



SINGHAIYI GROUP LTD.

(Company Registration No. 198803164K)
(Incorporated in the Republic of Singapore)

**PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE OF UP TO
1,435,148,925 NEW ORDINARY SHARES IN THE CAPITAL OF SINGHAIYI GROUP LTD.**

NOTICE OF BOOKS CLOSURE DATE

1. INTRODUCTION

- 1.1 The board (the “**Board**”) of directors (the “**Directors**”) of SingHaiyi Group Ltd. (the “**Company**”) together with its subsidiaries, the “**Group**”) refers to the Company’s announcements dated 26 December 2017 and 23 January 2018 in relation to the Company’s proposed renounceable non-underwritten rights issue (the “**Rights Issue**”) of up to 1,435,148,925 new ordinary shares in the capital of the Company (the “**Rights Shares**”), at an issue price of S\$0.100 for each Rights Share, on the basis of one (1) Rights Share for every two (2) existing ordinary shares in the capital of the Company, held by the shareholders of the Company (the “**Announcements**”).
- 1.2 Unless otherwise defined herein, all capitalised terms used in this announcement shall bear the same meanings as ascribed to them in the Announcements.

2. NOTICE OF BOOKS CLOSURE DATE

- 2.1 **NOTICE IS HEREBY GIVEN** that the register of members and share transfer books of the Company will be closed at 5:00 p.m. (Singapore time) on 15 February 2018 (the “**Books Closure Date**”) for the purposes of determining the provisional allotments of Rights Shares of Entitled Shareholders (being Entitled Depositors and Entitled Scripholders) under the Rights Issue.
- 2.2 **Entitled Depositors.** Entitled Depositors, being Shareholders with Shares standing to the credit of their Securities Account with CDP, and whose registered addresses with CDP are in Singapore as at the Books Closure Date or who have provided CDP with addresses in Singapore for the service of notices and documents not later than 5:00 p.m. (Singapore time) on 12 February 2018, being the date falling three (3) Market Days prior to the Books Closure Date, will be provisionally allotted the Rights Shares on the basis of the number of Shares standing to the credit of their Securities Accounts as at 5:00 p.m. (Singapore time) on the Books Closure Date.

Depositors whose registered addresses maintained with CDP are outside Singapore, must provide CDP, at 9 North Buona Vista Drive, #01-19/20, The Metropolis, Singapore 138588, with registered addresses in Singapore for the service of notices and documents no later than 5:00 p.m. (Singapore time) on 12 February 2018, being the date falling three (3) Market Days prior to the Books Closure Date, in order to receive their provisional allotments of Rights Shares.

- 2.3 **Entitled Scripholders.** Entitled Scripholders, being Shareholders whose (a) share certificates are not deposited with CDP, (b) Shares are registered in their own names, and (c) registered addresses with the Company's Share Registrar are in Singapore as at the Books Closure Date or who have provided the Share Registrar with addresses in Singapore for the service of notices and documents not later than 5:00 p.m. (Singapore time) on 12 February 2018, being the date falling three (3) Market Days prior to the Books Closure Date, and who have tendered to the Share Registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Books Closure Date, will be provisionally allotted the Rights Shares on the basis of the number of Shares held by them as stated in the register of members of the Company as at 5:00 p.m. (Singapore time) on the Books Closure Date.

Scripholders whose registered addresses maintained in the register of members are outside Singapore, must provide the Share Registrar, SingHaiyi Group Ltd. c/o M & C Services Private Limited at 112 Robinson Road, #05-01, Singapore 068902, with registered addresses in Singapore no later than 5:00 p.m. (Singapore time) on 12 February 2018, being the date falling three (3) Market Days prior to the Books Closure Date, in order to receive their provisional allotments of Rights Shares.

Duly completed and stamped transfers in respect of Shares not registered in the name of CDP, together with all relevant documents of title received by the Share Registrar prior to 5:00 p.m. (Singapore time) on the Books Closure Date by the Share Registrar will, subject to the constitution of the Company, be registered to determine the Entitled Scripholders' entitlements to their provisional allotments under the Rights Issue.

- 2.4 **Foreign Shareholders.** For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Rights Issue is only made in Singapore and the Rights Shares will **NOT** be offered, and the Offer Information Statement and its accompanying documents will **NOT** be despatched to Shareholders with registered addresses outside Singapore and who have not by 5:00 p.m. (Singapore time) of 12 February 2018, being the date falling three (3) Market Days prior to the Books Closure Date, provided CDP or the Share Registrar, as the case may be, with addresses in Singapore for the service of notices and documents.

Accordingly, Foreign Shareholders will NOT be entitled to participate in the Rights Issue and no provisional allotment of Rights Shares will be made to Foreign Shareholders. No purported acceptance thereof or application for any excess Rights Shares therefor by any Foreign Shareholder will be valid.

Entitlements to Rights Shares which would otherwise have been provisionally allotted to Foreign Shareholders will, if practicable to do so and at the absolute discretion of the Company, be sold "nil-paid" on the SGX-ST, as soon as practicable, after dealings in the provisional allotments of Rights Shares commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account expenses to be incurred in relation thereto. The net proceeds from all such sales, after deduction of all expenses therefrom, will be

pooled and thereafter distributed to Foreign Shareholders in proportion to their respective shareholdings or, as the case may be, the number of Shares entered against their names in the depository register maintained by CDP as at the Books Closure Date and sent to them at their own risk by ordinary post. If the amount of net proceeds to be distributed to any single Foreign Shareholder is less than S\$10.00, such amount shall be dealt with as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company, the Manager, CDP and/or the Share Registrar in connection therewith.

Foreign Shareholders who wish to be eligible to participate in the Rights Issue may provide an address in Singapore for the service of notices and documents, by notifying in writing, as the case may be, to:

- (a) if they have a Securities Account with CDP, CDP, at 9 North Buona Vista Drive, #01-19/20, The Metropolis, Singapore 138588; or
- (b) the Share Registrar, SingHaiyi Group Ltd. c/o M & C Services Private Limited, at 112 Robinson Road, #05-01, Singapore 068902,

no later than 5.00 p.m. (Singapore time) on 12 February 2018, being the date falling three (3) Market Days prior to the Books Closure Date.

3. FURTHER DETAILS AND ANNOUNCEMENTS

Further details of the Rights Issue will be made available in the Offer Information Statement to be despatched to Entitled Shareholders in due course.

The Company will make further announcements relating to the Rights Issue (including any material developments and progress made) as may be appropriate from time to time.

BY ORDER OF THE BOARD

Celine Tang
Group Managing Director

7 February 2018