Ritamix Global Limited
利特米有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1936)

Executive Directors:
Dato'Sri Lee Haw Yih
(Chairman and Chief Executive Officer)
Datin Sri Yaw Sook Kean

Non-executive Director:
Mr. Lee Haw Shyang

Independent non-executive Directors:
Ms. Ng Siok Hui
Mr. Lim Chee Hoong
Ms. Tee Pao Hwei

Registered office in the Cayman Islands:
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

Headquarters:
No. 7, Jalan TP7
UEP Industrial Park
40400 Shah Alam
Selangor Darul Ehsan
Malaysia

Principal place of business in Hong Kong:
Room 1910, 19/F, C C Wu Building
302–308 Hennessy Road
Wan Chai
Hong Kong

19 November 2026

To the Independent Shareholders,

Dear Sir/Madam,

UNCONDITIONAL MANDATORY GENERAL CASH OFFER BY SHANGGU SECURITIES LIMITED FOR AND ON BEHALF OF INNOVATION FORGE HOLDINGS LIMITED TO ACQUIRE ALL THE ISSUED VOTING SHARES IN RITAMIX GLOBAL LIMITED (OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE ACQUIRED BY THE PURCHASERS AND PARTIES ACTING IN CONCERT WITH THEM)

INTRODUCTION

References are made to the Joint Announcement and the Supplemental Agreement Announcement in relation to, among other things, the Sale and Purchase Agreement and the Offer.

The Company was informed by the Offeror and the Vendors that on 25 September 2026, after trading hours, the Purchasers, the Vendors and the Vendor Guarantors entered into the Sale and Purchase Agreement, pursuant to which:

(a) the First Vendor has agreed to sell, and the First Purchaser has agreed to purchase, 266,054,340 First Sale Shares, representing approximately 56.37% of all the issued Shares and 57% of the issued Voting Shares as at the Latest Practicable Date;

(b) the First Vendor has agreed to sell, and the Second Purchaser has agreed to purchase, 71,445,660 First Vendor Shares, representing approximately 15.14% of all the issued Shares and approximately 15.31% of the issued Voting Shares as at the Latest Practicable Date; and

(c) the Second Vendor has agreed to sell, and the Second Purchaser has agreed to purchase, 26,316,000 Second Vendor Shares, representing approximately 5.58% of all the issued Shares and approximately 5.64% of the issued Voting Shares as at the Latest Practicable Date.

The Sale Shares comprise an aggregate of 363,816,000 Shares, representing approximately 77.08% of all the issued Shares and approximately 77.94% of the issued Voting Shares as at the Latest Practicable Date. The Aggregate Consideration for the Sale Shares was HK$224,474,472, equivalent to HK$0.6170 per Sale Share, of which:

(i) consideration for the First Sale Shares was HK$164,155,527.78, which was paid by the First Purchaser to the First Vendor in United States dollars at the Agreed Exchange Rate; and

(ii) consideration for the Second Sale Shares was HK$60,318,944.22, comprising HK$44,081,972.22 payable to the First Vendor and HK$16,236,972 payable to the Second Vendor, which were paid by the Second Purchaser to the First Vendor and the Second Vendor respectively in United States dollars at the Agreed Exchange Rate.

Completion took place on 6 November 2026.

Immediately before the entering into of the Sale and Purchase Agreement, (a) the First Vendor held 337,500,000 Shares, representing approximately 71.50% of all Shares in issue and approximately 72.31% of the issued Voting Shares; and (b) the Second Vendor held 26,316,000 Shares, representing approximately 5.58% of all Shares in issue and approximately 5.64% of the issued Voting Shares. Accordingly, the Vendors held an aggregate of 363,816,000 Shares, representing approximately 77.08% of all Shares in issue and approximately 77.94% of the issued Voting Shares.

Immediately before Completion, save for their respective rights under the Sale and Purchase Agreement, none of the Offeror, the First Purchaser, their respective ultimate beneficial owners or parties acting in concert with any of them owned, controlled or had direction over any Shares or other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company.

Immediately following Completion, the Offeror and parties acting in concert with it, including the First Purchaser, held an aggregate of 363,816,000 Shares, representing approximately 77.08% of all Shares in issue and approximately 77.94% of the issued Voting Shares. Accordingly, pursuant to Rule 26.1 of the Takeovers Code, Completion gave rise to an obligation on the part of the Purchasers or parties acting in concert with either of them to make an unconditional mandatory general cash offer to acquire all the Offer Shares. The Offer is being made by Shanggu Securities for and on behalf of the Offeror.

This letter forms part of this Composite Document and sets out, among other things, information on the Group and the recommendations relating to the Offer. The terms of the Offer and the procedures for acceptance are set out in the "Letter from Shanggu Securities", Appendix I to this Composite Document and the accompanying Form of Acceptance.

INDEPENDENT BOARD COMMITTEE AND INDEPENDENT FINANCIAL ADVISER

Under Rule 2.1 of the Takeovers Code, a board which receives an offer or is approached with a view to an offer being made, must, in the interests of shareholders, establish an independent committee of the board to make a recommendation: (i) as to whether the offer is, or is not, fair and reasonable; and (ii) as to acceptance.

Pursuant to Rules 2.1 and 2.8 of the Takeovers Code, the Independent Board Committee, comprising Ms. Ng Siok Hui, Mr. Lim Chee Hoong and Ms. Tee Pao Hwei, being all independent non-executive Directors who have no direct or indirect interest in the Sale and Purchase Agreement or the Offer, has been established by the Company to advise the Independent Shareholders in relation to the Offer and, in particular, as to whether the Offer is fair and reasonable and as to acceptance of the Offer. Mr. Lee Haw Shyang, being a non-executive Director and one of the Vendor Guarantors, has a material interest in the Sale and Purchase Agreement and the Offer and has been excluded from the Independent Board Committee.

