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VOLUNTARY CONDITIONAL GENERAL OFFER

by

Oversea-Chinese Banking Corporation Limited
(Incorporated in Singapore)
(Company Registration No. 193200032W)

for and on behalf of

TKL & Family Pte. Ltd.
(Incorporated in the Republic of Singapore)
(Company Registration No. 202127763N)

for

all the issued ordinary shares (excluding treasury shares) in the capital of

Roxy-Pacific Holdings Limited
(Incorporated in the Republic of Singapore)
(Company Registration No. 196700135Z)

other than those already owned, controlled or agreed to be acquired by TKL & Family Pte. Ltd.

NOTICE IS HEREBY GIVEN in accordance with Section 215AB(1)(c)(ii) of the Companies Act, Chapter 50 of Singapore, that:

(a) Oversea-Chinese Banking Corporation Limited ("**OCBC Bank**"), as the financial adviser to TKL & Family Pte. Ltd. (the "**Offeror**"), has made, for and on behalf of the Offeror, a voluntary conditional general offer (the "**Offer**") for all the issued ordinary shares (excluding treasury shares) (the "**Shares**") in the capital of Roxy-Pacific Holdings Limited (the "**Company**"), other than those already owned, controlled or agreed to be acquired by the Offeror, at an offer price of S$0.485 in cash for each Share;

(b) the full terms and conditions of the Offer are contained in the formal offer document (the "**Offer Document**") dated 5 January 2022 and in the acceptance forms for the Offer (the "**Relevant Acceptance Forms**") disseminated to shareholders of the Company (the "**Shareholders**") on 5 January 2022 and any other document(s) issued or as may be issued for and on behalf of the Offeror to amend, revise, supplement or update the Offer Document and/or the Relevant Acceptance Forms from time to time; and

(c) Shareholders (including Shareholders whose addresses as shown in the register of Shareholders as maintained by the Registrar or in the records of The Central Depository (Pte) Limited ("**CDP**") (as the case may be) are outside Singapore ("**Overseas Shareholders**")) may obtain electronic copies of the Offer Document, the Relevant Acceptance Forms and/or any related documents from the website of the Singapore Exchange Securities Trading Limited at www.sgx.com.

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

The availability of the Offer to Overseas Shareholders may be affected by the laws of the relevant overseas jurisdictions. Accordingly, Overseas Shareholders should inform themselves about and observe any applicable legal requirements in their own jurisdictions. Overseas Shareholders should read section 15 of the Letter to Shareholders in the Offer Document entitled "**Overseas Shareholders**".

This Notice is for information purposes only. The Offer Document, the Relevant Acceptance Forms and/or any related documents (including this Notice) 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 Offer Document, the Relevant Acceptance Forms and/or any related documents (including this Notice) in any jurisdiction in contravention of applicable law.

For the avoidance of doubt, the Offer is made to all Shareholders, including those to whom the Offer Document and the Relevant Acceptance Forms have not been, or will not be, sent.

Responsibility Statement

The directors of the Offeror (including where he has 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 any information has been extracted or reproduced from published or otherwise publicly available sources, the sole responsibility of the directors 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, reflected or reproduced in this Notice.

Issued by
Oversea-Chinese Banking Corporation Limited

For and on behalf of
TKL & Family Pte. Ltd.

5 January 2022

Any enquiries relating to this Notice or the Offer should be directed during office hours to:

Oversea-Chinese Banking Corporation Limited
Tel: +65 6318 7902