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FIRST SPONSOR GROUP LIMITED

(Incorporated in the Cayman Islands)

(Registration No. 195714)

THE RENOUNCEABLE AND NON-UNDERWRITTEN RIGHTS ISSUE OF SERIES 3 PERPETUAL CONVERTIBLE CAPITAL SECURITIES

NOTICE OF RECORD DATE

1. INTRODUCTION

The board of directors (the "**Directors**") of First Sponsor Group Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the Company's announcements on 25 July 2024 (the "**Launch Announcement**") and 14 August 2024 (the "**AIP Announcement**" and, together with the Launch Announcement, the "**Announcements**") in relation to the proposed renounceable and non-underwritten rights issue (the "**Rights Issue**") of up to S\$283,810,021.56 in aggregate principal amount of 4.85 per cent. perpetual convertible capital securities (the "**Series 3 Convertible Securities**") in the denomination of S\$1.08 for each Series 3 Convertible Security, on the basis of one (1) Series 3 Convertible Security for every five (5) existing ordinary shares with a par value of US\$0.10 each in the capital of the Company (the "**Shares**") held by the Entitled Shareholders as at the Record Date, fractional entitlements to be disregarded.

Unless otherwise defined herein or the context otherwise requires, all capitalised terms used in this announcement shall bear the same meanings ascribed to them in the Announcements.

2. NOTICE OF RECORD DATE

NOTICE IS HEREBY GIVEN THAT the register of members and the share transfer books of the Company will be closed at 5.00 p.m. (Singapore time) on 23 August 2024 (the "**Record Date**"), for the purpose of determining the provisional allotments of the Series 3 Convertible Securities to Entitled Shareholders under the Rights Issue.

Accordingly, the Shares will trade "cum-rights" to the Rights Issue up to 5.00 p.m. (Singapore time) on 21 August 2024 and "ex-rights" to the Rights Issue from 9.00 a.m. (Singapore time) on 22 August 2024. Any person who purchases Shares on and from 22 August 2024 will not be entitled to any provisional allotment of the Series 3 Convertible Securities under the Rights Issue.

3. ELIGIBILITY TO PARTICIPATE IN THE RIGHTS ISSUE

Entitled Shareholders

Entitled Depositors and Entitled Scripholders (collectively, "**Entitled Shareholders**") are entitled to participate in the Rights Issue and receive the Offer Information Statement together with the Product Highlights Sheet and (a) the application and acceptance form for their provisional allotment of Series 3 Convertible Securities and excess Series 3 Convertible Securities to be issued to an Entitled Depositor in respect of the provisional allotment of Series 3 Convertible Securities of such Entitled Depositor under the Rights Issue (the "**ARE**") or (b) the provisional allotment letter to be issued to an Entitled Scripholder, setting out the provisional allotment of Series 3 Convertible Securities of the Entitled Scripholder under the Rights Issue (the "**PAL**"), as the case may be, at their respective Singapore addresses.

For the avoidance of doubt, an Entitled Shareholder is not required to hold a minimum of 100 Shares as at the Record Date in order to be provisionally allotted the Series 3 Convertible Securities. For illustrative purposes, an Entitled Shareholder who holds six (6) Shares as at the Record Date will be provisionally allotted one (1) Series 3 Convertible Security, fractional entitlements to be disregarded. An Entitled Shareholder who holds less than five (5) Shares as at the Record Date will not be provisionally allotted any Series 3 Convertible Securities.

Entitled Shareholders will be provisionally allotted the Series 3 Convertible Securities under the Rights Issue on the basis of their shareholdings in the Company as at the Record Date. They are at liberty to accept (in full or in part), decline, renounce or, in the case of Entitled Depositors only, trade on the SGX-ST (during the provisional allotment trading period prescribed by the SGX-ST) their provisional allotment of Series 3 Convertible Securities, and are eligible to apply for additional Series 3 Convertible Securities in excess of their provisional allotments under the Rights Issue.