Rainbow Capital has been appointed with the approval of the Independent Board Committee to act as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in relation to the Offer and, in particular, as to whether the Offer is fair and reasonable and as to the acceptance of the Offer.

The full texts of the letter from the Independent Board Committee addressed to the Independent Shareholders and the letter from the Independent Financial Adviser addressed to the Independent Board Committee and the Independent Shareholders are set out in this Composite Document. The Independent Shareholders are strongly advised to consider carefully the information contained in this letter, the "Letter from the Independent Board Committee" and the "Letter from the Independent Financial Adviser" as set out in this Composite Document and to consult their professional advisers if in doubt before reaching a decision as to whether or not to accept the Offer.

THE OFFER

Shanggu Securities (being the Financial Adviser), on behalf of the Offeror, is making the Offer to acquire all the Offer Shares in compliance with the Takeovers Code and on the terms set out in this Composite Document on the following basis:

For each Offer Share HK$0.6170 in cash

The Offer Price of HK$0.6170 per Offer Share is equal to the price per Sale Share paid by the Offeror under the Sale and Purchase Agreement.

The Offeror will not increase the Offer Price. Shareholders and potential investors should be aware that, following the making of this statement in the Joint Announcement, the Offeror is not allowed to increase the Offer Price and does not reserve the right to increase the Offer Price.

The Offer is extended to all Independent Shareholders in accordance with the Takeovers Code.

As at the Latest Practicable Date, the Company has 472,000,000 Shares in issue, of which 5,238,000 Shares are held as Treasury Shares and do not carry voting rights.

As at the Latest Practicable Date, the Company does not have any outstanding convertible securities, warrants, options or derivatives or relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) in issue which may confer any rights to subscribe for, convert or exchange into Shares and has not entered into any agreement for the issue of such warrants, options, derivatives or securities which are convertible or exchangeable into Shares.

The Offer Shares to be acquired under the Offer shall be fully paid and free from all Encumbrances and together with all rights attaching to them, including the right to receive in full all dividends and other distributions, if any, declared, made or paid by reference to a record date falling on or after the date on which the Offer is made, that is, the date of despatch of this Composite Document, but excluding the Special Dividend.

The Offer is made on an ex-Special Dividend basis. The Board declared the Special Dividend on 7 October 2026, details of which are set out in the section headed "SPECIAL DIVIDEND AND CHANGE IN USE OF UNUTILISED NET PROCEEDS" below.

Save for the Special Dividend declared by the Board as detailed below, as at the Latest Practicable Date, the Company does not have any declared and unpaid dividend and does not have any intention to make, declare or pay any future dividend or make other distributions or any return of capital until the close of the Offer.

The Offer is unconditional in all respects and is not conditional upon acceptances being received in respect of a minimum number of Shares or any other conditions.

Further details of the Offer are set out in the "Letter from Shanggu Securities" and the additional information contained in appendices to this Composite Document and the accompanying Form of Acceptance.

SPECIAL DIVIDEND AND CHANGE IN USE OF UNUTILISED NET PROCEEDS

On 7 October 2026, the Board declared the Special Dividend of HK$0.29 per Share and approved the Reallocation. It was resolved that the Record Date for determining entitlement to the Special Dividend would be 26 October 2026 and that payment would be made on 12 November 2026. The Record Date preceded Completion, which took place on 6 November 2026. As at the date of this Composite Document, the Special Dividend has been paid. For further details of the Special Dividend and the Reallocation, please refer to the announcement of the Company dated 7 October 2026.

The last day of trading in Shares cum-Special Dividend was 20 October 2026 and the Shares were traded ex-Special Dividend from 21 October 2026. The last day for lodging transfers for registration to qualify for the Special Dividend was 22 October 2026. The register of members was closed from 23 October 2026 to 26 October 2026, both days inclusive, for determining entitlement to the Special Dividend.

Dato' Sri Lee Haw Yih and Datin Sri Yaw Sook Kean, being executive Directors, and Mr. Lee Haw Shyang, being a non-executive Director, are each a Vendor Guarantor and have a beneficial interest in the First Vendor. As those Directors are parties to the Sale and Purchase Agreement and the Special Dividend forms part of the arrangements contemplated under it, each of those Directors has a material interest in the Transaction. Each of them abstained from voting on, and was not counted in the quorum for, the relevant Board resolutions.

Based on the 466,762,000 Shares carrying dividend entitlements on the Record Date, the Special Dividend of HK$0.29 per Share amounted to HK$135,360,980 in aggregate. The Special Dividend has been paid pro rata at the same rate per Share to all Shareholders (other than the Company in respect of the Treasury Shares) whose names appeared on the register of members of the Company on the Record Date. For the avoidance of doubt, an eligible Shareholder whose name appeared on the register of members of the Company on the Record Date and who subsequently accepts the Offer will remain entitled to receive the Special Dividend.

The Offeror has consented to the declaration of the Special Dividend and confirmed that no reduction will be made to the Offer Price as a result of its declaration and/or payment. The Offer is made on an ex-Special Dividend basis and the Offer Price remains HK$0.6170 per Offer Share.

