



Y-VENTURES  
FIND YOUR EDGE

(Incorporated in Singapore)  
(Company Registration Number: 201300274R)

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## PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 246,854,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY

### - NOTICE OF RECORD DATE

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*Unless otherwise defined or the context otherwise requires, all capitalised terms used herein bear the same meanings as in the Announcements (as defined below).*

#### 1. INTRODUCTION

The Board of Directors (the “**Directors**”) of Y Ventures Group Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 28 May 2024 and 6 August 2024 (the “**Announcements**”) relating to the Rights Issue to be undertaken by the Company.

#### 2. NOTICE OF RECORD DATE

**NOTICE IS HEREBY GIVEN** that the register of members and the share transfer books of the Company will be closed at 5.00 p.m. (Singapore time) on 10 September 2024 (the “**Record Date**”) for the purpose of determining the provisional allotments of Rights Shares to Entitled Shareholders under the Rights Issue, which comprise Entitled Depositors and Entitled Scripholders.

The Shares will trade on a "cum-rights" basis on the Catalist board of the SGX-ST up to 5.00 p.m. (Singapore time) on 6 September 2024. The Shares will trade on an "ex-rights" basis at 9.00 a.m. (Singapore time) on 9 September 2024 and any person who purchases Shares on and from 9 September 2024 will not be entitled to any provisional allotment of Rights Shares under the Rights Issue.

#### 3. ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

##### 3.1 Entitled Shareholders

Entitled Shareholders (being Entitled Depositors and Entitled Scripholders) will be entitled to participate in the Rights Issue and receive a copy of a notification letter containing instructions on how to access the Offer Information Statement (which will be electronically disseminated for viewing), together with the appropriate application forms and accompanying documents at their respective Singapore addresses as maintained with the records of The Central Depository (Pte) Limited (“**CDP**”) or the Share Registrar, as the case may be.

Subject to the terms and conditions of the Offer Information Statement (the “**OIS**”) and the accompanying documents, Entitled Shareholders will be at liberty to accept in full or in part, decline, or otherwise renounce, or, in the case of Entitled Depositors only, trade their provisional allotments of Rights Shares on the Catalist Board of the SGX-ST during the provisional allotment trading period prescribed by the SGX-ST and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue.

### 3.2 Entitled Depositors

**“Entitled Depositors”** are Shareholders with Shares standing to the credit of their securities accounts with CDP and whose registered addresses with CDP are in Singapore as at the Record Date or if they have registered addresses outside Singapore, they have provided CDP, at 4 Shenton Way, #02-01, SGX Centre 2, Singapore 068807, with registered addresses in Singapore for the service of notices and documents not later than 5.00 p.m. (Singapore time) on the date being three (3) Market Days prior to the Record Date.

Entitled Depositors will be provisionally allotted the Rights Shares under the Rights Issue on the basis of the number of Shares standing to the credit of their securities accounts with CDP as at 5.00 p.m. (Singapore time) on the Record Date.

### 3.3 Entitled Scripholders

**“Entitled Scripholders”** are Shareholders whose share certificates are not deposited with CDP and who have tendered to In.Corp Corporate Services Pte. Ltd. (the **“Share Registrar”**) valid transfers of their Shares and the certificates relating thereto for registration up to the Record Date, provided that such Entitled Scripholders’ Shares are registered in their own names and have registered addresses in Singapore with the Share Registrar as at the Record Date or if they have registered addresses outside Singapore, they have provided the Share Registrar at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712, with a registered address in Singapore for the service of notices and documents not later than 5.00 p.m. (Singapore time) on the date being three (3) Market Days prior to the Record Date.