Entitled Depositors

"**Entitled Depositors**" are Depositors (a) with Shares standing to the credit of their Securities Accounts with CDP as at 5.00 p.m. (Singapore time) on the Record Date, and (b) (i) whose registered addresses with CDP are in Singapore as at the Record Date or (ii) who have, at least three (3) Market Days prior to the Record Date, provided CDP with addresses in Singapore for the service of notices and documents; but excludes Depositors who are located, resident or who have a registered address in any jurisdiction in which the Rights Issue may not be lawfully made. The term "**Depositor**" means an account holder or a depository agent but does not include a sub-account holder.

Entitled Scripholders

"**Entitled Scripholders**" are Shareholders (a) whose share certificates have not been deposited with CDP as well as transferees who have tendered to the Share Registrar registrable transfers of their Shares and the certificates relating thereto for registration up to the Record Date, and (b) (i) whose registered addresses with the Company are in Singapore as at the Record Date or (ii) who have, at least three (3) Market Days prior to the Record Date, provided the Share Registrar with addresses in Singapore for the service of notices and documents; but excludes Shareholders who are located, resident or who have a registered address in any jurisdiction in which the Rights Issue may not be lawfully made.

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 by the Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.), by 5:00 p.m. on the Record Date, in order to be registered for the purpose of determining the Entitled Scripholder's provisional allotments of the Series 3 Convertible Securities under the Rights Issue.

The Series 3 Convertible Securities will initially be represented by a global certificate registered in the name of, and deposited with, CDP and, except in the limited circumstances described in the provisions of the global certificate, owners of interests in Series 3 Convertible Securities represented by the global certificate will not be entitled to receive definitive security certificates in respect of their individual holdings of Series 3 Convertible Securities.

Accordingly, Entitled Scripholders and their renounees who wish to accept their provisional allotments of Series 3 Convertible Securities and (if applicable) apply for excess Series 3 Convertible Securities, and who wish to trade the Series 3 Convertible Securities issued to them on the SGX-ST under the book-entry (scripless) settlement system, must open Securities Accounts if they have not already done so, and provide their Securities Account numbers and or NRIC/passport numbers (for individuals) or registration numbers (for corporations) in the forms comprised in their PALs.

Entitled Scripholders and their renounees who fail to provide their Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) in the forms comprised in their PALs or who have given incorrect or invalid Securities Account numbers and/or NRIC/passport numbers (for individuals) or registration numbers (for corporations) or whose Securities Account numbers provided are not otherwise accepted by CDP for the credit of the Series 3 Convertible Securities that may be allotted to them or whose particulars as provided in the forms comprised in the PALs differ from those particulars given to CDP for the opening of their Securities Accounts or whose particulars as provided in the forms comprised in the PALs differ from those particulars currently maintained with CDP are liable to have their acceptances of their provisional allotments of Series 3 Convertible Securities and (if applicable) applications for excess Series 3 Convertible Securities rejected.

Unless otherwise determined in the sole discretion of the Company, all dealings in and transactions of the Rights through the SGX-ST will be effected under the book-entry (scripless) settlement system. Accordingly, the PALs which are issued to Entitled Scripholders will not be valid for delivery pursuant to trades done on the SGX-ST.

Entitled Scripholders must open Securities Accounts and deposit their share certificates with CDP prior to the Record Date so that their Securities Accounts may be credited by CDP with the provisional allotments of Series 3 Convertible Securities. Entitled Scripholders should note that their Securities Accounts will only be credited with the Shares on the 12th Market Day from the date of lodgment of the share certificates with CDP or such later date as CDP may determine.

Foreign Shareholders

For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, Shareholders with registered addresses outside Singapore as at the Record Date, and who have not, at least three (3) Market Days prior to the Record Date, provided CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents ("**Foreign Shareholders**") will not be entitled to participate in the Rights Issue.

Accordingly, no provisional allotment of Series 3 Convertible Securities will be made to Foreign Shareholders and no purported acceptance thereof or application by Foreign Shareholders will be valid. The Offer Information Statement, the Product Highlights Sheet, the OIS Notification Letter, the ARE, the ARS and the PAL have not been and will not be despatched or disseminated to Foreign Shareholders.

