Directors will be sent to Shareholders within 14 days from the date of despatch of the Offer Document.

In the meantime, Shareholders are advised to exercise caution when dealing in their Shares or otherwise refrain from taking any action in relation to their Shares, which may be prejudicial to their interests until they or their advisers have considered the information and the recommendations of the Independent Directors as well as the advice of the IFA which will be set out in the Offeree Circular to be issued by the Company in due course. The Company will release further announcements at the appropriate junctures. Shareholders who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

3. RESPONSIBILITY STATEMENT

The Directors (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated in this announcement and all opinions expressed herein are fair and accurate and that no material facts have been omitted from this announcement, the omission of which would render any statement in this announcement misleading in any material aspect, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Offer Announcement), the sole responsibility of the Directors has been to ensure that such information is accurately extracted from such sources, or as the case may be, accurately reflected or reproduced in this announcement.

By Order of the Board
SYSMA HOLDINGS LIMITED

Richard Tan Kheng Swee
Lead Independent Director

7 June 2023

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (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.

The contact person for the Sponsor is Ms. Foo Jien Jieng, 16 Collyer Quay, #10-00 Collyer Quay Centre, Singapore 049318, sponsorship@ppcf.com.sg.