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## **Announcement by**



# **CONTINUUM ENERGY LEVANter PTE. LTD.**

*(incorporated in Singapore with limited liability)*

Continuum Energy Levanter Pte. Ltd. (the “**Company**”) hereby announces the results of its previously announced offer to purchase for cash (the “**Tender Offer**”), upon the terms and subject to the conditions set forth in the Tender Offer Memorandum dated June 18, 2024 (the “**Tender Offer Memorandum**”), any and all of the U.S.\$561,000,000 4.50% Senior Notes due 2027 issued by the Company (the “**Notes**”) under the indenture dated as of February 9, 2021, as supplemented by the supplemental indentures dated March 2, 2021 and September 15, 2023, between the Company, Continuum Green Energy Limited and DB International Trust (Singapore) Limited (the “**Indenture**”). Capitalized terms used but not defined herein shall have the meanings given to them in the Tender Offer Memorandum, which is available on the Tender Offer Website (<https://sites.dfkingltd.com/continuum-energy/>).

The Company’s obligation to complete the Tender Offer was conditioned on satisfaction or waiver of conditions as further described in the Tender Offer Memorandum, including the Financing Condition. The Company hereby confirms that the Financing Condition has been satisfied and agrees to accept the aggregate principal amount of validly tendered Notes under the Tender Offer as described below.

### **Final Results of the Tender Offer**

The Tender Offer commenced on June 18, 2024 and expired at 5:00 p.m. (New York City Time) on June 27, 2024 (the “**Expiration Time**”).

As at the Expiration Time, the Company received valid tenders under the Tender Offer which had not been withdrawn in respect of the Notes with an aggregate principal amount of US\$487,219,000, representing approximately 86.8% of the total principal amount of the Notes. The principal amount tendered includes an aggregate principal amount of US\$235,000 that were validly tendered pursuant to the Guaranteed Delivery Procedures, the acceptance of which remains subject to the valid delivery at or prior to the delivery date for the Notes tendered via Notice of Guaranteed Delivery, pursuant to the terms and subject to the terms and conditions set forth in the Tender Offer Memorandum. The deadline for Noteholders tendering Notes via Notice of Guaranteed Delivery to provide book-entry delivery of tendered Notes to the Information and Tender Agent is 5:00 p.m. (New York City time) on July 1, 2024.

### **Acceptance Amount**

Subject to the satisfaction or waiver of the conditions set forth in the Tender Offer Memorandum, the Company has decided to accept for purchase all of the Notes validly tendered, subject to the completion of the Guaranteed Delivery Procedures described below, which shall be US\$487,219,000 in aggregate principal amount of the Notes validly tendered and not withdrawn, representing approximately 86.8% of the total principal amount of the Notes.

### ***Purchase Price and Consideration***

The Purchase Price is US\$1,000 for each US\$1,000 in principal amount of the Notes (following the application of the Pool Factor). The aggregate consideration expected to be paid by the Company to the holders of the Notes tendered and accepted for purchase will be US\$413,527,126.25, plus accrued and unpaid interest on such Notes up to but excluding the Payment Date.

### ***Settlement and Notes Remaining Outstanding***

Subject to the satisfaction or waiver of the conditions set forth in the Tender Offer Memorandum, the Payment Date in respect of the Notes accepted for purchase pursuant to the Tender Offer is expected to be on or about July 2, 2024 and the Payment Date for Notes tendered via Notice of Guaranteed Delivery is expected to be on or about July 5, 2024. Accrued interest will cease to accrue on the Payment Date for all Notes accepted in the Tender Offer, including those for which the Guaranteed Delivery Procedures set out in the Tender Offer Memorandum are used, and under no circumstances will additional interest be paid by the Company after the Payment Date by reason of any delay arising from the use of the Guaranteed Delivery Procedures.

Following settlement of the Tender Offer and without giving effect to acceptance of the Notes validly tendered pursuant to the Guaranteed Delivery Procedures, US\$73,781,000 in aggregate principal amount of the Notes will remain outstanding (prior to the application of the Pool Factor). Any Notes not validly tendered or not accepted for payment pursuant to the Tender Offer will continue to accrue interest in accordance with the terms of the Indenture, until such Notes are redeemed by the Company on the Tax Redemption Date.

This announcement must be read in conjunction with the Tender Offer Memorandum. No offer or invitation to acquire any Notes is being made pursuant to this announcement.