4. CDP AND THE SHARE REGISTRAR

The addresses of CDP and the Share Registrar, Tricor Barbinder Share Registration Services (a division of Tricor Singapore Pte. Ltd.) are as follows:

(i) **CDP**

The Central Depository (Pte) Limited
2 Shenton Way
#02-02 SGX Centre 1
Singapore 068804

(ii) **Share Registrar**

Tricor Barbinder Share Registration Services
(a division of Tricor Singapore Pte. Ltd.)
9 Raffles Place
#26-01 Republic Plaza
Singapore 048619

5. GENERAL

The Company wishes to update that further to the Launch Announcement, and in accordance with the joint statement by the MAS, the Securities Industry Council of Singapore and the Singapore Exchange Regulation on 29 June 2021 announcing the extension of the option for issuers to electronically disseminate rights issue offer documents through publication on SGXNET and their corporate websites instead of despatching hardcopy offer documents as required under the Securities and Futures Act 2001 of Singapore (the "**Joint Statement**"), and the Securities and Futures (Offers of Investments) (Temporary Exemption from Sections 277(1)(c) and 305B(1)(b)) Regulations 2020 (together with the Joint Statement, the "**Electronic Dissemination Measures**"), the Company has decided to avail itself of such Electronic Dissemination Measures to disseminate the Offer Information Statement and the product highlights sheet in relation to the Rights Issue (the "**Product Highlights Sheet**") electronically. In accordance with the Electronic Dissemination Measures, the Company will accordingly NOT be despatching hardcopies of the Offer Information Statement and the Product Highlights Sheet to any person. Electronic versions of the Offer Information Statement and the Product Highlights Sheet will be made available online.

Further details of the Rights Issue, including the procedures for, and the terms and conditions (including any additional terms and conditions) applicable to, acceptance of the provisional allotments of Series 3 Convertible Securities and (if applicable) apply for excess Series 3 Convertible Securities, and payment will be set out in the Offer Information Statement, which will be electronically accessible by Entitled Shareholders in due course.

Physical copies of a notification letter specifying the online locations and containing, among others, instructions on how to view, download and print the electronic version of the Offer Information Statement and the Product Highlights Sheet (the "**OIS Notification Letter**") will be despatched, together with the ARE or the PAL, as the case may be, to Entitled Shareholders in due course at their respective Singapore addresses.

The Offer Information Statement and its relevant accompanying documents (including the Product Highlights Sheet, the ARE, the ARS¹ and the PAL) will be lodged with the MAS. The Offer Information Statement and its accompanying documents (including the Product Highlights Sheet, the OIS Notification Letter, the ARE, the ARS and the PAL) have not been and will not be lodged, submitted, registered or filed in any jurisdiction other than Singapore. The Company will make further announcements relating to the Rights Issue as may be appropriate from time to time.

6. IMPORTANT NOTICE

SUBJECT TO THE REQUIREMENTS IN RESPECT OF THE ELIGIBILITY TO PARTICIPATE IN THE RIGHTS ISSUE (DETAILS OF WHICH ARE SET OUT IN SECTION 5 OF THE LAUNCH ANNOUNCEMENT AND WILL BE SET OUT IN THE OFFER INFORMATION STATEMENT):

(A) SHAREHOLDERS OF THE COMPANY WHO HOLD WARRANTS (2020) AND WHO WISH TO MAXIMISE THEIR ENTITLEMENTS UNDER THE RIGHTS ISSUE; AND

(B) HOLDERS OF WARRANTS (2020) WHO ARE NOT SHAREHOLDERS OF THE COMPANY BUT WHO WISH TO PARTICIPATE IN THE RIGHTS ISSUE,

SHOULD ENSURE THAT THEY DELIVER TO THE COMPANY'S WARRANT AGENT THEIR DULY COMPLETED EXERCISE NOTICE IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE WARRANTS (2020) BEFORE 3.00 P.M. ON 22 AUGUST 2024, BEING ONE (1) BUSINESS DAY PRIOR TO THE RECORD DATE.

