JEP
HOLDINGS LTD
(Registration No. 199401749E)
(Incorporated in the Republic of Singapore)

ENTRY INTO INTERESTED PERSON TRANSACTIONS PURSUANT TO RULE 905(2) OF THE CATALIST RULES

1. INTRODUCTION

The Board of Directors (the "**Board**") of JEP Holdings Ltd. (the "**Company**", together with its subsidiaries, collectively the "**Group**") wishes to announce that the Group has entered into the following interested person transactions ("**IPTs**") with UMS Integration Limited ("**UMS**") and its subsidiaries (collectively, the "**UMS Group**") pursuant to Chapter 9 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") (the "**Catalist Rules**").

Rule 905(2) of the Catalist Rules provides that if the aggregate value of all transactions entered into with the same interested person during the same financial year amounts to 3% or more of the Group's latest audited net tangible assets, the Company must make an immediate announcement of the latest transaction and all future transactions entered into with that same interested person during that financial year. These IPTs are subject to aggregation pursuant to Rule 905(2) of the Catalist Rules as they do not fall under the categories of transactions covered in the Company's IPT general mandate approved by shareholders at the annual general meeting held on 29 April 2026.

2. DETAILS OF THE INTERESTED PERSONS

UMS, a company incorporated in Singapore and listed on the Mainboard of the SGX-ST, with a secondary listing on the Main Market of Bursa Malaysia Securities Berhad, is a one-stop strategic integration partner providing equipment manufacturing and engineering services to Original Equipment Manufacturers of semiconductors and related products.

Ultimate Machining Solutions (M) Sdn. Bhd. ("**UMS Mch**"), a wholly owned subsidiary of UMS, is principally engaged in the manufacture of precision machining components, assembly and integration of equipment and automated assembly lines.

UMS Pte. Ltd. ("**UMS PL**"), a wholly owned subsidiary of UMS, is a company incorporated in Singapore and principally engaged in investment holding, precision machining of medical and wafer fabrication equipment parts manufacturers and providing electroplating and anodising services.

UMS is a controlling shareholder of the Company holding approximately 79.55% of the issued share capital of the Company, representing 328,572,936 ordinary shares in the capital of the Company. UMS Mch and UMS PL are wholly-owned subsidiaries of UMS. Accordingly, UMS, UMS Mch, and UMS PL are members of the same group and IPTs entered into with each of them are deemed to be transactions between the entity at risk with the same interested person (as defined under the Catalist Rules) and the transactions entered into between the Group and the UMS Group as well as other interested persons who are members of the same group during the same financial year are aggregated in determining whether the designated financial thresholds under Rules 905 and 906 of the Catalist Rules have been triggered.

For completeness, Mr Andy Luong, a Director and Chief Executive Officer of the Company and UMS, holds approximately 0.49% of the issued share capital of the Company and 14.04% of the issued share capital of UMS and is deemed to be interested in the shares of the Company held by UMS.

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3. DETAILS AND RATIONALE OF THE INTERESTED PERSONS TRANSACTIONS

3.1. Shareholder Loan Agreement Between JEP Precision Engineering Pte. Ltd. ("**JEPS**") and UMS

JEPS, a wholly-owned subsidiary of the Company, had entered into a shareholder loan agreement with UMS (the "**Loan Agreement**") for a principal amount of S$13,000,000. The Loan Agreement was provided to support the Group's operational and working capital requirements. Please refer to the Company's announcement dated 24 May 2024 for more details. The value of this IPT comprises S$154,664 in interest on the term loan pursuant to the Loan Agreement.

3.2. Lease Agreement Between JEP Precision Engineering (M) Sdn. Bhd. ("**JEPM**") and UMS Mch

JEPM, a wholly-owned subsidiary of the Company, entered into a lease agreement with UMS Mch (the "**Lease Agreement**") for the leasing of office and factory premises ("**Premises**") to UMS Mch for a period of three (3) years commencing from 1 February 2026 to (the "**Term**") at an agreed rental rate in line with the prevailing market rate which is supported by an independent valuation. The value of this IPT comprises the total lease value of approximately S$1,747,392[(1)] based on a monthly rental of RM154,000 (Malaysian Ringgit) over the three (3) year lease term.