Funding of the Special Dividend

The Special Dividend amounted to HK$135,360,980 in aggregate, of which all HK$56.5 million of the Unutilised Net Proceeds was applied towards payment of the Special Dividend pursuant to the Reallocation and approximately HK$78.861 million was funded from the Group's existing internal resources.

CHANGE IN USE OF UNUTILISED NET PROCEEDS

The net proceeds received by the Company from its initial public offering and the Listing amounted to approximately HK$72.4 million after deducting the underwriting fees, commissions and other listing expenses (i.e. the Net Proceeds). As at 30 June 2026, approximately HK$15.9 million of the Net Proceeds had been utilised and approximately HK$56.5 million remained unutilised (i.e. the Unutilised Net Proceeds).

On 7 October 2026, the Board resolved to reallocate all HK$56.5 million of the Unutilised Net Proceeds for payment of part of the Special Dividend (i.e. the Reallocation). The following table sets out details of the Reallocation:

Existing intended use	**Amount of Unutilised Net Proceeds as at 30 June 2026** (HK$ million)	**Amount to be applied towards the Special Dividend** (HK$ million)
Constructing a new manufacturing plant	42.1	42.1
Funding potential investment in a company engaged in the animal feed additives and/or veterinary-related industry	5.6	5.6
Setting up a new testing laboratory	3.5	3.5
Setting up a centralised ERP system	3.3	3.3
Hiring additional workforce	2.0	2.0
Total	**56.5**	**56.5**

Following the Reallocation, all of the Unutilised Net Proceeds will be applied towards payment of the Special Dividend, and no amount will remain allocated to the existing intended uses set out above.

Reasons for the Reallocation and the Special Dividend

As disclosed in the Prospectus, the Company originally intended to construct a new manufacturing plant for the production of animal feed additive premixes. The new manufacturing plant was expected to commence operation in July 2021 and, upon full operation in 2022, to add annual production capacity of approximately 3,700 tonnes, increasing the Group's total annual production capacity from approximately 3,500 tonnes to approximately 7,200 tonnes. The expansion plan was formulated on the basis that the Group's existing manufacturing plant was expected to reach full utilisation by 2021 and that additional orders from existing customers and growth in overseas sales would support the progressive utilisation of the new manufacturing plant.

The circumstances subsequently experienced by the Group differed from those originally anticipated. Since 2020, the COVID-19 pandemic caused certain key customers of the Group to slow their planned expansion, including the acquisition of poultry farms and increase in broiler production capacity, which consequently delayed the Group's additional orders from such customers as previously forecasted. Disruptions to supply chains and shortages of shipping containers also adversely affected the Group's overseas sales. Outbreaks of avian influenza and African Swine Fever, the slower-than-expected recovery of the relevant industry and intense competition locally and from the PRC further affected market demand and the Group's production. Consequently, the implementation timetable for the new manufacturing plant was extended on several occasions, most recently to 31 December 2026.

Revenue from the Group's manufacturing business decreased from approximately RM47.5 million for the year ended 31 December 2019 to approximately RM28.3 million for the year ended 31 December 2025, representing a decrease of approximately 40.4%. For the six months ended 30 June 2026, revenue from the manufacturing business amounted to approximately RM14.3 million, compared with approximately RM13.8 million for the six months ended 30 June 2025. Although a modest year-on-year increase was recorded in the first half of 2026, the operating results since Listing do not indicate that the increase in demand originally anticipated for the new manufacturing plant has materialised. The HK$42.1 million allocated for the construction of the new manufacturing plant has remained wholly unutilised.

Based on the latest operating information available to the Company and having regard to the prevailing level of customer orders, the existing manufacturing plant has continued to meet the Group's current production requirements, and the Group has not rejected or materially delayed any material customer order due to insufficient production capacity. No material commitment or non-refundable deposit has been made in respect of the construction of the new manufacturing plant. Accordingly, the existing manufacturing facilities are expected to be sufficient for the Group's reasonably foreseeable production requirements and there is presently no immediate commercial need to incur substantial capital expenditure on the construction of the new manufacturing plant.

The amounts remaining for the new testing laboratory, centralised ERP system and additional workforce, being HK$3.5 million, HK$3.3 million and HK$2.0 million, respectively, were principally linked to the Group's original expansion plan: (a) the laboratory was intended to be constructed within the new manufacturing plant and to provide complementary testing services to customers, including bacterial toxin and mycotoxin testing; (b) the ERP system was intended to integrate the Group's sales, purchasing, production, warehouse and accounting functions and support the anticipated increase in the scale of operations following commencement of the new plant; and (c) the intended recruitment included operational staff for the new plant, laboratory assistants and additional technical and supporting staff for the expanded operations. As explained above, the anticipated growth in customer demand and production requirements underpinning the expansion plan has not materialised, while the existing manufacturing plant continues to meet the Group's current and reasonably foreseeable production requirements. Accordingly, the Company considers that it may no longer be commercially necessary, at this stage, to proceed with the new plant and associated laboratory, implement the comprehensive ERP system or recruit the additional personnel originally contemplated for the expansion. As the Group has continued to operate without an in-house laboratory and considers its existing systems and workforce adequate for its current operations, the Company considers that there is no immediate commercial need to proceed with these uses. The Company may revisit these plans in the future having regard to its business development and operational needs at the relevant time and consider funding them from its then available resources.

