

JEP HOLDINGS LTD.
(Company Registration No. 199401749E)
(Incorporated in the Republic of Singapore)

**MANDATORY UNCONDITIONAL CASH OFFER BY UOB KAY HIAN PRIVATE LIMITED
FOR AND ON BEHALF OF UMS HOLDINGS LIMITED FOR JEP HOLDINGS LTD.**

- DESPATCH OF NOTICE ON ELECTRONIC DISSEMINATION OF OFFEREE CIRCULAR

1. INTRODUCTION

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

- (a) the announcement dated 21 April 2021 made by UOB Kay Hian Private Limited for and on behalf of UMS Holdings Limited (the "**Offeror**") relating to the mandatory unconditional cash offer (the "**Offer**") by the Offeror for all the issued and paid-up ordinary shares in the capital of the Company (excluding treasury shares), which are not already owned, controlled or agreed to be acquired by the Offeror and the parties acting in concert with it, in accordance with Section 139 of the Securities and Futures Act (Cap 289) and Rule 14 of the Singapore Code on Take-overs and Mergers ("**Offer Announcement**");
- (b) the announcement issued on 21 April 2021 by the Company in response to the Offer Announcement;
- (c) the announcement issued on 27 April 2021 by the Company relating to the appointment of W Capital Markets Pte. Ltd. as the independent financial adviser ("**IFA**") to advise the directors of the Company who are considered to be independent for the purpose of making a recommendation to Shareholders in respect of the Offer ("**Independent Directors**");
- (d) the offer document dated 5 May 2021 issued by the Offeror setting out the full terms and conditions of the Offer ("**Offer Document**"); and
- (e) the announcement issued on 5 May 2021 by the Company in response to the dissemination of the Offer Document.

Unless otherwise defined, all capitalised terms used herein shall have the meanings ascribed in the Offeree Circular (as defined herein).

2. DESPATCH OF NOTICE

- 2.1 The Board wishes to announce that the Company has today despatch to Shareholders a notice ("**Notice**") in connection with the electronic dissemination of the offeree board circular dated 19 May 2021 (the "**Offeree Circular**") containing, amongst others, the advice of the IFA to the Independent Directors, the recommendation of the Independent Directors to Shareholders in respect of the Offer, and other relevant information pertaining to the Offer for the consideration of the Shareholders in compliance with Rule 24 of the Singapore Code on Take-overs and Mergers.
- 2.2 The Notice contains the address and instructions for the electronic access and retrieval of the Offeree Circular.

3. ELECTRONIC DISSEMINATION OF OFFEREE CIRCULAR

- 3.1 Electronic copies of the Notice and the Offeree Circular are available on the SGXNET announcement page of the Company at the following URL:

<https://www.sgx.com/securities/company-announcements?value=JEP%20HOLDINGS%20LTD.&type=company&pagesize=20>

- 3.2 **The Offeree Circular requires the immediate attention of Shareholders. Shareholders should read and carefully consider the contents of the Offeree Circular, including the advice of the IFA to the Independent Directors as well as the recommendation of the Independent Directors in respect of the Offer before deciding whether to accept or reject the Offer. If you are in any doubt in relation to the Offer or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

4. CLOSING DATE

Shareholders should note that as stated in the Offer Document, the Offer will close at 5.30 p.m. (Singapore time) on 2 June 2021 (the “**Closing Date**”) and notice is given that the Offer will not be extended, revised or open for acceptance beyond 5.30 p.m. (Singapore time) on the Closing Date.

5. DIRECTORS' RESPONSIBILITY STATEMENT

The directors of the Company (including those who have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement (other than those relating to the Offeror and the Offer) are fair and accurate, and that no material facts have been omitted from this announcement, and they jointly and severally accept responsibility accordingly.

Where information in this announcement has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from such sources and/or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Wong Gang
Lead Independent Director
For and on behalf of the Board of Directors
of JEP Holdings Ltd.

19 May 2021

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd. (the “**Sponsor**”), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this announcement.

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 details of the contact person for the Sponsor is:

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