As the Premises are not fully utilised by the Group currently, the Lease Agreement allows the Group to optimise the utilisation of the Premises and generate recurring rental income for the Group.

3.3. Sale and Purchase of Machinery Between JEP Engineering Pte. Ltd. ("**JEPL**") and UMS Mch and UMS PL

JEPL has entered into the following transactions upon issuance and acceptance of the respective purchase orders on 24 August 2026:

1. Purchase of one (1) unit of machine ("**Machine Purchase**") from UMS Mch; and
2. Disposal of one (1) unit of machine ("**Machine Disposal**") to UMS PL.

The value of this IPT comprises the aggregate consideration for the Machine Purchase and Machine Disposal of approximately S$649,473 based on independent valuations conducted on the machines, taking into account the market value, condition, specifications, and remaining useful life of the respective machines.

The Machine Purchase is to support the Group's operational and production requirements. As the machine was readily available from UMS Mch, it allows the Group to avoid the longer lead time required to purchase a new machine directly from the original supplier and to support timely operational needs.

The Machine Disposal is to optimise the Group's production capacity and asset utilisation as the machine was no longer required for the Group's current production requirements and operational configuration, and the Machine Disposal will allow the Group to reallocate space and improve overall operational efficiency.

Note:
(1) The total lease value of approximately S$1,747,392 was calculated based on an exchange rate of RM1.00 to S$0.315186.

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4. TOTAL VALUE OF ALL INTERESTED PERSON TRANSACTIONS WITH THE SAME INTERESTED PERSON GROUP FOR THE FINANCIAL YEAR

The aggregate value of all IPTs (excluding transactions that are less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) entered into between the Group and the UMS Group for FY2026 is approximately S$2,551,528. This represents approximately 3.52% of the Group's latest audited net tangible assets ("**NTA**") of approximately S$72,413,000 as at 31 December 2025. As the aggregate value of the IPTs exceeded 3% but remains below 5% of the Group's latest audited NTA, shareholders' approval is not required for the IPTs and this announcement is made pursuant to Rule 905(2) of the Catalist Rules.

Save as disclosed above, there were no other IPTs (excluding transactions that are less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920) entered into by the Group with the UMS Group for FY2026.

As at the date of this announcement, the information on the IPTs entered into between the Group and the UMS Group for the financial year ending 31 December 2026 ("**FY2026**") is set out below:

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000)
UMS Integration Limited & its subsidiaries	Controlling shareholder of the Company	S$2,551,528	S$19,519,108

The aggregate value of all transactions (excluding transactions that are less than S$100,000) entered into between the Group and the UMS Group for FY2026 amounted to approximately S$22,070,636, representing approximately 30.48% of the Group's latest audited NTA. Save as disclosed, there were no other IPTs entered into with other interested persons for FY2026.

5. STATEMENT OF THE AUDIT COMMITTEE

The Audit Committee of the Company has reviewed and considered the terms and rationale of the IPTs and is of the view that the IPTs are on normal commercial terms and are not prejudicial to the interests of the Group and its minority shareholders.

6. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Saved as disclosed above, none of the other Directors or substantial shareholders of the Company has any interest, direct or indirect (other than through their respective shareholdings in the Company) in the IPTs.

7. DOCUMENT FOR INSPECTION

Copies of the Loan Agreement, Lease Agreement and purchase orders are available for inspection at the registered office of the Company at 16 Seletar Aerospace Crescent, Singapore 797567 for a period of three (3) months from the date of this announcement.

Shareholders who wish to inspect the documents are requested to contact the Company at ir@jep-holdings.com beforehand to arrange for an appointment at a suitable time.

By Order of the Board

Goh Kuan Teck
Executive Director

For and on behalf of Board of Directors of JEP Holdings Ltd.
24 August 2026

This announcement has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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