

**JCG INVESTMENT HOLDINGS LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200505118M)

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**COMPLETION OF THE SUBSCRIPTION OF 250,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF JCG INVESTMENT HOLDINGS LTD., TOGETHER WITH 250,000,000 NEW WARRANTS, AND TOGETHER WITH A PUT AND CALL OPTION TO SUBSCRIBE FOR 250,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF JCG INVESTMENT HOLDINGS LTD., TOGETHER WITH 250,000,000 WARRANTS**

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**1. INTRODUCTION**

- 1.1. The board of directors (the “**Board**” or “**Directors**”) of JCG Investment Holdings Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s announcements on 10 July 2019 and 21 May 2019 (the “**Previous Announcements**”) in relation to the Subscription.
- 1.2. Unless otherwise defined, all capitalised terms used in this Announcement shall bear the same meanings as ascribed to them in the Previous Announcements. Any reference to the time of day and date in this Announcement shall be a reference to Singapore time and date, respectively.

**2. COMPLETION OF THE SUBSCRIPTION**

- 2.1. The Directors wish to announce that the Company has, on 18 July 2019, completed the Subscription, following the allotment and issuance to the Subscriber of:
  - a. 250,000,000 Subscription Shares at an issue price of S\$0.002; and
  - b. 250,000,000 Investment Warrants, each convertible into one Warrant Share at an exercise price of S\$0.0018.
- 2.2. Pursuant to the Subscription Agreement, the Company has also granted to the Subscriber the right to require the Company to issue to the Subscriber (i.e. the Call Option), and the Subscriber has granted to the Company the right to require the Subscriber to subscribe for (i.e. the Put Option), all (and not only some) of the 250,000,000 Put and Call Option Shares with the 250,000,000 Put and Call Option Warrants, on the terms and subject to the conditions of the Subscription Agreement.
- 2.3. The Subscription Shares are issued free from all claims, charges, liens and other encumbrances whatsoever and shall rank *pari passu* in all respects with an shall carry all rights similar to the existing Shares of the Company except that they will not rank for any dividend, right, allotment or other distributions, the record date for which falls on or before the date of issue of the Subscription Shares.
- 2.4. The total number of Shares of the Company has increased from 12,485,587,734 Shares to 12,735,587,734 Shares following the completion of the Subscription.
- 2.5. The Company will make the relevant announcement(s) as and when the Investment Warrants, the Put Option or the Call Option, or the Put and Call Option Warrants (to be issued to the Subscriber upon exercise of the Put Option or the Call Option) are exercised.

**BY ORDER OF THE BOARD**

Ang Kok Huan  
Chief Executive Officer  
18 July 2019

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor, Stamford Corporate Services Pte. Ltd. (the "**Sponsor**").*

*This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (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.*

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