JAPFA LTD.
(Company Registration No. 200819599W)
(Incorporated in Singapore on 8 October 2008)

PROPOSED PRIVATISATION OF JAPFA LTD.
BY WAY OF A SCHEME OF ARRANGEMENT

COURT SANCTION OF THE SCHEME, LAST DAY OF TRADING OF THE SHARES AND NOTICE OF BOOKS CLOSURE DATE

1. INTRODUCTION

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

(a) the scheme document (the "**Scheme Document**") dated 28 March 2025 issued by the Company to the shareholders of the Company ("**Shareholders**") in relation to the proposed privatisation of the Company through the acquisition (the "**Acquisition**") by TAC 1 Pte. Ltd. ("**Joint Offeror A**") and TAC 2 Pte. Ltd. ("**Joint Offeror B**" and together with Joint Offeror A, the "**Joint Offerors**") of all the issued and paid-up shares ("**Shares**") in the capital of the Company held by the Shareholders (other than the Shares already held by Rangi Management Limited, Tasburgh Limited, Morze International Limited, Tallowe Services Inc. and Renaldo Santosa (collectively, the "**Excluded Shareholders**")) (the "**Scheme Shares**"), by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act 1967 of Singapore (the "**Companies Act**") and the Singapore Code on Take-overs and Mergers;

(b) the announcement dated 15 April 2025 made by the Company in relation to the approval of the Scheme by the requisite majority of Shareholders (other than the Excluded Shareholders) (the "**Scheme Shareholders**") at the Scheme Meeting held on 15 April 2025; and

(c) the announcement dated 22 April 2025 made by the Company in relation to the hearing date of the application of the Company to the Court to sanction the Scheme.

*Unless otherwise defined, capitalised terms used in this announcement (the "**Announcement**") shall bear the same meanings as set out in the Scheme Document.*

2. COURT SANCTION OF THE SCHEME

2.1. The Board wishes to announce that the Court has sanctioned the Scheme on 15 May 2025.

2.2. Subject to the satisfaction (or where applicable, waiver) of all the Scheme Conditions in accordance with the terms of the Implementation Agreement, the Scheme will become effective and binding upon the lodgement of the Court Order with the Accounting and Corporate Regulatory Authority of Singapore ("**ACRA**").

3. LAST DAY OF TRADING OF THE SHARES

The Board wishes to confirm that the last day of trading of the Shares (the "**Last Trading Day**") will be on **Friday, 16 May 2025** and that trading of the Shares will be suspended on and from **9.00 a.m.** on **Monday, 19 May 2025**.

4. NOTICE OF BOOKS CLOSURE DATE

Notice is hereby given that the Transfer Books and the Register of Members will close at **5.00 p.m.** on **Tuesday, 27 May 2025** (the "**Books Closure Date**") in order to determine the entitlements of the Scheme Shareholders in respect of the Scheme.

5. INDICATIVE TIMETABLE FOR THE SCHEME AND THE FY2024 FINAL DIVIDEND

Shareholders should note the indicative dates for the following events in relation to the Scheme and the FY2024 Final Dividend:

Event	**Date[(1)]**
Last Trading Day	Friday, 16 May 2025
Date and time of suspension of trading of the Shares on the SGX-ST	On and from 9.00 a.m. on Monday, 19 May 2025
Updated FY2024 Final Dividend Books Closure Date	Tuesday, 27 May 2025, 5.00 p.m.[(2)]
Books Closure Date	Tuesday, 27 May 2025, 5.00 p.m.
Expected Effective Date	On or around Wednesday, 28 May 2025[(3)]
Expected date for payment of the Scheme Consideration	On or around Friday, 6 June 2025[(4)(5)]
Expected date for the Delisting of the Shares	On or around Tuesday, 10 June 2025[(4)(6)]

Notes:

(1) All dates and times referred to above are Singapore dates and times.

(2) As stated in the Company's announcement dated 22 April 2025, payment of the FY2024 Final Dividend will be made on 3 June 2025.

(3) On the basis that all the Scheme Conditions have been satisfied or, as the case may be, waived in accordance with the Implementation Agreement and the Court Order is lodged with ACRA pursuant to Section 210(5) of the Companies Act by the Company. The Scheme will only become effective if all the Scheme Conditions have been satisfied or, as the case may be, waived in accordance with the Implementation Agreement and a copy of the Court Order has been lodged with ACRA.

(4) Assuming that the Effective Date is 28 May 2025.

(5) On the basis that the settlement date of the Scheme Consideration falls after the updated FY2024 Final Dividend Books Closure Date, the FY2024 Final Dividend will be deducted from the Scheme Consideration payable per Scheme Share, as the Joint Offerors will not receive the FY2024 Final Dividend in respect of the Scheme Shares from the Company. The Scheme Shareholders will instead receive the adjusted Scheme Consideration of S$0.610 in cash per Scheme Share.

(6) The Delisting is conditional upon the Scheme becoming effective and binding in accordance with its terms. Please refer to the Company's announcement dated 21 April 2025 for further information on the SGX-ST Delisting Approval.

Save for the Last Trading Day, the date and time of suspension of trading of the Shares on the SGX-ST, the updated FY2024 Final Dividend Books Closure Date and the Books Closure Date, the

above timetable is indicative only and may be subject to change. Please refer to future announcement(s) by the Company for the exact dates of these events.

6. DIRECTORS' RESPONSIBILITY STATEMENT

6.1. The Directors (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement (other than those relating to the Joint Offerors or any opinion expressed by the Joint Offerors) are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading. The Directors jointly and severally accept responsibility accordingly.

6.2. Where any information in this Announcement has been extracted or reproduced from published or otherwise publicly available sources or obtained from a named source (including the Joint Offerors), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement. The Directors do not accept any responsibility for any information relating to or any opinion expressed by the Joint Offerors.

By Order of the Board

Japfa Ltd.
Tan Yong Nang
Executive Director and Chief Executive Officer
15 May 2025

Any queries relating to this Announcement, the Acquisition or the Scheme should be directed during office hours to:

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