



**JAPFA LTD**  
**(Company Registration Number: 200819599W)**  
**(Incorporated in Singapore)**

- (1) **CIRCULAR TO SHAREHOLDERS IN RELATION TO:**
- **THE PROPOSED EXTENSION OF THE SUPPLY AGREEMENT FOR RAW MATERIALS BETWEEN AUSTASIA GROUP LTD. (FORMERLY KNOWN AS AUSTASIA INVESTMENT HOLDINGS PTE. LTD.) AND ANNONA PTE. LTD. (“SUPPLY AGREEMENT”) AS AN INTERESTED PERSON TRANSACTION**
  - **THE PROPOSED RENEWAL OF THE JAPFA PERFORMANCE SHARE PLAN (“RENEWED JAPFA PSP”)**
- (2) **APPROVAL IN-PRINCIPLE FROM THE SINGAPORE EXCHANGE SECURITIES TRADING LIMITED FOR THE LISTING OF AND QUOTATION OF NEW ORDINARY SHARES IN THE CAPITAL OF JAPFA LTD. PURSUANT TO THE PROPOSED RENEWED JAPFA PSP**

**1. DESPATCH OF CIRCULAR**

The Company refers to its notice of Extraordinary General Meeting (“EGM”) dated 1 April 2024.

The Company has today despatched to shareholders of the Company a circular dated 1 April 2024 (the “Circular”) containing, *inter alia*, information on the following proposals:

- (a) the proposed extension of the Supply Agreement as an interested person transaction; and
- (b) the proposed Renewed Japfa PSP.

Shareholders who do not receive the Circular within seven (7) days from the date of this announcement should contact the Company’s Share Registrar at the following address:

**Boardroom Corporate & Advisory Services Pte. Ltd.**  
50 Raffles Place  
#32-01 Singapore Land Tower  
Singapore 048623

Copies of the Circular and the notice of EGM are available on the website of the Singapore Exchange Securities Trading Limited at <http://www.sgx.com> and the Company's website and may be accessed at the URL <https://japfa.com/investors/general-report/agm-egm>.

## 2. RECEIPT OF APPROVAL IN-PRINCIPLE

The Company had in place a performance share plan known as the “Japfa Performance Share Plan” (the “**Existing Japfa PSP**”) which was adopted at an extraordinary general meeting of the Company held on 23 July 2014. The duration of the Existing Japfa PSP was subject to a maximum period of ten (10) years from the date that it was adopted. The Existing Japfa PSP will accordingly expire and lapse on 23 July 2024. The Company is proposing to renew the Existing Japfa PSP by adopting a new performance share plan which will therefore continue to be known as the “Japfa Performance Share Plan” (the “**Renewed Japfa PSP**”).

The Company made an application to the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) for the listing and quotation of new ordinary shares in the capital of the Company (“**Shares**”) to be allotted and issued pursuant the vesting of awards (“**Awards**”) granted under the Renewed Japfa PSP.

The Board of Directors are pleased to announce that on 19 March 2024, the Company received the approval in-principle from the SGX-ST for the listing and quotation of the new Shares to be allotted and issued pursuant to the vesting of Awards under the Renewed Japfa PSP on the Official List of the Main Board of the SGX-ST, subject to the following conditions:

- (a) independent shareholders’ approval for the Renewed Japfa PSP; and
- (b) the Company’s compliance with the SGX-ST’s listing requirements and guidelines.

**Shareholders should note that the approval in-principle granted by the SGX-ST is not to be taken as an indication of the merits of the Renewed Japfa PSP, the new Shares, the Company, and/or its subsidiaries.**

**By Order of the Board**

**Japfa Ltd**  
Tan Yong Nang  
Executive Director and Chief Executive Officer

Date: 1 April 2024