

## MANDATORY CONDITIONAL CASH OFFER

by



### SAC CAPITAL PRIVATE LIMITED PRIVATE LIMITED

(Company Registration No.: 200401542N)  
(Incorporated in the Republic of Singapore)

for and on behalf of

### MR. ANG KONG MENG

to acquire all the issued and paid-up ordinary shares in the share capital of

### DATAPULSE TECHNOLOGY LIMITED

(Company Registration No.: 198002677D)  
(Incorporated in the Republic of Singapore)

excluding treasury shares and those shares already owned, controlled or agreed to be acquired by  
Mr. Ang Kong Meng

## **ELECTRONIC DESPATCH OF OFFER DOCUMENT AND WARRANTS PROPOSAL LETTER**

### 1. **INTRODUCTION**

SAC Capital Private Limited ("**SAC Capital**") refers to the offer announcement dated 11 August 2023 ("**Offer Announcement**") issued by SAC Capital, for and on behalf of Mr. Ang Kong Meng (the "**Offeror**"), in relation to a mandatory conditional cash offer ("**Offer**") for: (a) all the issued and paid-up ordinary shares in the share capital of Datapulse Technology Limited (the "**Company**") ("**Shares**"), excluding treasury shares and those already owned, controlled or agreed to be acquired by the Offeror; and (b) new Shares unconditionally issued or to be issued pursuant to the valid exercise of any outstanding warrants issued by the Company (the "**Warrants**") prior to the close of the Offer (collectively, the "**Offer Shares**").

Unless otherwise defined, all capitalised terms used but not defined in this announcement shall have the meanings ascribed to them in the Offer Document and the Warrants Proposal Letter (both as defined herein), as the case may be.

### 2. **ELECTRONIC DESPATCH OF THE OFFER DOCUMENT AND RELATED DOCUMENTS**

As stated in the Offer Announcement, pursuant to the Public Statements issued by the Securities Industry Council dated 6 May 2020, 29 September 2020 and 29 June 2021 with respect to the despatch of take-over documents under the Code, the Offeror has opted to electronically despatch the offer document dated 31 August 2023 ("**Offer Document**") containing the terms and conditions of the Offer and enclosing the appropriate Acceptance Forms (as defined herein). An electronic copy of the Offer Document has been published on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") at <https://www.sgx.com>.

### 3. **POSTING OF THE NOTIFICATION AND ACCEPTANCE FORMS**

In connection with the electronic despatch of the Offer Document, a hardcopy notification (the "**Notification**") containing addresses and instructions for the electronic retrieval of the Offer Document and its related documents has been posted to Shareholders together with the following documents, as may be applicable:

- (a) if a Shareholder holds Offer Shares which are deposited with The Central Depository (Pte) Limited ("**CDP**"), a Form of Acceptance and Authorisation for Offer Shares in respect of the Offer (the "**FAA**") and a pre-addressed envelope; and
- (b) if a Shareholder holds Offer Shares which are not deposited with CDP, a Form of Acceptance and Transfer for Offer Shares in respect of the Offer (the "**FAT**", and together with the FAA, collectively, the "**Acceptance Forms**") and a pre-addressed envelope.

Shareholders who do not receive any of the above documents may obtain a copy of such documents, upon production of satisfactory evidence that they are a Shareholder, by contacting during normal business hours and up to the Closing Date: (i) CDP (if such Shareholder holds Offer Shares deposited with CDP) by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services ([asksgx@sgx.com](mailto:asksgx@sgx.com)) for instructions on how to obtain a copy of such documents; or (ii) the Registrar, B.A.C.S. Private Limited (if such Shareholder holds Offer Shares not deposited with CDP), at its office located at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

Electronic copies of the Acceptance Forms are also available on the website of the SGX-ST at <https://www.sgx.com>.

### 4. **ELECTRONIC DESPATCH OF THE WARRANTS PROPOSAL LETTER**

SAC Capital wishes to announce, for and on behalf of the Offeror, that the Offeror has also opted to electronically disseminate the letter to Warrantholders dated 31 August 2023 ("**Warrants Proposal Letter**") containing the terms and conditions of the Warrants Proposal and enclosing the appropriate Warrants Acceptance Forms (as defined herein).

An electronic copy of the Warrants Proposal Letter has been published on the website of the SGX-ST at <https://www.sgx.com>.