### 3.4 Supplementary Retirement Scheme (“SRS”)

Members under the SRS (the **“SRS Members”**) who bought their Shares previously using their account opened with the relevant approved bank (the **“SRS Accounts”**) and who wish to accept their provisional allotments of Rights Shares and apply for excess Rights Shares (if applicable) can only do so, subject to applicable SRS rules and regulations, using monies standing to the credit of their respective SRS Accounts. Such SRS Members who wish to accept their provisional allotments of Rights Shares and apply for excess Rights Shares using SRS monies (if applicable), must instruct the relevant approved banks in which they hold their SRS Accounts to accept their provisional allotments of Rights Shares and apply for excess Rights Shares (if applicable) on their behalf in accordance with the OIS. Any acceptance and/or application made directly to CDP, the Share Registrar, the Company and/or by way of electronic application at any automated teller machines of the participating bank appointed and named in the OIS or through an accepted electronic service by such Entitled Shareholders will be rejected. For the avoidance of doubt, monies in SRS Accounts may not be used for the purchase of the provisional allotments of Rights Shares directly from the market. Such Entitled Shareholders should refer to the OIS to be lodged with the Monetary Authority of Singapore for important details relating to the offer procedure in connection with the Rights Issue.

### 3.5 Foreign Shareholders

The OIS and its other accompanying documents in relation to the Rights Issue will be lodged with the Monetary Authority of Singapore. The distribution or dissemination of the OIS and its other accompanying documents may be prohibited or restricted (either absolutely or subject to relevant securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions.

For practical reasons and in order to avoid any violation of securities legislation applicable in countries other than Singapore, the Rights Shares will NOT be offered to Shareholders whose registered addresses with the Share Registrar or CDP, as the case may be, are outside Singapore as at the Record Date and who have not, at least three (3) Market Days prior thereto, provided to the Share Registrar or CDP, as the case may be, with addresses in Singapore for the service of notices and documents (the **“Foreign Shareholders”**). The OIS to be issued by the Company in respect of the Rights Issue and its accompanying documents will not be lodged,

registered or filed in any jurisdiction other than in Singapore and are not intended for distribution outside of Singapore. Accordingly, no provisional allotment of the Rights Shares has been made or will be made to Foreign Shareholders and no purported acceptance thereof or application therefore for the Rights Shares by any Foreign Shareholder will be valid.

If it is practicable to do so, arrangements may, at the discretion of the Company, be made for the provisional allotments of the Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders to be sold “nil paid” on the Official List of the SGX-ST as soon as practicable after dealings in the provisional allotments of Rights Shares commence and the net proceeds arising therefrom will be dealt with in accordance with the terms set out in the OIS. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account the relevant expenses to be incurred in relation thereto.

The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed among Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares standing to the credit of their respective securities accounts as at the Record Date and sent to them at their own risk in such manner as they may have agreed with CDP for the payment of any cash distributions, provided that where the amount of net proceeds to be distributed to any single Foreign Shareholder is less than S\$10.00, the Company shall be entitled to retain or deal with such net proceeds as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder or persons acting for the account or benefit of any such persons shall have any claim whatsoever against the Company, the Directors, the Share Registrar, CDP and/or their respective officers in connection therewith.

Where such provisional allotments of Rights Shares are sold “nil-paid” on the SGX-ST, they will be sold at such price or prices as the Company may, in its absolute discretion, decide, and no Foreign Shareholder or persons acting for the account or benefit of any such persons shall have any claim whatsoever against the Company, the Share Registrar, CDP or their respective officers in respect of such sales or proceeds thereof, the provisional allotments of Rights Shares or the Rights Shares represented by such provisional allotments.

If such provisional allotments of Rights Shares cannot be sold or are not sold on the SGX-ST as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares, the Rights Shares represented by such provisional allotments will be aggregated and allotted to satisfy excess applications for Rights Shares (if any) or disposed of or otherwise dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder or persons acting for the account or benefit of any such persons shall have any claim whatsoever against the Company, the Directors, the Share Registrar, CDP and/or their respective officers in connection therewith.

Shareholders should note that the special arrangements described above would apply only to Foreign Shareholders.

#### **4. OFFER INFORMATION STATEMENT**

Further details of the Rights Issue will be made available in the OIS, of which no physical copies will be despatched as the Company has elected for electronic dissemination, in due course.

The Company will make further announcement(s) in relation to the Rights Issue, as and when appropriate.

By Order of the Board

Low Yik Sen  
Executive Chairman  
2 September 2024

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*This announcement has been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

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