

**F J Benjamin Holdings Ltd**  
(Company Registration No. 197301125N)  
(Incorporated in the Republic of Singapore)

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## **NOTICE OF EXPIRY OF WARRANTS**

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**TO: ALL HOLDERS OF WARRANTS IN F J BENJAMIN HOLDINGS LTD (THE “COMPANY”)**

**THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**If you are in doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

In this Notice, the term “**Warrants**” refer to all warrants issued by the Company, the terms and conditions of which are constituted in the deed poll dated 12 March 2018 executed by the Company (the “**Deed Poll**”).

Holders of the Warrant(s) (“**Warranholders**”) who have sold their Warrants should immediately upon receipt of a copy of this notice, send it to the purchaser or the bank, stockbroker or agents through whom the sale was effected for onward transmission to the purchaser.

*Where capitalised terms are used in this Notice and not otherwise defined, such capitalised terms shall bear the same meaning as ascribed to them in the Company’s offer information statement relating to, inter alia, the issuance of the Warrants dated 12 March 2018.*

### **1. EXPIRY OF WARRANTS ON MONDAY, 5 APRIL 2021 AT 5.00 P.M.**

**NOTICE IS HEREBY GIVEN** to the Warranholders that in accordance with the terms and conditions of the Warrants set out in the Deed Poll (the “**Warrant Conditions**”), the rights to subscribe for new shares in the capital of the Company (the “**Warrant Shares**”) by way of exercise of the Warrants will expire at **5.00 p.m. on Monday, 5 April 2021** (the “**Expiry Date**”), being the Market Day immediately preceding the third anniversary of the date of issue of the Warrants.

After 5.00 p.m. on the Expiry Date, any Warrant which has not been exercised will lapse and cease to be valid for any purpose whatsoever.

### **2. EXERCISE PRICE**

The exercise price of the Warrants is S\$0.04 for each Warrant Share (the “**Exercise Price**”).

Each Warrant shall entitle the Warranholder to subscribe for one (1) Warrant Share upon the exercise thereof.

### **3. PROCEDURE FOR EXERCISE OF WARRANTS**

Warranholders who wish to exercise their subscription rights must do so in accordance with the Warrant Conditions. In order to exercise the Warrants, a Warranholder must complete and sign the exercise notice relating to the Warrants in the prescribed form (the “**Exercise Notice**”).

Copies of the Exercise Notice will be sent to Warranholders whose names appear in the Register of Warranholders as at 26 February 2021 and are available from the warrant agent, Boardroom Corporate & Advisory Services Pte. Ltd. (“**Warrant Agent**”).

The address, telephone number and business hours of the Warrant Agent are as follows:

**Boardroom Corporate & Advisory Services Pte. Ltd.**

50 Raffles Place #32-01

Singapore Land Tower

Singapore 048623

Telephone number: +65 6536 5355

Business hours: 8.30 a.m. to 5.30 p.m. from Mondays to Fridays  
(Closed on Saturdays, Sundays and Public Holidays)

Pursuant to the Warrant Conditions, in order to exercise the Warrants, the Warrantholder(s) must before 3.00 p.m. on any Market Day and before 5.00 p.m. on the Expiry Date, during the Exercise Period:

- (i) lodge, so as to be received at the specified office of the Warrant Agent, the relevant Warrant Certificate registered in the name of the exercising Warrantholder or CDP (as the case may be) together with the Exercise Notice (copies of which may be obtained from the Warrant Agent or the Company) in respect of the Warrants represented thereby, duly completed and signed by or on behalf of the exercising Warrantholder and duly stamped in accordance with any law for the time being in force relating to stamp duty provided always that the Warrant Agent may dispense with or defer the production of the relevant Warrant Certificate where such Warrant Certificate is registered in the name of CDP;
- (ii) furnish such evidence (if any) as the Warrant Agent may require to determine or verify the due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including every joint Warrantholder, if any) or otherwise to ensure the due exercise of the Warrants and such other evidence as the Company may require to verify due compliance with and for the purposes of administering and implementing the provisions set out in these Conditions;
- (iii) pay the Exercise Price in accordance with the provisions of Condition 4.2 of the Warrant Conditions;
- (iv) pay any deposit or other fees or expenses for the time being chargeable by and payable to CDP (if any) and any stamp, issue, registration or other similar taxes or duties arising on the exercise of the relevant Warrant(s) as the Warrant Agent may require; and
- (v) if applicable, pay any fees for certificates of the Warrant Shares to be issued, and pay any expenses for, and submit any necessary documents required in order to effect, the registration of the Warrant Shares in the name of the exercising Warrantholder or CDP (as the case may be) and the delivery of certificates for the Warrant Shares to be delivered upon exercise of the relevant Warrants to the place specified by the exercising Warrantholder in the Exercise Notice or to CDP (as the case may be).

Warrantholders whose Warrants are registered in the name of CDP should note that the exercise of their Warrants shall be further conditional upon:

- (a) the number of Warrants so exercised being credited to the "Free Balance" of the Securities Account of the exercising Warrantholder and remaining so credited until the relevant Exercise Date; and
- (b) the relevant Exercise Notice specifying that the Warrant Shares to be issued on exercise of the Warrants are to be credited to the Securities Account of the exercising Warrantholder,

failing which the Exercise Notice shall be void and all rights of the exercising Warrantholder and of any other person thereunder shall cease.

The Warrant Shares will, upon allotment and issue, rank *pari passu* in all respects with the then existing issued Shares of the Company, save for any dividends, rights, allotments or other distributions, the Record Date for which is before the relevant Exercise Date. "**Record Date**" in this context means, in relation to any dividends, rights, allotments or other distributions, the date as at the close of business (or such other time in accordance with market practice as may have been notified in writing by the Company) on which Shareholders must be registered with the Company or, in the case of Shareholders whose Shares are registered in the name of CDP, with CDP in order to participate in such dividends, rights, allotments or other distributions.

#### **4. LAST DAY FOR TRADING IN WARRANTS**

The last day for trading in the Warrants on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") will be 26 March 2021, and trading will cease with effect from 9.00 a.m. on 6 April 2021. The Warrants will then be de-listed from Official List of the SGX-ST with effect from 9.00 a.m. on 6 April 2021.

**AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON MONDAY, 5 APRIL 2021, ANY SUBSCRIPTION RIGHTS UNDER THE WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.**

#### **BY ORDER OF THE BOARD**

Karen Chong Mee Keng  
Company Secretary  
4 March 2021

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor (the "**Sponsor**"), ZICO Capital Pte. Ltd., in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalist.*

*This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.*

*The contact person for the Sponsor is Ms Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.*