

**PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE –  
NOTICE OF RECORD DATE**

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**1. INTRODUCTION**

The board of directors (the “**Board**” or “**Directors**”) of Shanaya Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s previous announcements dated 30 December 2023, 17 January 2024, 24 April 2024 and 11 June 2024 (the “**Announcements**”) in relation to the proposed renounceable non-underwritten rights issue (the “**Rights Issue**”) of up to 112,813,870 new ordinary shares in the capital of the Company (the “**Rights Shares**”) at an issue price of S\$0.0250 for each Rights Share (the “**Issue Price**”), on the basis of one (1) Rights Share for every one (1) existing ordinary share in the capital of the Company (the “**Shares**”).

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as ascribed to them in the Announcements. Any reference to the time of day herein shall be a reference to Singapore time.

**2. NOTICE OF RECORD DATE**

**NOTICE IS HEREBY GIVEN** that the register of Shareholders and the register of share transfers of the Company will be closed at **5.00 p.m.** on **17 July 2024** (the “**Record Date**”) for the purpose of determining the provisional allotments of Rights Shares of Shareholders whose registered addresses with the Company or The Central Depository (Pte) Limited (“**CDP**”), as the case may be, are in Singapore as at the Record Date or who have, at least three (3) Market Days<sup>1</sup> prior to the Record Date, provided to CDP, at 4 Shenton Way, #02-01, SGX Centre 2, Singapore 068807, or the Company’s share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (the “**Share Registrar**”), at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, as the case may be, addresses in Singapore for the service of notices and documents (the “**Entitled Shareholders**”).

The Shares will trade on a “cum-rights” basis on the SGX-ST up to 5.00 p.m. on 15 July 2024. The Shares will trade on an “ex-rights” basis from 9.00 a.m. on 16 July 2024 and any person who purchases Shares on and from 16 July 2024 will not be entitled to any provisional allotment of Rights Shares under the Rights Issue.

**3. ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE**

**3.1 Eligibility to Participate**

Entitled Shareholders will be entitled to participate in the Rights Issue and receive a copy of a notification letter (the “**Notification**”) containing instructions on how to access the Offer Information Statement which will be electronically disseminated for viewing, together with the appropriate application forms and accompanying documents at their respective Singapore addresses as maintained with the records of the CDP or the Share Registrar, as the case may be.

Subject to the terms and conditions of the Offer Information Statement and the accompanying documents, Entitled Shareholders will be at liberty to accept in full or in part, decline, or otherwise renounce, or, in the case of Entitled Depositors only, trade their provisional allotments of Rights Shares on the Catalist of the SGX-ST during the provisional allotment trading period

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<sup>1</sup> “**Market Day**” means a day on which the SGX-ST is open for trading in securities.

prescribed by the SGX-ST and will be eligible to apply for Excess Rights Shares.

### 3.2 Entitled Depositors

Entitled Depositors are Shareholders with Shares standing to the credit of their securities accounts (the "**Securities Account**") with CDP and whose registered addresses with CDP are in Singapore as at the Record Date or if they have registered addresses outside Singapore, have provided CDP with addresses in Singapore for the service of notices and documents not later than 5.00 p.m. on the date falling three (3) Market Days prior to the Record Date (the "**Entitled Depositors**").

Entitled Depositors will be provisionally allotted the Rights Shares on the basis of the number of Shares standing to the credit of their Securities Accounts as at 5.00 p.m. on the Record Date.

### 3.3 Entitled Scripholders

Entitled Scripholders are Shareholders whose (i) share certificates are not deposited with CDP, (ii) Shares are registered in their own names, and (iii) registered addresses with the Share Registrar are in Singapore as at the Record Date or who have provided the Share Registrar with addresses in Singapore for the service of notices and documents not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days prior to the Record Date, and who have tendered to the Share Registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Record Date (the "**Entitled Scripholders**").