Furthermore, HK$13.4 million was originally allocated to fund an acquisition of, or business collaboration with, a distributor of animal feed additive products to broaden the Group's product portfolio. On 4 October 2021, the intended use was broadened to include investment in a company engaged in the animal feed additives and/or veterinary-related industry. Of this amount, HK$7.8 million has been utilised and HK$5.6 million remains unutilised. The Group has continued to consider potential opportunities during the extended utilisation period but has not

identified any further suitable investment meeting its criteria, and no potential investment is at an advanced stage or subject to a binding commitment. The Company therefore considers that it would not be commercially prudent to retain the remaining proceeds indefinitely or to pursue an investment primarily to utilise them by the revised deadline. Any future investment opportunity will be considered on its own merits and may be funded from the financial resources then available.

For the reasons set out above, the Company considers that retaining the Unutilised Net Proceeds for the business plans based on the Group's original expansion assumptions is no longer the most efficient allocation of those funds. The Reallocation permits funds which have remained unutilised for more than six years since the Listing to provide a direct cash return to all eligible Shareholders on a pro rata basis. The Reallocation and the Special Dividend do not alter the nature of the Group's principal businesses, and the Group will continue to conduct its existing distribution and manufacturing operations using its existing facilities. The Company remains committed to pursuing development in line with its overall business plan direction. The Reallocation does not preclude the Group from reconsidering any of the relevant plans if justified by future market demand and business requirements, in which case the scope, timing and funding of the relevant plan would be assessed by reference to the circumstances then prevailing, including the feasibility of implementing such expansion on a staged basis or using suitable leased facilities.

As at 30 June 2026, the Group had current assets and current liabilities of approximately RM148.4 million and RM16.3 million, respectively, representing net current assets of approximately RM132.1 million. Its cash and bank balances and other investments amounted to approximately RM49.5 million and RM26.0 million, respectively, and the Group had no bank borrowings. Included within such cash and bank balances and other investments were the Unutilised Net Proceeds of approximately HK$56.5 million. Such amounts represented the Group's balances as at 30 June 2026 before payment of the Special Dividend. Based on the approved sources of funding for the Special Dividend, the aggregate amount of the Group's cash and bank balances and other investments following payment of the Special Dividend is expected to be approximately RM5.519 million. Having considered the Group's financial position, expected operating cash flows and working capital requirements and the approved application of the Unutilised Net Proceeds and the Group's existing internal resources towards payment of the Special Dividend, the Directors consider that the Group will retain sufficient financial resources to meet its working capital requirements and continue its existing business operations following payment of the Special Dividend.

The disclosure in the interim results announcement of the Company dated 14 August 2026 that there was no change in the intended use of the remaining Net Proceeds reflected the approved use of the Net Proceeds at that time. The Board had not then approved or declared the Special Dividend or approved the Reallocation. Following the subsequent development of the Transaction and the proposal for the Special Dividend, the Company undertook a further review of the intended use of the Unutilised Net Proceeds having regard to the Group's operating performance, production requirements and financial position.

The Reallocation and the Special Dividend arose in the context of the commercial negotiations relating to the Transaction. During those negotiations, the Purchasers indicated that, following Completion, they intend to continue the Group's existing businesses and consider future development using an asset-light approach, which may include continued use of the Group's existing facilities and, where appropriate, staged expansion or suitable leased facilities rather than implementing the original capital-intensive expansion plans in their existing form. In assessing whether the Group will retain sufficient financial resources after payment of the Special Dividend, the Board has not relied on the Working Capital Support. The Working Capital Support was commercially agreed as a comfort given by the First Vendor and the Vendor Guarantors to the Purchasers under the Sale and Purchase Agreement, and was not due to any anticipated working capital shortfall of the Group or its inability to obtain financing. The Working Capital Support arrangement also enables the Group to draw on the First Vendor's and the Vendor Guarantors' experience in, and established relationships with financial institutions in, the Malaysian financing market to procure external financing if required, with an interest-free and unsecured loan from the First Vendor serving only as a fallback. As

the Purchasers were to acquire control of the Company upon Completion, the Board took their intended approach into account, among other factors, as part of its independent review of the Group's foreseeable capital expenditure and funding requirements. The Board also considered that, no significant capital expenditure is presently required to maintain the Group's existing production capacity, and its foreseeable working capital requirements are expected to be met from its ongoing positive operating cash flows, with its unused banking facilities available if required. Having regard to the fact that the Group currently has no immediate alternative use for the relevant funds, the Board considered that the declaration of the Special Dividend was an appropriate means of rewarding Shareholders.

On the basis of the above, the Company considers that the Reallocation enables the Company to allocate its financial resources more effectively and that the Special Dividend will provide a direct return to all eligible Shareholders without materially adversely affecting the Group's existing businesses and operations.

The Reallocation was approved by the Board on 7 October 2026. The Special Dividend has been paid to the eligible Shareholders whose names appeared on the register of members of the Company on the Record Date. Please refer to the announcement of the Company dated 7 October 2026 for further details.

WORKING CAPITAL SUPPORT AND PERFORMANCE GUARANTEE

Working Capital Support

During the period from Completion to 31 December 2029, the First Vendor and the Vendor Guarantors will jointly and severally provide or procure Working Capital Support for the existing Group Companies in such amounts and at such times as are reasonably required to support their general working capital. The Working Capital Support will be provided or procured primarily by way of banking facilities or other external financing and, to the extent that such facilities or financing are unavailable or insufficient, by way of loans from the First Vendor and/or the Vendor Guarantors. Any such loan provided by the First Vendor or the Vendor Guarantors will carry no interest, fee or other financial cost, will be unsecured, and will not confer any conversion, equity, profit-participation, management, veto or similar right or benefit on the First Vendor, any Vendor Guarantor or any of their respective associates. No such loan will be repayable if repayment would cause the borrower to become insolvent or materially prejudice its working-capital position.