### 5. **POSTING OF THE WARRANTS NOTIFICATION AND WARRANTS ACCEPTANCE FORMS**

In connection with the electronic despatch of the Warrants Proposal Letter, a hardcopy notification (the "**Warrants Notification**") containing addresses and instructions for the electronic retrieval of the Warrants Proposal Letter and its related documents has been posted together with the following documents, as may be applicable:

- (a) if a Warrantholder holds Warrants which are deposited with CDP, a Form of Acceptance and Authorisation for Warrants (the "**Warrants FAA**") and a pre-addressed envelope; and
- (b) if a Warrantholder holds Warrants which are not deposited with CDP, a Form of Acceptance and Transfer for Warrants (the "**Warrants FAT**", and together with the

Warrants FAA, collectively, the "**Warrants Acceptance Forms**") and a pre-addressed envelope.

Warrantheolders who do not receive any of the above documents may obtain a copy of such documents, upon production of satisfactory evidence that they are a Warrantheolder, by contacting during normal business hours and up to the Closing Date: (i) CDP (if such Warrantheolder holds Warrants deposited with CDP) by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services ([asksgx@sgx.com](mailto:asksgx@sgx.com)) for instructions on how to obtain a copy of such documents; or (ii) the Warrant Agent, B.A.C.S. Private Limited (if such Warrantheolder holds Warrants not deposited with CDP), at its office located at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

Electronic copies of the Warrants Acceptance Forms are also available on the website of the SGX-ST at <https://www.sgx.com>.

## **6. CLOSING DATE AND SHUT-OFF NOTICE**

Acceptances of the Offer must be received by the close of the Offer at 5.30 p.m. (Singapore time) on 3 October 2023 (the "**Closing Date**"). The Offeror does not intend to extend the Offer beyond the Closing Date or to revise the terms of the Offer.

Acceptances of the Warrants Proposal must be received by the close of the Warrants Proposal at 5.30 p.m. (Singapore time) on the Closing Date. The Offeror does not intend to extend the Warrants Proposal beyond the Closing Date or to revise the terms of the Warrants Proposal.

**Notice is hereby given pursuant to Rule 22.6 of the Code that the Offer and the Warrants Proposal will not be extended or be open for acceptance beyond 5.30 p.m. on the Closing Date (the "Shut-Off Notice"), save that such Shut-Off Notice shall not be capable of being enforced in a competitive situation.**

## **7. PROCEDURES FOR ACCEPTANCE**

The procedures for acceptance of the Offer are set out in **Appendix 2** in the Offer Document and in the Acceptance Forms. Shareholders who wish to accept the Offer may do so by completing and returning the relevant Acceptance Form(s) in accordance with the Offer Document and the instructions printed on the relevant Acceptance Form(s) (which provisions and instructions shall be deemed to form part of the terms and conditions of the Offer).

The procedures for acceptance of the Warrants Proposal are set out in **Appendix 1** in the Warrants Proposal Letter and in the Warrants Acceptance Forms. Warrantheolders who wish to accept the Warrants Proposal may do so by completing and returning the relevant Warrants Acceptance Form(s) in accordance with the Warrants Proposal Letter and the instructions printed on the relevant Warrants Acceptance Form(s) (which provisions and instructions shall be deemed to form part of the terms and conditions of the Warrants Proposal).

## **8. INDEPENDENT ADVICE**

SAC Capital is acting for and on behalf of the Offeror and does not purport to advise the Shareholders, the Warrantheolders or any other person. In preparing the Offer Document and the Warrants Proposal Letter to the Shareholders and the Warrantheolders (as the case may be) for and on behalf of the Offeror, SAC Capital has not had regard to the general or specific

investment objectives, tax position, risk profiles, financial situation or particular needs and constraints of any individual Shareholder or Warrantholder. You must make your own decision as to whether to tender your Shares or Warrants (as the case may be).

The views of the directors of the Company who are considered independent for the purposes of the Offer and the Warrants Proposal ("**Independent Directors**") and the independent financial adviser to the Independent Directors on the Offer and the Warrants Proposal will be made available to the Shareholders and the Warrantholders within 14 days of the Despatch Date. Shareholders and Warrantholders may wish to consider their advice before taking any action in relation to the Offer or the Warrants Proposal (as the case may be).

If any Shareholder or Warrantholder is in any doubt as to the action he should take, he should consult his stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers immediately.

## **9. OVERSEAS SHAREHOLDERS / WARRANTHOLDERS**

- 9.1 Overseas Shareholders.** The Offer Document, the Notification, the Acceptance Forms and/or any related documents do not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Notification, the Offer Document, the Acceptance Forms and/or any related documents in any jurisdiction in contravention of applicable law.

