



tTech Limited Notice of Takeover Offer Received

Kingston, Jamaica – December 13, 2024

The Board of Directors of **tTech Limited ("the Company")** wishes to inform its shareholders and the public that it has received a formal takeover offer from **Simply Secure Limited ("the Offeror")** to acquire 32,770,777 of the issued and outstanding shares in the Company.

Summary of the Offer:

- The Offeror has already acquired 73,229,223 tTech Shares amounting to 69.1% of the Company's 106,000,000 issued ordinary stock units through a series of acquisitions at a price not exceeding J\$2.20 per share, thereby acquiring control of the Company on November 16, 2024. The Offeror advised the Board of Directors of the Company on December 12, 2024 of its intention to make this Offer to all tTech Shareholders to acquire the remaining 32,770,777 tTech Shares (amounting to 30.9% of the issued ordinary stock units) in compliance with the Take-Over Rules of the Securities Regulations and the rules of the Jamaica Stock Exchange.
- **Offeror's Identity:** Simply Secure Limited is an international business company incorporated under the laws of St. Lucia. Its registered office is located at Bourbon House, Castries, St. Lucia. The principals of the Offeror are Kevin Gordon and Rob Mayo-Smith, who are also the principals of Simply Secure LLC, a managed security services provider operating from Fort Lauderdale, Florida.
- **Key Details of the Offer:**

Offer Price:	J\$2.20 per tTech Share
Opening Date of Offer:	Friday, December 13, 2024 at 9:00am
Closing Date of Offer:	Monday, January 6, 2025 at 4:00pm
Notification of results of Offer:	Within seven (7) days of the closing of the Offer
Block Transfer of tendered shares:	Estimated to be within three (3) days of the notification of the results of the Offer.
- **The Takeover Offer Circular can be downloaded from the Jamaica Stock Exchange website at the link following this notice.**

Next Steps:

The Board of Directors is currently reviewing the Offer and its implications for the Company and its shareholders. In accordance with the **Securities (Takeovers and Mergers) Regulations** and the rules of the **Jamaica Stock Exchange (JSE)**, the Board will issue a detailed circular to shareholders within the prescribed timeframe. This circular will include:

1. The Board's assessment and recommendations on the offer.
2. An independent financial advisor's opinion regarding the fairness of the offer.

3. Any additional information necessary to enable shareholders to make an informed decision.

We recommend that shareholders review and consider the contents of the circular when making any decisions regarding their shares in the Company.

Regulatory Disclosures:

This notice is being issued in compliance with the disclosure requirements of the JSE and the **Financial Services Commission (FSC)**. Updates regarding this matter will be provided as necessary.

By Order of the Board,
Edward Alexander
Executive Chairman
tTech Limited

This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy securities.