The Working Capital Support was agreed as part of the commercial negotiations relating to the Transaction. The Group has historically met its ordinary working capital requirements from its own resources without recourse to bank borrowings and, as at 30 June 2026, had no bank borrowings. The Working Capital Support is intended to operate as a contingency arrangement during the period from Completion to 31 December 2029 should additional working capital requirements arise. It contemplates, in the first instance, the procurement by the First Vendor and the Vendor Guarantors of banking facilities or other external financing, with interest-free and unsecured loan financing from the First Vendor serving as a fallback if such external financing is unavailable or insufficient. Moreover, the First Vendor and the Vendor Guarantors are familiar with the Group's existing operations and the Malaysian financing market and are therefore well placed to arrange or facilitate such financing.

The First Vendor and the Vendor Guarantors will also jointly and severally use all reasonable commercial endeavours to provide such assistance and cooperation as the Purchasers and the Company may reasonably request in connection with the continued operation of the Group's business and the maintenance of the Company's listing status. A failure to comply with the Working Capital Support obligations which causes or contributes to a failure to achieve either Performance Target will not relieve the Performance Guarantors of the resulting compensation obligation or entitle them to any reduction in that compensation.

The Working Capital Support disclosed above constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules. As the Working Capital Support will be provided on normal commercial terms or better to the Group and no security over the assets of the Group will be granted in respect thereof, it will be fully exempt from the reporting, annual review, announcement, circular and independent shareholders' approval requirements under Chapter 14A of the Listing Rules pursuant to Rule 14A.90 of the Listing Rules.

Performance Guarantee

The First Vendor and the Vendor Guarantors (i.e. collectively, the Performance Guarantors) have jointly and severally warranted, guaranteed and undertaken to the Purchasers that:

(a) the audited consolidated revenue of the Guaranteed Business for each of FY2027, FY2028 and FY2029 will not be less than HK$100,000,000 (i.e. the Guaranteed Revenue). If the revenue for any such financial year falls below HK$100,000,000, the Performance Guarantors will pay to the Purchasers, or as they may direct, an amount equal to 20% of the shortfall (i.e. the Revenue Shortfall Compensation); and

(b) the aggregate audited consolidated Net Loss of the Guaranteed Business for FY2027, FY2028 and FY2029 will not exceed HK$50,000,000, after offsetting the Net Profit of any of those financial years against the Net Loss of any other such financial year (i.e. the Aggregate Loss Target)**.** If the aggregate Net Loss exceeds HK$50,000,000, the Performance Guarantors will pay to the Purchasers, or as they may direct, an amount equal to the amount of the excess **(**i.e. the Aggregate Loss Compensation).

The "Guaranteed Business" comprises all businesses carried on by the Group as at Completion, including the businesses of the Malaysian Operating Subsidiaries and the Subsidiaries established in Hainan Province, the PRC, but excludes any business acquired or commenced by the Group after Completion.

The Revenue Shortfall Compensation for a Guaranteed Year will be payable within 20 Business Days after the issue of the Audit Certificate for that year. The Aggregate Loss Compensation will be determined after the audited financial statements of the Group for FY2029 are issued and will be payable within 20 Business Days after the issue of the Audit Certificate for FY2029. The Revenue Shortfall Compensation and Aggregate Loss Compensation are separate and cumulative.

The compensation otherwise payable may be reduced to the extent that the relevant revenue shortfall or Net Loss is directly or indirectly caused by the specified force majeure events or changes in Applicable Laws, regulations or governmental policies described in the Sale and Purchase Agreement and satisfying the conditions specified therein. No reduction will be made to the extent that the relevant shortfall or Net Loss was caused or contributed to by a breach of the Sale and Purchase Agreement by the First Vendor or any Vendor Guarantor, including a failure to comply with the Working Capital Support obligations.

Following the issue of the audited financial statements of the Group for each Guaranteed Year, the Purchasers and the Performance Guarantors will use all reasonable endeavours to procure the Auditors to issue an Audit Certificate determining the revenue and Net Profit or Net Loss of the Guaranteed Business and the compensation, if any, payable for that Guaranteed Year. In the absence of manifest error, an Audit Certificate will be final and binding on the Purchasers and the Performance Guarantors.

PROFIT FORECAST UNDER RULE 10 OF THE TAKEOVERS CODE

The Guaranteed Revenue of HK$100,000,000 for each of the three financial years ending 31 December 2027, 2028, and 2029 and the Aggregate Loss Target of HK$50,000,000 for those three financial years, after offsetting the Net Profit of any Guaranteed Year against the Net Loss of any other Guaranteed Year (i.e. collectively, the Forecast Financial Information), constitute a profit forecast under Rule 10 of the Takeovers Code.

The Forecast Financial Information has been prepared by the Directors based on (i) the audited consolidated financial statements of the Group for each of the three years ended 31 December 2025; (ii) the unaudited consolidated results of the Group for the six months ended 30 June 2026 as set out in the announcement of the unaudited interim results of the Group published by the Company on 14 August 2026; and (iii) a forecast of the consolidated results of the Group for the six months ending 31 December 2026 and each of FY2027, FY2028 and FY2029 (i.e. the Forecast Period). The Forecast Financial Information has been prepared on a basis consistent in all material respects with the accounting policies normally adopted by the Group, as set out in its audited consolidated financial statements for FY2025.