The availability of the Offer to Shareholders and Depositors whose addresses are outside of Singapore as shown in the register of members of the Company or in the records of CDP, as the case may be, (the "**Overseas Shareholders**" and each, an "**Overseas Shareholder**") may be affected by the laws of the relevant overseas jurisdictions. Accordingly, Overseas Shareholders should inform themselves of, and observe, any applicable legal requirements in the relevant overseas jurisdictions. Where there are potential restrictions on sending the Offer Document, the Notification, the Acceptance Forms and/or any related documents to any overseas jurisdictions, each of the Offeror, SAC Capital, CDP and the Registrar reserves the right not to send these documents or any part thereof to any overseas jurisdictions. **For the avoidance of doubt, the Offer is open to all Shareholders holding Offer Shares, including those to whom the Offer Document, the Notification, the Acceptance Forms and/or any related documents have not been or may not be, mailed or otherwise forwarded, distributed or sent.**

It is the responsibility of any Overseas Shareholder who wishes to: (a) request for the Offer Document, the Notification, the Acceptance Forms and/or any related documents; or (b) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, and compliance with all necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Shareholders shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on his behalf (including SAC Capital, CDP, and the Registrar) shall be fully indemnified and held harmless by such Overseas Shareholder for any such taxes, imposts, duties or other requisite payments as the Offeror and/or any person acting on their behalf (including SAC Capital, CDP and the Registrar) may be required to pay and the Offeror shall be entitled to set-off any such amounts against any sum payable to such Overseas Shareholder pursuant to the Offer. In: (i) requesting for the Offer Document, the Notification, the relevant Acceptance Forms and/or any related documents; and/or (ii) accepting the Offer, each Overseas Shareholder represents and warrants to the Offeror, SAC Capital, CDP

and the Registrar that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements.

**Any Overseas Shareholder who is in doubt about his position, should consult his professional adviser in the relevant jurisdiction.**

- 9.2 Copies of the Notification and the relevant Acceptance Forms.** Subject to compliance with applicable laws, Overseas Shareholders may, nonetheless, obtain copies of the Notification, the Acceptance Forms and any related documents during normal business hours and up to the Closing Date, from CDP (if he holds Shares deposited with CDP) by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services ([asksgx@sgx.com](mailto:asksgx@sgx.com)) for instructions on how to obtain a copy of such documents or the office of the Registrar, B.A.C.S. Private Limited (if he holds Offer Shares not deposited with CDP) at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

Electronic copies of the Offer Document and the Acceptance Forms are available on the website of the SGX-ST at <https://www.sgx.com>.

- 9.3 Overseas Warrantholders.** The Warrants Proposal Letter, the Warrants Notification, the Warrants Acceptance Forms and/or any related documents do not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in the Warrants Proposal Letter, the Warrants Notification, the Warrants Acceptance Forms and/or any related documents in any jurisdiction in contravention of applicable law.

The availability of the Warrants Proposal to Warrantholders whose addresses are outside Singapore, as shown in the register of holders of Warrants or in the records of CDP, as the case may be (the "**Overseas Warrantholders**", and each, an "**Overseas Warrantholder**") may be affected by the laws of the relevant overseas jurisdictions. Accordingly, Overseas Warrantholders should inform themselves of, and observe, any applicable legal requirements in the relevant overseas jurisdictions. Where there are potential restrictions on sending the Warrants Proposal Letter, the Warrants Notification, the Warrants Acceptance Forms and/or any related documents to any overseas jurisdictions, each of the Offeror, SAC Capital, CDP and the Warrant Agent reserves the right not to send these documents or any part thereof to any overseas jurisdictions. **For the avoidance of doubt, the Warrants Proposal is open to all Warrantholders holding Warrants, including those to whom the Warrants Proposal Letter, the Warrants Notification, the Warrants Acceptance Forms and/or any related documents have not been, or may not be, mailed or otherwise forwarded, distributed or sent.**

It is the responsibility of any Overseas Warrantholder who wishes to: (a) request for the Warrants Proposal Letter, the Warrants Notification, the relevant Warrants Acceptance Forms and/or any related documents; or (b) accept the Warrants Proposal, to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, or compliance with all necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Warrantholder shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror and/or any person acting on his behalf (including SAC Capital, CDP and the Warrant Agent) shall be fully indemnified and held harmless by such Overseas Warrantholder for any such taxes, imposts, duties or other requisite payments as the Offeror and/or any person acting on his behalf (including SAC Capital, CDP and the Warrant Agent) may be required to pay and the Offeror shall be entitled to set-off any such amounts against any sum payable to such Overseas Warrantholder pursuant to the Warrants Proposal. In: (i) requesting for the Warrants Proposal Letter, the Warrants Notification, the relevant Warrants Acceptance Forms and/or any related

documents; and/or (ii) accepting the Warrants Proposal, each Overseas Warrantholder represents and warrants to the Offeror, SAC Capital, CDP and the Warrant Agent that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements.

