JAPFA LTD.
(Company Registration No. 200819599W)
(Incorporated in Singapore on 8 October 2008)

PROPOSED PRIVATISATION OF JAPFA LTD.
BY WAY OF A SCHEME OF ARRANGEMENT

NOTICE OF COURT HEARING DATE TO SANCTION THE SCHEME

1. INTRODUCTION

The board of directors (the "**Board**") of Japfa Ltd. (the "**Company**") refers to:

(a) the scheme document (the "**Scheme Document**") dated 28 March 2025 issued by the Company to the shareholders of the Company ("**Shareholders**") in relation to the proposed privatisation of the Company through the acquisition (the "**Acquisition**") by TAC 1 Pte. Ltd. ("**Joint Offeror A**") and TAC 2 Pte. Ltd. ("**Joint Offeror B**" and together with Joint Offeror A, the "**Joint Offerors**") of all the issued and paid-up shares ("**Shares**") in the capital of the Company held by the Shareholders (other than the Shares already held by Rangi Management Limited, Tasburgh Limited, Morze International Limited, Tallowe Services Inc. and Renaldo Santosa (collectively, the "**Excluded Shareholders**")) (the "**Scheme Shares**"), by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act 1967 of Singapore (the "**Companies Act**") and the Singapore Code on Take-overs and Mergers; and

(b) the announcement dated 15 April 2025 made by the Company in relation to the approval of the Scheme by the requisite majority of Shareholders (other than the Excluded Shareholders) (the "**Scheme Shareholders**") at the Scheme Meeting held on 15 April 2025.

*Unless otherwise defined, capitalised terms used in this announcement (the "**Announcement**") shall bear the same meanings as set out in the Scheme Document.*

2. NOTICE OF COURT HEARING DATE TO SANCTION THE SCHEME

2.1. As stated in the Scheme Document, upon the Scheme being approved by a majority in number of the Scheme Shareholders present and voting, either in person or by proxy, at the Scheme Meeting, such majority representing not less than 75% in value of the Scheme Shares voted at the Scheme Meeting, an application will be made to the Court by the Company for the sanction of the Scheme.

2.2. In light of the approval by the Scheme Shareholders at the Scheme Meeting held on 15 April 2025, the Company wishes to announce that:

(a) it had filed summons HC/SUM 1065/2025 in HC/OA 250/2025 (the "**Scheme Sanction Application**") on 17 April 2025 in the Court to apply for an order for sanction of the Scheme (the "**Court Order**"); and

(b) the Court has directed that:

(i) any reply affidavit is to be filed and served **by 4.00 p.m.** on **Tuesday**, **29 April 2025**;

(ii) written submissions and authorities are to be filed and served **by 4.00 p.m.** on **Tuesday**, **6 May 2025**; and

(iii) the Scheme Sanction Application be fixed for hearing at **10.00 a.m.** on **Thursday**, **15 May 2025**[1] (the "**Court Hearing Date**").

2.3. Subject to the grant of the Court Order and the satisfaction (or where applicable, waiver) of all the Scheme Conditions in accordance with the terms of the Implementation Agreement, the Scheme will become effective and binding upon the lodgement of the Court Order with the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**").

2.4. A copy of the Scheme Sanction Application will be made available for inspection during normal business hours at the registered office of the Company at 391B Orchard Road, #18-08, Ngee Ann City, Singapore 238874, or upon request at the following e-mail address: JapfaCourt2025@rajahtann.com from the date of this Announcement up to (and including) the Court Hearing Date.

3. INDICATIVE TIMETABLE FOR THE SCHEME AND THE FY2024 FINAL DIVIDEND

Subject to the grant of the Court Order on the Court Hearing Date, Shareholders should note the updated indicative dates for the following events in relation to the Scheme and the FY2024 Final Dividend:

Event	**Date**[(1)]
Court Hearing Date	Thursday, 15 May 2025
Expected last day of trading of the Shares	On or around Friday, 16 May 2025
Updated FY2024 Final Dividend Books Closure Date	Tuesday, 27 May 2025, 5.00 p.m.[(2)]
Expected Books Closure Date	On or around Tuesday, 27 May 2025, 5.00 p.m.
Expected Effective Date	On or around Wednesday, 28 May 2025[(3)]
Expected date for payment of the Scheme Consideration	On or around Tuesday, 3 June 2025
Expected date for the Delisting of the Shares	On or around Thursday, 5 June 2025[(4)]

Notes:

(1) All dates and times referred to above are Singapore dates and times.

(2) As stated in the Company's announcement dated 22 April 2025, payment of the FY2024 Final Dividend will be made on 3 June 2025.

(3) On the basis that all the Scheme Conditions have been satisfied or, as the case may be, waived in accordance with the Implementation Agreement and the Court Order is lodged with ACRA pursuant to Section 210(5) of the Companies Act by the Company. The Scheme will only become effective if all the Scheme Conditions have been satisfied or, as the case may be, waived in accordance with the Implementation Agreement and a copy of the Court Order has been lodged with ACRA.

[1] Any Scheme Shareholder who wishes to attend the hearing in respect of the Scheme Sanction Application is requested to inform the Company's solicitors, Rajah & Tann Singapore LLP of 9 Straits View #06-07, Marina One West Tower, Singapore 018937 by way of notice in writing of its intention to do so by no later than 4.00 p.m. on 29 April 2025 at the following e-mail address: JapfaCourt2025@rajahtann.com. The written notice should include the following information: (a) the full name of the person attending the hearing; (b) if the person attending is not a Scheme Shareholder, the full name of the Scheme Shareholder whom said person is representing; and (c) whether the person attending intends to support or object to the Scheme Sanction Application and make oral submissions at the hearing and, if so, an estimate of the time required for oral submissions. Please note that any oral submissions to be made by any Scheme Shareholder at the hearing (and the duration thereof) is subject to the Court's discretion.

(4) The Delisting is conditional upon the sanction of the Scheme by the Court and the Scheme becoming effective and binding in accordance with its terms. Please refer to the Company's announcement dated 21 April 2025 for further information on the SGX-ST Delisting Approval.

Save for the Court Hearing Date, the above timetable is indicative only and is subject to the grant of the Court Sanction on the Court Hearing Date. Please refer to future announcement(s) by the Company for the exact dates of these events.

4. DIRECTORS' RESPONSIBILITY STATEMENT

4.1 The Directors (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement (other than those relating to the Joint Offerors or any opinion expressed by the Joint Offerors) are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading. The Directors jointly and severally accept responsibility accordingly.

4.2 Where any information in this Announcement has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source (including the Joint Offerors), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The Directors do not accept any responsibility for any information relating to or any opinion expressed by the Joint Offerors.

By Order of the Board

Japfa Ltd.
Tan Yong Nang
Executive Director and Chief Executive Officer
22 April 2025

Any queries relating to this Announcement, the Acquisition or the Scheme should be directed during office hours to:

Japfa Ltd.
Investor Relations
Tel: (65) 6735 0031
Email: investorcontact@japfa.com

DBS Bank Ltd.
Strategic Advisory
Tel: (65) 6878 1989