Entitled Scripholders will have to submit duly completed and stamped transfers in respect of Shares not registered in the name of CDP, together with all relevant documents of title, so as to be received up to 5.00 p.m. on the Record Date by the Share Registrar, in order to be registered to determine their provisional allotments of Rights Shares.

### 3.4 CPF Investment Scheme

Entitled Shareholder who previously bought their Shares under the Central Provident Fund ("**CPF**") Investment Scheme ("**CPFIS Members**") may use their monies standing to the credit of the account opened with a CPF Agent Bank (the "**CPF Investment Accounts**") ("**CPF Funds**") for the payment of the Issue Price to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares, subject to the applicable rules and regulations of the CPF. Such persons who wish to accept their provisional allotments of Rights Shares will need to instruct their respective CPF Agent Bank where they hold their CPF Investment Accounts, to accept their provisional allotment of Rights Shares and (if applicable) apply for the Excess Rights Shares on their behalf in accordance with the Offer Information Statement.

In the case of insufficient funds or stock limit, CPFIS Members may top-up cash into their CPF Investment Accounts before instructing their respective CPF Agent Bank to accept their provisional allotments of the Rights Shares and (if applicable) apply for Excess Rights Shares. CPFIS Members are advised to provide their respective CPF Agent Bank with the appropriate instructions no later than the deadlines set by their respective CPF Agent Bank in order for their respective CPF Agent Bank to make the relevant acceptance and (if applicable) application on their behalf by 5 August 2024, ("**Closing Date**").

CPF Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares and (if applicable) apply for Excess Rights Shares directly from the market. Any acceptance of the provisionally allotments of Right Shares and (if applicable) application for Excess Rights Shares made directly through CDP, the Share Registrar, the Company or by way of electronic applications made through an automated teller machine of a participating bank or an accepted electronic service ("**Electronic Application**") will be rejected.

### 3.5 Supplementary Retirement Scheme ("SRS")

Persons who bought their Shares previously using their SRS account savings ("**SRS Funds**") ("**SRS Investors**") may use the same for the payment of the Issue Price to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares, subject to the applicable SRS rules and regulations. Such persons who wish to accept their provisional allotments of Rights Shares will need to instruct their respective approved banks where they hold their SRS accounts, to accept their provisional allotment of Rights Shares and (if applicable) apply for the Excess Rights Shares on their behalf in accordance with the Offer Information Statement.

SRS Investors who have insufficient funds in their SRS accounts may, subject to the SRS contribution cap, deposit cash into their SRS accounts with their approved banks before instructing their respective approved banks to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares. SRS Investors are advised to provide their respective approved banks with the appropriate instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make the relevant acceptances and (if applicable) application on their behalf by the Closing Date.

SRS Funds may not, however, be used for the purchase of the provisional allotments of the Rights Shares directly from the market. Any acceptance of the provisionally allotments of Right Shares and (if applicable) application for Excess Rights Shares made directly through CDP, the Share Registrar, the Company or by way of electronic applications made through an automated teller machine of a participating bank or by way of Electronic Application will be rejected.

### 3.6 Foreign Shareholders

Foreign Shareholders are Shareholders with registered addresses outside Singapore and who have not provided CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and document, by 5.00 p.m. on the date falling three (3) Market Days prior to the Record Date ("**Foreign Shareholders**").

The Offer Information Statement and its accompanying documents will not be lodged, registered or filed in any jurisdiction other than in Singapore. The distribution of the Offer Information Statement and its accompanying documents may be prohibited or restricted (either absolutely or unless relevant securities requirements, whether legal or administrative, are complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions. For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Rights Shares will **NOT** be offered to and the Offer Information Statement and its accompanying documents will **NOT** be despatched or disseminated to Foreign Shareholders or into any jurisdictions outside Singapore.

**Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue. No provisional allotment of Rights Shares will be made to Foreign Shareholders and no purported acceptance thereof or application for any excess Rights Shares therefor by any Foreign Shareholder will be valid.**

Entitlements to Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders may, if practicable to do so and at the absolute discretion of the Company, be sold "nil-paid" on the SGX-ST, as soon as practicable after dealings in the provisional allotments of Rights Shares commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account the relevant expenses to be incurred in relation thereto. The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed to Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares standing to the credit of their respective Securities Accounts as at the Record Date and sent to them at their own risk by ordinary post, or in such other manner as they may have agreed with CDP for payment of any cash distributions. If the

amount of net proceeds to be distributed to any single Foreign Shareholder is less than S\$10.00, the Company shall be entitled to retain or deal with such net proceeds as the Board may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder or persons acting to the account or benefit of any such persons shall have any claim whatsoever against the Company, the Directors, CDP, the Share Registrar and/or their respective officers in connection therewith.

Where the provisional allotments of Rights Shares are sold "nil-paid" on the SGX-ST, they will be sold at such price or prices as the Company may, in its absolute discretion, decide and no Foreign Shareholder or persons acting to the account or benefit of any such persons shall have any claim whatsoever against the Company, the Directors, CDP, the Share Registrar and/or their respective officers in connection therewith. If such provisional allotments of Rights Shares cannot be sold or are not sold on the SGX-ST as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares, the Rights Shares represented by such provisional allotments will be aggregated and allotted to satisfy applications for excess Rights Shares (if any) or disposed of or otherwise dealt with in such manner as the Board may, in its absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder or persons acting to the account or benefit of any such persons shall have any claim whatsoever against the Company, the Directors, CDP, the Share Registrar and/or their respective officers in connection therewith.

**SHAREHOLDERS WITH REGISTERED ADDRESSES OUTSIDE SINGAPORE WHO WISH TO PARTICIPATE IN THE RIGHTS ISSUE MAY PROVIDE AN ADDRESS IN SINGAPORE FOR THE SERVICE OF NOTICES AND DOCUMENTS BY NOTIFYING IN WRITING, AS THE CASE MAY BE, TO (I) CDP AT 4 SHENTON WAY, #02-01, SGX CENTRE 2, SINGAPORE 068807, OR (II) BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD. AT 1 HARBOURFRONT AVENUE, #14-07 KEPPEL BAY TOWER, SINGAPORE 098632, IN EACH CASE, AT LEAST THREE (3) MARKET DAYS PRIOR TO THE RECORD DATE.**

### **3.7 Entitled Shareholders**

Entitled Shareholders are at liberty to accept (in full or in part), decline, or otherwise renounce or trade (during the provisional allotment trading period prescribed by SGX-ST) their provisional allotments of the Rights Shares and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue.

## **4. FURTHER INFORMATION**

Entitled Shareholders will be entitled to participate in the Rights Issue and will receive a copy of a notification letter containing instructions on how to access the Offer Information Statement which will be electronically disseminated for viewing, together with the appropriate applications forms and accompany documents at their respective Singapore addresses as maintained with the records of CDP or the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., as the case may be. The Company will make further announcements relating to the Rights Issue (including any material developments and progress made) as may be appropriate from time to time.

## 5. CAUTIONARY STATEMENT

Shareholders and potential investors of the Company are advised to exercise caution when dealing or trading in the securities of the Company. In particular, shareholders and potential investors of the Company should note that the Rights Issue is subject to certain conditions and there is no certainty or assurance as at the date of this announcement that the Rights Issue will be completed or that no changes will be made to the terms and conditions of the Rights Issue. The Company will make further announcements to update its Shareholders when there are material updates as may be necessary or appropriate. Shareholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

### BY ORDER OF THE BOARD SHANAYA LIMITED

Mohamed Gani Mohamed Ansari  
Executive Director and Chief Executive Officer  
9 July 2024

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, PrimePartners Corporate Finance Pte. Ltd. It has not been examined or approved by the Exchange and the Exchange 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.*

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