Bases and Assumptions of the Forecast Financial Information

The principal assumptions upon which the Directors have based the Forecast Financial Information are as follows:

(i) The Group will continue its business as a going concern and its operations will not be materially interrupted by any force majeure event or by any unforeseeable factor beyond the control of the Directors, including the occurrence of any natural disaster, catastrophe, epidemic, act of war or civil disturbance.

(ii) The Group will continue to operate its business in substantially the same manner as it operated during the three years ended 31 December 2025 and the six months ended 30 June 2026.

(iii) There will be no material change in existing government policy, or in the political, legal, fiscal, regulatory, market or economic conditions, in Malaysia, Hong Kong, the PRC, the Cayman Islands, the British Virgin Islands or any other territory in which the Group operates or is incorporated.

(iv) There will be no material change in the bases or rates of taxation, surcharges or other government levies, whether direct or indirect, in the countries or territories in which the Group operates.

(v) There will be no material change in the rates of inflation, or in interest rates, from those presently prevailing in Malaysia or in any other country in which the Group, its customers or its suppliers operate.

(vi) No item which is exceptional by reason of its size, nature or incidence has been assumed to arise during the Forecast Period.

(vii) Dato' Sri Lee Haw Yih and the key senior management of the Group will continue to be involved in its operations, and the Group will retain its key personnel, throughout the Forecast Period.

(viii) Staffing levels will remain sufficient for the operational requirements of the Group and the Group will be able to recruit suitably qualified personnel as and when required, on terms consistent with those presently prevailing.

(ix) There will be no material change in the credit terms granted to customers or in the payment terms obtained from suppliers.

(x) The Group will be able to renew or obtain each licence, permit, registration and approval required for the continued conduct of its business operations, on terms not materially less favourable than those presently applying.

(xi) No contract dispute, litigation, claim, arbitration, investigation or other contingent liability having a material adverse effect on the business operations, financial performance or financial condition of the Group will arise during the Forecast Period.

(xii) There will be no material change in the business relationships of the Group with its existing strategic partners, principal customers and principal suppliers, and the Group will be able to implement its plans without material disruption.

(xiii) The Group will be able to meet demand for its products by planning its resources and adjusting its capacity utilisation, and no manufacturing capacity beyond that presently in operation will be required in order to achieve the forecast level of activity.

(xiv) The Group will maintain adequate insurance cover against the potential liabilities arising from its operations throughout the Forecast Period.

(xv) The property, plant and equipment, investment properties, other investments and trade receivables of the Group are carried at amounts not materially different from their recoverable amounts, and there will be no material change in those recoverable amounts during the Forecast Period.

(xvi) The Group will continue to have no bank borrowings. No amount of the Working Capital Support to be provided or procured by the First Vendor and the Vendor Guarantors following Completion has been assumed to be provided to, or drawn by, any Group Company during the Forecast Period. Accordingly, no finance cost, fee or other charge in respect of it has been assumed. Finance costs consist entirely of interest accruing on lease liabilities.

(xvii) All transactions of the Group will be denominated in, or translated into, RM at rates not materially different from those prevailing at 30 June 2026, and no gain or loss will arise on the retranslation of monetary items.

(xviii) The Special Dividend is assumed to be declared and paid in 2H2026. Save for the Special Dividend, no dividend or other distribution will be declared or paid during the Forecast Period.

(xix) The whole of the Group's holding of units in the Affin Hwang Select Bond Fund will be redeemed in 2H2026 at an amount equal to its carrying amount at 30 June 2026, and the proceeds will be applied towards the Special Dividend.

(xx) Save for the redemption referred to in assumption (xix), and for any placement or sale of Shares that may be undertaken in order to restore the public float of the Company, no acquisition or disposal of any Subsidiary, business or material asset, no reorganisation of the Group, and no issue, repurchase or cancellation of the Shares will take place during the Forecast Period. No proceeds of any such placement, and no proceeds of any sale or transfer of treasury shares, have been assumed to be received by the Company during the Forecast Period, and no interest income in respect of any such proceeds has been assumed.

(xxi) For the purpose of comparing the forecast results of the Guaranteed Business with the Performance Targets, amounts in RM are translated into Hong Kong dollars at RM0.5138 to HK$1.00, being the

reciprocal, rounded to four decimal places, of the rate of RM1.00 = HK$1.9463 adopted for illustration in this Composite Document.

(xxii) The Guaranteed Business comprises all businesses carried on by the Group as at Completion, including the businesses of the Malaysian Operating Subsidiaries and the Subsidiaries established in Hainan Province, the PRC, but excludes any business acquired or commenced by the Group after Completion.

Pursuant to Rule 10.4 of the Takeovers Code and Note 1(c) to Rules 10.1 and 10.2 of the Takeovers Code, the Forecast Financial Information is required to be reported on by the Company's financial adviser and its auditors or consultant accountants. The Company's financial adviser is required to be satisfied that the Forecast Financial Information has been prepared by the Directors with due care and consideration, while the auditors or consultant accountants are required to be satisfied that, so far as the accounting policies and calculations are concerned, the Forecast Financial Information has been properly compiled on the basis of the assumptions adopted.

In compliance with the requirement under Rule 10 of the Takeovers Code, the Forecast Financial Information has been reported on by WM CPA Limited, the reporting accountant of the Company, and Rainbow Capital, the Independent Financial Adviser. The requisite reports have been lodged with the Executive and are set out in Appendix III to this Composite Document respectively.

INFORMATION ON THE GROUP

The Company was incorporated in the Cayman Islands as an exempted company with limited liability, and the Shares have been listed on the Main Board of the Stock Exchange since 13 May 2020. The Company is an investment holding company. The Group is a Malaysia-based group principally engaged in (i) the distribution of animal feed additives and, to a lesser extent, human food ingredient products; and (ii) the manufacturing of animal feed additive premixes, with an operating history dating back to 1982.

