

TOP GLOBAL LIMITED

(Company Registration No: 198003719Z)
(Incorporated in the Republic of Singapore)

VOLUNTARY CONDITIONAL CASH OFFER FOR TOP GLOBAL LIMITED

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

The board of directors (the “**Board**”) of Top Global Limited (the “**Company**”) wishes to refer the shareholders of the Company (the “**Shareholders**”) to the announcement dated 28 March 2017 (the “**Offer Announcement**”) made by Oversea-Chinese Banking Corporation Limited (“**OCBC Bank**”), for and on behalf of SW International Holding Pte. Ltd. (the “**Offeror**”), in respect of a voluntary conditional cash offer (the “**Offer**”) for all the issued ordinary shares (the “**Shares**”) in the capital of the Company, other than those already owned, controlled or agreed to be acquired by the Offeror as at the date of the Offer Announcement, but including issued Shares owned, controlled or agreed to be acquired by parties acting or deemed to be acting in concert with the Offeror and the announcement by the Company in relation to the Offer dated 28 March 2017.

The Board wishes to inform Shareholders that it has on 4 April 2017 appointed Stirling Coleman Capital Limited (the “**IFA**”) as the independent financial adviser to advise the directors of the Company who are considered independent for the purposes of the Offer (the “**Independent Directors**”).

A circular containing, *inter alia*, the advice of the IFA and the recommendation of the Independent Directors in relation to the Offer (the “**Offeree Circular**”) will be sent to Shareholders in due course.

In the meantime, Shareholders are advised to 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.

The directors of the Company (including those who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement (other than those relating to the Offeror) are fair and accurate and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this announcement.

BY ORDER OF THE BOARD

Yeo Chin Tuan Daniel
Lead Independent Non-Executive Director
4 April 2017