

**JOYAS INTERNATIONAL HOLDINGS LIMITED**

(Incorporated in Bermuda with limited liability)

(Company Registration No. 38991)

---

**DESPATCH OF OFFER INFORMATION STATEMENT IN RELATION TO:**

- (I) **RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO 354,670,733 WARRANTS BY THE COMPANY (THE “WARRANTS”) AT AN ISSUE PRICE OF S\$0.01 FOR EACH WARRANT (THE “WARRANTS ISSUE PRICE”) AND CARRYING THE RIGHT TO SUBSCRIBE FOR ONE (1) NEW COMMON SHARE IN THE CAPITAL OF THE COMPANY (THE “NEW SHARE”) AT THE EXERCISE PRICE OF S\$0.10 FOR EACH NEW SHARE, ON THE BASIS OF ONE (1) WARRANT FOR EVERY ONE (1) EXISTING COMMON SHARE IN THE CAPITAL OF THE COMPANY (THE “SHARE”) HELD BY SHAREHOLDERS OF THE COMPANY (THE “SHAREHOLDERS”) AS AT THE BOOKS CLOSURE DATE (THE “WARRANTS ISSUE”); AND**
- (II) **RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO S\$5,320,060.99 IN AGGREGATE PRINCIPAL AMOUNT OF 7.0 PER CENT. CONVERTIBLE BONDS DUE 2020 (THE “CONVERTIBLE BONDS”), IN THE DENOMINATION OF S\$0.015 FOR EACH CONVERTIBLE BOND, ON THE BASIS OF ONE (1) CONVERTIBLE BOND FOR EVERY ONE (1) SHARE HELD BY SHAREHOLDERS AS AT THE BOOKS CLOSURE DATE, FRACTIONAL ENTITLEMENTS TO BE DISREGARDED (THE “CONVERTIBLE BONDS ISSUE”)**

---

*Unless otherwise defined, capitalized terms herein shall have the same meanings ascribed to them in the Circular and the Company’s announcements dated 16 August 2013, 16 December 2013, 3 November 2014, 2 December 2014, 12 January 2015 and 26 January 2015 (the “Announcements”).*

**1. INTRODUCTION**

The Board of Directors (the “**Board**”) of Joyas International Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to the Announcements wherein the Company announced, amongst others, details relating to the Warrants Issue and the Convertible Bonds Issue.

**2. DESPATCH OF THE OFFER INFORMATION STATEMENT**

The Directors wish to announce that the Offer Information Statement dated 26 January 2015 relating to the Warrants Issue and the Convertible Bonds Issue (the “**Offer Information Statement**”) has been dispatched today to Entitled Shareholders (together with a copy of the PAL, the ARE and the WEWAF), as the case may be, at their respective addresses in Singapore. The Offer Information Statement, PAL, ARE and WEWAF have not been dispatched to Foreign Shareholders.

**3. DESPATCH OF THE OFFER INFORMATION STATEMENT**

The trading period for the provisional allotments of Warrants and Convertible Bonds (or “nil-paid” Warrants and Convertible Bonds) on the SGX-ST has commenced at 9.00 a.m. today and ends at 5.00 p.m. on 5 February 2015.

Entitled Depositors who sell their “nil-paid” Warrants and Convertible Bonds during this period do not need to forward their AREs and WEWAFs to the purchasers of the “nil-paid” Warrants

and Convertible Bonds (the “**Purchasers**”) as arrangements will be made by CDP for separate ARS and WAF forms to be issued to the Purchasers. Purchasers should note that CDP will, on behalf of the Company, send the ARS and WAF forms accompanied by the Offer Information Statement, by ordinary post and at the Purchaser’s own risk, to their respective Singapore addresses as recorded with CDP.

#### **4. IMPORTANT DATES AND TIMES**

Entitled Shareholders and Purchasers should take note of the following important dates and times in respect of the Rights Issue:

Despatch of Offer Information Statement, ARE, ARS, WEWAF, WAF and PAL (as the case may be) to Entitled Shareholders	: 28 January 2015
Commencement of trading of “nil-paid” Warrants and Convertible Bonds entitlements	: 28 January 2015 from 9.00 a.m.
Last date and time for trading of “nil-paid” Warrants and Convertible Bonds entitlements	: 5 February 2015 at 5.00 p.m.
Last date and time for splitting Warrants and Convertible Bonds entitlements	: 5 February 2015 at 5.00 p.m.
Last date and time for acceptance and payment of Warrants and/or Convertible Bonds	: 11 February 2015 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Last date and time for renunciation of and payment of Warrants and Convertible Bonds	: 11 February 2015 at 5.00 p.m.
Last date and time for application and payment of Excess Warrants and/or Excess Convertible Bonds	: 11 February 2015 at 5.00 p.m. (9.30 p.m. for Electronic Applications via ATM of Participating Banks)
Expected date for issuance of Warrants and Convertible Bonds	: 23 February 2015
Expected date for crediting of Warrants and Convertible Bonds	: 24 February 2015
Expected date for refund for unsuccessful applications (if made through CDP)	: 24 February 2015
Expected date for commencement of trading of the Warrants	: 25 February 2015
Expected date for commencement of trading of the Convertible Bonds	: 25 February 2015

As at the date of this announcement, the Company does not expect the above timetable to be modified. However, the Company may modify the timetable, subject to any limitation under any applicable laws or regulations. In such event, the Company will publicly announce the same through an SGXNET announcement to be posted on the internet at the SGX-ST’s website at <http://www.sgx.com>.

**BY ORDER OF THE BOARD**

Lau Chor Beng  
Managing Director  
Joyas International Holdings Limited

28 January 2015