BY ORDER OF THE BOARD
FIRST SPONSOR GROUP LIMITED

Neo Teck Pheng
Group Chief Executive Officer and Executive Director
14 August 2024

¹ "ARS" refers to the application form for Series 3 Convertible Securities to be issued to Purchasers in respect of their purchase of the provisional allotments of the Series 3 Convertible Securities traded on SGX-ST through the book-entry (scripless) settlement system.

Important Notice

This announcement is for information only and does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to acquire, any provisional allotments of Series 3 Convertible Securities, any Series 3 Convertible Securities and/or Conversion Shares (collectively, the "**Securities**") in any jurisdiction in which such an offer or solicitation is unlawful. No person should acquire any Securities except on the basis of the information contained in the Offer Information Statement. The information contained in this announcement is not for release, publication or distribution to persons in the United States and should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations. The issue, exercise or sale of "nil-paid" rights (from the provisional allotments of Series 3 Convertible Securities) ("**Rights**") and/or the Securities and the acquisition or purchase of the Securities is subject to specific legal or regulatory restrictions in certain jurisdictions. The Company assumes no responsibility in the event there is a violation by any person of such restrictions.

The distribution of this announcement, the Offer Information Statement, the Product Highlights Sheet, the provisional allotment letters and/or the application forms for the Series 3 Convertible Securities and excess Series 3 Convertible Securities into jurisdictions other than Singapore may be restricted by law. Persons into whose possession this announcement and such other documents come should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. Neither the content of the Company's or the SGX-ST's website nor any website accessible by hyperlinks on the Company's or the SGX-ST's website is incorporated in, or forms part of, this announcement.

All statements contained in this announcement, press releases and oral statements that may be made by the Company or its Directors, officers or employees acting on its behalf, that are not statements of historical fact, constitute "forward-looking statements". Some of these statements can be identified by words that have a bias towards the future or, are forward-looking such as, without limitation, "anticipate", "aim", "believe", "could", "estimate", "expect", "forecast", "if", "intend", "may", "plan", "possible", "predict", "probable", "project", "seek", "should", "will" and "would" or other similar words. However, these words are not the exclusive means of identifying forward-looking statements. All statements regarding the Group's future financial position, operating results, business strategies, plans and future prospects are forward-looking statements. These forward-looking statements, including but not limited to, statements as to the Group's revenue and profitability, prospects, future plans and other matters discussed in this announcement regarding matters that are not historical facts, are merely predictions. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Group's actual future results, performance or achievements to be materially different from any future results, performance or achievements expected, expressed or implied by such forward-looking statements.

Given the risks (both known and unknown), uncertainties and other factors that may cause the Group's actual future results, performance or achievements to be materially different from that expected, expressed or implied by the forward-looking statements in this announcement, undue reliance must not be placed on these statements. The Group's actual future results, performance or achievements may differ materially from those anticipated in these forward-looking statements. Neither the Company nor any other person represents or warrants that the Group's actual future results, performance or achievements will be as discussed in those statements. Further, the Company disclaims any responsibility to update any of those forward-looking statements or publicly announce any revisions to those forward-looking statements to reflect future developments, events or circumstances for any reason, even if new information becomes available or other events occur in the future.

The value of the Securities and the income derived from them may fall as well as rise. The Securities are not obligations of, deposits in, or guaranteed by, the Company or any of its affiliates. An investment in the Securities is subject to investment risks, including the possible loss of the principal amount invested.

Investors have no right to request that the Company redeem or purchase the Securities. It is intended that holders of the Securities may only deal in the Securities through trading on the SGX-ST.

Listing of the Securities on the SGX-ST does not guarantee a liquid market for the Securities.

This announcement is not an offer for sale of securities into the United States or elsewhere. The Rights and the Securities are not being registered under the Securities Act, and may not be offered or sold in the United States unless registered under the Securities Act or pursuant to an exemption from registration under the Securities Act. The Company does not intend to register any portion of any offering in the United States or to conduct a public offering of securities in the United States.

The Conversion Shares may not be offered to the public in the Cayman Islands unless the Conversion Shares are listed on the Cayman Islands Stock Exchange.