**Any Overseas Warrantholder who is in doubt about his position should consult his professional adviser in the relevant jurisdiction.**

- 9.4 Copies of the Warrants Notification and the relevant Warrants Acceptance Forms.** Subject to compliance with applicable laws, Overseas Warrantholders may, nonetheless, obtain copies of the Warrants Notification, the Warrants Acceptance Forms and any related documents during normal business hours and up to the Closing Date, from CDP (if he holds Warrants deposited with CDP) by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services ([asksgx@sgx.com](mailto:asksgx@sgx.com)) for instructions on how to obtain a copy of such documents or the office of the Warrant Agent, B.A.C.S. Private Limited (if he holds Warrants not deposited with CDP) at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896.

Electronic copies of the Warrants Proposal Letter and the Warrants Acceptance Forms are available on the website of the SGX-ST at <https://www.sgx.com>.

- 9.5 Notice.** The Offeror and SAC Capital each reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement to the SGX-ST or notice and if necessary, by paid advertisement in a daily newspaper published or circulated in Singapore, in which case such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder (including Overseas Shareholders) to receive or see such announcement, notice or advertisement.

The Offeror and SAC Capital each reserves the right to notify any matter, including the fact that the Warrants Proposal has been made, to any or all Warrantholders (including Overseas Warrantholders) by announcement to the SGX-ST or notice and if necessary, by paid advertisement in a daily newspaper published and circulated in Singapore, in which case, such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Warrantholder (including Overseas Warrantholders) to receive or see such relevant announcement, notice or advertisement.

## **10. INFORMATION PERTAINING TO CPFIS INVESTORS AND SRS INVESTORS**

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. CPFIS Investors and SRS Investors are advised to consult their respective CPF Agent Banks and SRS Agent Banks (as the case may be) should they require further information, and if they are in any doubt as to the action they should take, CPFIS Investors and SRS Investors should seek independent professional advice.

CPFIS Investors and SRS Investors who wish to accept the Offer are to reply to their respective CPF Agent Banks and SRS Agent Banks (as the case may be) by the deadline stated in the letter from their respective CPF Agent Banks and SRS Agent Banks (as the case may be). Subject to the Offer becoming or being declared unconditional in all respects in accordance with its terms, CPFIS Investors and SRS Investors who validly accept the Offer will receive the payment for their Offer Shares in their respective CPF investment accounts and SRS investment accounts (as the case may be).

11. **INFORMATION PERTAINING TO CPFIS WARRANTS INVESTORS AND SRS WARRANTS INVESTORS**

CPFIS Warrants Investors and SRS Warrants Investors should receive further information on how to accept the Warrants Proposal from their respective CPF Agent Banks and SRS Agent Banks (as the case may be) directly. CPFIS Warrants Investors and SRS Warrants Investors are advised to consult their respective CPF Agent Banks and SRS Agent Banks (as the case may be) should they require further information, and if they are in any doubt as to the action they should take, CPFIS Warrants Investors and SRS Warrants Investors should seek independent professional advice.

CPFIS Warrants Investors and SRS Warrants Investors who wish to accept the Warrants Proposal are to reply to their respective CPF Agent Banks and SRS Agent Banks (as the case may be) by the deadline stated in the letter from their respective CPF Agent Banks and SRS Agent Banks (as the case may be). Subject to the Offer, and consequently the Warrants Proposal, becoming or being declared unconditional in all respects in accordance with its terms, CPFIS Warrants Investors and SRS Warrants Investors who validly accept the Warrants Proposal will receive the payment for their Warrants in their respective CPF investment accounts and SRS investment accounts (as the case may be).

12. **OFFEROR'S RESPONSIBILITY STATEMENT**

The Offeror (who may have delegated detailed supervision of this announcement) has taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and that there are no material facts that have been omitted from this announcement, the omission of which would make any statement in this announcement misleading, and accepts responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company (including, without limitation, information relating to the Company or the Group), the sole responsibility of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately reflected or reproduced in this announcement.

Issued by  
**SAC CAPITAL PRIVATE LIMITED**

For and on behalf  
**MR. ANG KONG MENG**

31 August 2023

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Any enquiries relating to this announcement, the Offer or the Warrants Proposal should be directed during office hours to:

**SAC CAPITAL PRIVATE LIMITED**

1 Robinson Road  
#21-00 AIA Tower  
Singapore 048542

Main Line: (65) 6232 3200

**Mr. Tan Kian Tiong**

Partner and Head, Corporate Finance

**Forward-Looking Statements**

*All statements other than statements of historical facts included in this announcement are or may be forward-looking statements. Forward-looking statements include but are not limited to those using words such as "aim", "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast" and similar expressions or future or conditional verbs such as "will", "would", "should", "could", "may" and "might". These statements reflect the Offeror's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors must not place undue reliance on any forward-looking statement. Neither the Offeror nor SAC Capital undertakes any obligation to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.*