The Group's principal operating subsidiaries are principally engaged in the distribution of animal feed additive products, the distribution of human food ingredient products and the manufacturing of animal feed additive premixes in Malaysia.

Your attention is drawn to Appendix II and Appendix IV to this Composite Document which contain the financial and general information of the Group, respectively.

SHAREHOLDING STRUCTURE OF THE COMPANY

The following table sets out the shareholding structure of the Company (i) immediately before the Completion; and (ii) immediately following the Completion and as at the Latest Practicable Date:

Shareholders	**Immediately before Completion**			**Immediately following Completion and as at the Latest Practicable Date**		
	Number of Shares	% of total issued Shares	% of total voting right	Number of Shares	% of total issued Shares	% of total voting right
The Offeror and parties acting in concert with it	—	—	—	**363,816,000**	**77.08**	**77.94**
— the First Purchaser[(Note 4)]	—	—	—	266,054,340	56.37	57.00
— the Offeror[(Note 4)]	—	—	—	97,761,660	20.71	20.94
The Vendors	**363,816,000**	**77.08**	**77.94**	—	—	—
— the First Vendor[(Note 2)]	337,500,000	71.50	72.31	—	—	—
— the Second Vendor[(Note 2)]	26,316,000	5.58	5.64	—	—	—
Treasury Shares	**5,238,000**	**1.11**	—	**5,238,000**	**1.11**	—
Other Shareholders (excluding Treasury Shares)	**102,946,000**	**21.81**	**22.06**	**102,946,000**	**21.81**	**22.06**
Total	**472,000,000**	**100.00**	**100.00**	**472,000,000**	**100.00**	**100.00**

Notes:

1. The Company has 472,000,000 Shares in issue, of which 5,238,000 Shares are held as Treasury Shares. Treasury Shares do not carry voting rights and are excluded from the calculation of the percentage of issued Voting Shares. The percentages of total issued Shares are calculated by reference to 472,000,000 Shares, including Treasury Shares, and the percentages of issued Voting Shares by reference to 466,762,000 Shares, excluding Treasury Shares.

2. Immediately before Completion, the First Vendor held 337,500,000 Shares, representing approximately 71.50% of all Shares in issue and approximately 72.31% of the issued Voting Shares, while the Second Vendor held 26,316,000 Shares, representing approximately 5.58% of all Shares in issue and approximately 5.64% of the issued Voting Shares.

3. Under the Sale and Purchase Agreement, (i) the First Vendor transferred 266,054,340 Shares to the First Purchaser and 71,445,660 Shares to the Offeror; and (ii) the Second Vendor transferred 26,316,000 Shares to the Offeror.

4. Immediately following Completion, the First Purchaser held 266,054,340 Shares, representing approximately 56.37% of all Shares in issue and 57% of the issued Voting Shares, while the Offeror held 97,761,660 Shares, representing approximately 20.71% of all Shares in issue and approximately 20.94% of the issued Voting Shares.

5. The Sale Shares comprise an aggregate of 363,816,000 Shares, representing approximately 77.08% of all Shares in issue and approximately 77.94% of the issued Voting Shares.

6. The table assumes that there was no change in the issued share capital, no sale or transfer of Treasury Shares out of treasury and no acquisition of additional Shares by either Purchaser or any party acting in concert with either of them between the date of the Sale and Purchase Agreement and the Latest Practicable Date.

7. Certain percentage figures may be subject to rounding adjustments. Figures shown as totals may not be an arithmetic aggregation of the figures preceding them.

INFORMATION ON THE OFFEROR

Your attention is drawn to the section headed "INFORMATION ON THE PURCHASERS — Information on the Offeror" in the "Letter from Shanggu Securities" of this Composite Document and Appendix V to this Composite Document.

FUTURE INTENTIONS OF THE OFFEROR REGARDING THE GROUP

Your attention is drawn to the section headed "FUTURE INTENTIONS OF THE OFFEROR REGARDING THE GROUP" in the "Letter from Shanggu Securities" of this Composite Document. The Board is aware of the Offeror's intention in relation to the Group and is willing to render reasonable co-operation with the Offeror and continue to act in the best interests of the Company and the Shareholders as a whole.

PUBLIC FLOAT AND MAINTAINING THE LISTING STATUS OF THE COMPANY

Immediately following Completion and before the Offer, Shareholders other than the Purchasers and parties acting in concert with either of them held 102,946,000 Voting Shares, representing approximately 22.06% of the issued Voting Shares. Assuming that all such Shareholders qualified as members of the public under the Listing Rules, the public float of the Company therefore fell below the minimum prescribed percentage of 25% under Rule 13.32B of the Listing Rules upon Completion. The public float may be reduced further as a result of acceptances of the Offer.

The Stock Exchange has stated that:

(a) if, at the close of the Offer, the Stock Exchange believes that:

  (i) a false market exists or may exist in the trading of the Shares; or

  (ii) an orderly market does not exist or may not exist,

  it will consider exercising its discretion to suspend dealings in the Shares; and

(b) if, at the close of the Offer, the Company has a Significant Public Float Shortfall (as defined in Rule 13.32F of the Listing Rules), then:

  (i) the Stock Exchange will add a designated marker to the stock name of the Shares; and

  (ii) the Stock Exchange will cancel the listing of the Shares if the Company fails to re-comply with Rule 13.32B of the Listing Rules for a continuous period of 18 months from the commencement of the Significant Public Float Shortfall.

