

**THE COMPANIES ACT
(CHAPTER 50)
THE COMPANIES REGULATIONS
SECTION 215(1)/
REGULATION 11(1)
NOTICE TO DISSENTING SHAREHOLDER**

FORM
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Name of Company : RSP HOLDINGS LIMITED
Company No. : 201616770M
To : The dissenting shareholders of RSP HOLDINGS LIMITED

In this notice –

RSP HOLDINGS LIMITED is referred to as “**the transferor company**”, and

RSP TOPCO PTE. LTD. is referred to as “**the transferee**”.

On 14 February 2019, the transferee made an offer to all the holders of ordinary shares in the transferor company. The offer price for each ordinary share in the transferor company was S\$0.006006 in cash and payment of the offer price to each holder of ordinary shares in the transferor company in respect of his acceptance of the offer will be rounded down to the nearest Singapore cent.

Up to 5.00 p.m. (Singapore time) on 22 February 2019 (being a date within four (4) months after the making of the offer in that behalf by the transferee), the offer was approved by the holders of not less than 90% of the total number of ordinary shares in the transferor company (other than shares already held by the transferee, its related corporations or their respective nominees as at the date of the offer).

The transferee hereby gives you notice, in pursuance of section 215 of the Companies Act, that it desires to acquire the ordinary shares held by you in the transferor company.

You are entitled within one (1) month after the receipt of this notice to require the transferee, by demand in writing served on it, to supply you with a statement of the names and addresses of all other dissenting shareholders, and the transferee will not be entitled or bound to acquire the shares of those dissenting shareholders until 14 days after the posting to you of the statement of those names and addresses.

Unless upon an application made to the High Court by you –

- (a) on or before 28 March 2019 (being one (1) month from the date of this notice); or
- (b) on a date within 14 days of a statement being supplied to you pursuant to section 215(2) of the Companies Act,

whichever is the later date, the High Court orders otherwise, the transferee will, in pursuance of those provisions, be entitled and bound to acquire the ordinary shares held by you in the transferor company on the terms, which, under the scheme or contract to which the abovementioned offer relates, the shares of the approving ordinary shareholders in the transferor company are to be transferred to the transferee.

Dated this 28th day of February 2019.



Signature: _____
Lim Hong Lian
Director, RSP TopCo Pte. Ltd.