### **Further information**

Questions and requests for assistance in connection with the Tender Offer should be directed to the Dealer Managers: Deutsche Bank AG, Singapore Branch (tel: +65 6423 4229, email: [asiasyn@list.db.com](mailto:asiasyn@list.db.com)), Emirates NBD Bank PJSC (tel: +971 4 3032 800, email: [dcmindia@emiratesnbd.com](mailto:dcmindia@emiratesnbd.com)), The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch (tel: +852 3941 0223 (Hong Kong); +44 207 992 6237 (London); +1 212 525 5552 (New York); US Toll Free: 1-888-HSBC-4LM, email: [liability.management@hsbcib.com](mailto:liability.management@hsbcib.com)), J.P. Morgan Securities plc (tel: +44 20 7742 5940 (in London); +852 2800 8220 (in Hong Kong); +1 212 834 4533 (in U.S.), email: [liability\\_management\\_asia@jpmorgan.com](mailto:liability_management_asia@jpmorgan.com)) and Standard Chartered Bank (tel: Telephone: +44 20 7885 5739 / +852 3983 8658 / +65 6557 8286, email: [Liability\\_Management@sc.com](mailto:Liability_Management@sc.com)).

Questions and requests for assistance in connection with tendering Notes and participating in the Tender Offer and the submission of a tender instruction should be directed to the Information and Tender Agent: D.F King Ltd. (tel: in London +44 20 7920 9700, in New York: Toll Free: (800) 769-7666 or Banks and Brokers Call: (212) 269-5550. By email: [Continuum@dfkingltd.com](mailto:Continuum@dfkingltd.com)).

THIS ANNOUNCEMENT DOES NOT CONSTITUTE AN OFFER OR AN INVITATION TO PARTICIPATE IN THE TENDER OFFER. THE TENDER OFFER IS BEING MADE PURSUANT TO A TENDER OFFER MEMORANDUM, A COPY OF WHICH WILL BE DELIVERED TO THE NOTEHOLDERS, AND WHICH SETS FORTH THE COMPLETE TERMS AND CONDITIONS OF THE TENDER OFFER. NOTEHOLDERS ARE URGED TO READ THE TENDER OFFER MEMORANDUM CAREFULLY BEFORE MAKING ANY DECISION WITH RESPECT TO THEIR NOTES.

TENDER OFFER WEBSITE: <https://sites.dfkingltd.com/continuum-energy/>

NEITHER THIS ANNOUNCEMENT NOR THE TENDER OFFER MEMORANDUM CONSTITUTES AN OFFER TO BUY OR THE SOLICITATION OF AN OFFER TO SELL NOTES IN ANY JURISDICTION IN WHICH IT IS UNLAWFUL TO DO SO, AND TENDERS OF NOTES FOR PURCHASE PURSUANT TO THE TENDER OFFER WILL NOT BE ACCEPTED FROM NOTEHOLDERS IN ANY CIRCUMSTANCES IN WHICH SUCH OFFER OR SOLICITATION IS UNLAWFUL. IN THOSE JURISDICTIONS WHERE THE SECURITIES, BLUE SKY OR OTHER LAWS REQUIRE AN

INVITATION TO TENDER TO BE MADE BY A LICENSED BROKER OR DEALER AND THE DEALER MANAGERS OR THEIR RESPECTIVE AFFILIATE IS SUCH A LICENSED BROKER OR DEALER IN SUCH JURISDICTIONS, ANY INVITATION SHALL BE DEEMED TO BE MADE ON BEHALF OF THE OFFER BY THE DEALER MANAGERS OR SUCH AFFILIATE, AS THE CASE MAY BE, AND NO INVITATION IS MADE IN ANY SUCH JURISDICTION WHERE THE DEALER MANAGERS OR THEIR RELEVANT AFFILIATE IS NOT SO LICENSED.

THE TENDER OFFER AND THE TENDERING OF NOTES (NOT BEING SECURITIES LISTED ON A STOCK EXCHANGE IN INDIA) WILL NOT BE REGULATED IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED. THE TENDER OFFER WILL NOT BE, AND HAS NOT BEEN, OFFERED IN INDIA BY MEANS OF ANY DOCUMENT AND DOES NOT CONSTITUTE AN ADVERTISEMENT, INVITATION, OFFER OR SOLICITATION OF AN OFFER TO BUY BACK ANY NOTES IN VIOLATION OF APPLICABLE INDIAN LAWS. ACCORDINGLY, ANY NOTEHOLDER PARTICIPATING IN THE TENDER OFFER WILL BE DEEMED TO HAVE ACKNOWLEDGED, REPRESENTED AND AGREED THAT IT IS ELIGIBLE TO TENDER ITS NOTES PURSUANT TO APPLICABLE LAWS AND REGULATIONS.

June 28, 2024

By Order of the Board  
*Board of Director, Continuum Energy Levanter Pte. Ltd.*