

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

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**PROPOSED ACQUISITION OF 51% SHAREHOLDING INTERESTS IN EACH OF THE TARGET ENTITIES – DESPATCH OF CIRCULAR AND CLARIFICATION ANNOUNCEMENT**

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**1. INTRODUCTION**

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 announcement by the Company dated 21 May 2019 in relation to the proposed acquisition of 51% shareholding interests in each of the Target Entities (the “**Previous Announcement**”).

Unless otherwise defined, capitalised terms used in this announcement shall bear the same meanings as defined in the Previous Announcement.

**2. DESPATCH OF CIRCULAR**

The Board wishes to announce that the Company has today despatched to the shareholders of the Company (the “**Shareholders**”) a circular dated 2 August 2019 (the “**Circular**”) containing, *inter alia*, information on the Proposed Acquisition, the Potential Transfer of Controlling Interest (as defined herein) and proposed amendments to be made to the constitution of the Company.

The Circular includes the notice of an extraordinary general meeting of the Shareholders to be held at 3.30 p.m. on 26 August 2019 at 600 North Bridge Road, Parkview Square, Level 24, Conference Room, Singapore 188778 for the purpose of seeking Shareholders’ approval for, *inter alia*, the Proposed Acquisition, the Potential Transfer of Controlling Interest (as defined herein) and proposed amendments to be made to the constitution of the Company (the “**EGM**”).

Shareholders who do not receive the Circular within a week from the date hereof should contact the Company’s share registrar, Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623. Further announcements will be made by the Company as and when appropriate.

An electronic copy of the Circular will be made available on the website of the Singapore Exchange Securities Trading Limited at [www2.sgx.com](http://www2.sgx.com).

**3. CLARIFICATION**

The Board refers to paragraph 2.4.5 of the Previous Announcement. The Board wishes to clarify that contrary to the negative statement made that upon completion of the Proposed Acquisition and the allotment and issuance of all of the Consideration Shares, the Introducer Shares and the Warrant Shares, Dato’ Ng and Family will not, whether individually or in aggregate (and based on the Post-Completion Enlarged Share Capital), become controlling shareholders in the Company, Dato’ Ng Tian Sang @ Ng Kek Chuan may become a controlling shareholder of the Company (the

**“Potential Transfer of Controlling Interest”**) under certain limited circumstances upon completion of the Proposed Acquisition and the allotment and issuance of all of the Consideration Shares, the Introducer Shares and the Warrant Shares. Accordingly, the Company will be seeking Shareholders’ approval for the Potential Transfer of Controlling Interest at the EGM to be convened. Please refer to the Circular for more information on the Potential Transfer of Controlling Interest.

**BY ORDER OF THE BOARD**

Ang Kok Huan  
Chief Executive Officer

2 August 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 (“**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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