As stated in the "Letter from Shanggu Securities" in this Composite Document, the Purchasers intend to maintain the listing of the Shares on the Main Board after the close of the Offer. The Purchasers will take appropriate steps, which may include placement or sale of sufficient Shares to independent third parties, as soon as possible following the close of the Offer to procure that the Company re-complies with Rule 13.32B of the Listing Rules at the earliest possible time.

The Purchasers, each new Director to be nominated by the Purchasers and the Company will jointly and severally undertake to the Stock Exchange to take appropriate steps to ensure that sufficient public float exists in the Shares.

As disclosed in the Joint Announcement, the Company has applied to the Stock Exchange for a temporary waiver from strict compliance with Rules 8.08(1) and 13.32B(1) of the Listing Rules in respect of the public float shortfall.

As confirmed by the Purchasers, the Purchasers are considering various measures to restore the public float of the Company, including but not limited to the engagement of placing agent(s) to place, on a best effort basis, the Shares beneficially owned by either of the Purchasers to investors who are independent investors not connected with the directors, chief executive officer and substantial shareholders of the Purchasers and the Company and their respective subsidiaries and associates, and are not parties acting in concert with the Purchasers to the extent that at least 25% of all the issued share capital of the Company will be held by the public.

The Company expects the public float will be restored to not less than 25% as soon as practicable after the close of the Offer. Further announcement(s) regarding the restoration of the public float will be made as and when appropriate.

RECOMMENDATION

The Independent Board Committee, comprising Ms. Ng Siok Hui, Mr. Lim Chee Hoong and Ms. Tee Pao Hwei, being all independent non-executive Directors who have no direct or indirect interest in the Sale and Purchase Agreement or the Offer, has been established by the Company to advise the Independent Shareholders in relation to the Offer and, in particular, whether the Offer is fair and reasonable and as to the acceptance of the Offer. Mr. Lee Haw Shyang, being a non-executive Director and one of the Vendor Guarantors, has a material interest in the Sale and Purchase Agreement and the Offer and has been excluded from the Independent Board Committee. Your attention is drawn to "Letter from the Independent Board Committee" and "Letter from the Independent Financial Adviser" in this Composite Document containing their respective advice and recommendation in respect of the Offer and principal factors considered by them in arriving at their recommendation. You are advised to read these letters and the additional information contained in the appendices to this Composite Document carefully before taking any action in respect of the Offer.

PROPOSED CHANGE OF COMPANY NAME

As disclosed in the announcement and the circular of the Company dated 16 November 2026, the Board proposed to change the English name of the Company from "Ritamix Global Limited" to "OntoAI Technology Inc" and the dual foreign name in Chinese of the Company from "利特米有限公司" to "昂拓智能科技有限公司". The EGM will be convened and, if thought fit, approve the special resolution in respect of the Proposed Change of Company Name. The circular containing, among other matters, details of the Proposed Change of Company Name and a notice convening the EGM has been despatched to the Shareholders on 16 November 2026. Further announcement(s) will be made as and when appropriate in relation to, among other things, the poll results of the EGM, the effective date of the Proposed Change of Company Name and the new English stock short name and Chinese stock short name for trading in the Shares on the Stock Exchange.

Following the change in control of the Company upon completion of the Sale and Purchase Agreement, the Board considers that the Proposed Change of Company Name will better reflect the Offeror's intended strategic direction for the Group. As disclosed in the paragraph headed "FUTURE INTENTIONS OF THE OFFEROR REGARDING THE GROUP" of this Composite Document, this includes applying AI to the Group's existing operations to enhance their efficiency and profitability, and exploring, subject to further review, the development and provision of agentic and physical AI products and solutions for corporate customers as an additional business activity. The Offeror intends to continue the Group's existing principal businesses on a long-term basis and has no current plans to downsize them. The proposed new names will also provide the Company with a refreshed corporate identity and strengthen its branding for future business development. Accordingly, the Board considers that the Proposed Change of Company Name is in the interests of the Company and the Shareholders as a whole.

The Proposed Change of Company Name will not affect any rights of the Shareholders or the Company's daily business operation and its financial position. All existing share certificates in issue bearing the present name of the Company shall, after the Proposed Change of Company Name becoming effective, continue to be evidence of title to such Shares and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes. There will not be any arrangement for exchange of the existing share certificates for new share certificates bearing the new name of the Company. Once the Proposed Change of Company Name becomes effective, new share certificates of the Company will be issued under the new name of the Company.

Once the Proposed Change of Company Name becomes effective, the Board intends to change the English and Chinese stock short names of the Company accordingly, subject to the confirmation of the Stock Exchange. The Company will make further announcement(s) on the Proposed Change of Company Name as soon as practicable after the Proposed Change of Company Name has become effective and will announce the change of the English and Chinese stock short names of the Company under which the Shares will be traded on the Stock Exchange and the change of Company's website following the Proposed Change of Company Name. The stock code of the Company will remain as "1936".

ADDITIONAL INFORMATION

Your attention is drawn to the additional information contained in the appendices to this Composite Document. You are also recommended to read carefully Appendix I to this Composite Document and the accompanying Form of Acceptance for further details in respect of the procedures for acceptance of the Offer.

In considering what actions to take in connection with the Offer, you should also consider your own tax positions, if any, and in case of any doubt, consult your own professional advisers.

By order of the Board

RITAMIX GLOBAL LIMITED



Dato'Sri Lee Haw Yih

Chairman, Chief Executive Officer and

Executive Director