



A-SMART HOLDINGS LTD.
(Company Registration No. 199902058Z)
(Incorporated in the Republic of Singapore)

**PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE
– NOTICE OF RECORD DATE**

1. INTRODUCTION

- 1.1 The board of directors (the "**Board**" or "**Directors**") of A-Smart Holdings Ltd. (the "**Company**") refers to the Company's announcements dated 1 December 2023 and 4 January 2024 (the "**Announcements**") in relation to the Rights Issue.

Unless otherwise defined, all capitalised terms herein shall bear the same meaning as ascribed to them in the Announcements. Any reference to the time of day herein shall be a reference to Singapore time.

- 1.2 **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.** on 2 February 2024 (the "**Record Date**") for the purpose of determining the provisional allotments of Rights Shares of Shareholders under the Rights Issue, comprising:

- (a) Entitled Depositors are Shareholders with Shares standing to the credit of their securities accounts with CDP and whose registered addresses with CDP are in Singapore as at the Record Date or if they have registered addresses outside Singapore, have provided CDP with addresses in Singapore for the service of notices and documents not later than 5.00 p.m. on the date falling three (3) market days prior to the Record Date (the "**Entitled Depositors**").
- (b) Entitled Scripholders are shareholders whose (i) share certificates are not deposited with CDP, (ii) Shares are registered in their own names, and (iii) registered addresses with the share registrar are in Singapore as at the Record 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. on the date falling three (3) market days prior to the Record Date, and who have tendered to the share registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Record Date (the "**Entitled Scripholders**").

- 1.3 Subject to the foregoing, the last date for Shares to trade on a "cum-rights" basis on the Mainboard of the SGX-ST is on 31 January 2024. The first date for Shares to trade on an "ex-rights" basis is on 1 February 2024 and any person who purchases Shares on and from 1 February 2024 will not be entitled to any provisional allotment of Rights Shares under the Rights Issue.

2. ELIGIBILITY OF SHAREHOLDERS TO PARTICIPATE IN THE RIGHTS ISSUE

2.1 Entitled Depositors

Depositors who wish to maintain a mailing address in Singapore (the “**Rights Mailing Address**”) with CDP for the purpose of receiving the Rights Issue documents should inform CDP in writing at 4 Shenton Way #02-01, SGX Centre 2, Singapore 068807. Depositors are encouraged to submit any request to register a Rights Mailing Address or to effect any change in address well in advance of the Record Date to be eligible to participate in the Rights Issue. Any such request to register a Rights Mailing Address or to effect any change in address must reach CDP by not later than three (3) market days before the Record Date

2.2 Entitled Scripholders

Shareholders (not being Depositors) who do not presently have an address in Singapore for the service of notices and documents and who wish to be eligible to participate in the Rights Issue should provide such an address in Singapore by notifying the share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, in writing not later than three (3) market days before the Record Date.

2.3 Foreign Shareholders

Foreign Shareholders are Shareholders with registered addresses outside Singapore and who have not provided CDP or the share registrar, as the case may be, with addresses in Singapore for the service of notices and document, by 5.00 p.m. on the date falling three (3) market days prior to the Record Date (the “**Foreign Shareholders**”).

The offer information statement in relation to the Rights Issue (the “**Offer Information Statement**”) and its accompanying documents will be lodged with the Monetary Authority of Singapore (the “**MAS**”). The Offer Information Statement and its accompanying documents have not been lodged, registered or filed in any jurisdiction other than in Singapore. The despatch of the Offer Information Statement and its accompanying documents, and the purchase, exercise of or subscription for Rights Shares by any persons who have registered addresses outside Singapore, or who are resident in, or citizens of countries other than Singapore, may be prohibited or restricted (either absolutely or unless relevant securities requirements, whether legal or administrative, are complied with) in certain jurisdictions under the relevant securities laws of those jurisdictions.

For practical reasons and in order to avoid any violation of the securities legislation applicable in jurisdictions other than Singapore, the Offer Information Statement and its accompanying documents will not be despatched or disseminated to Foreign Shareholders or into any jurisdictions outside Singapore. Accordingly, no provisional allotment of the Rights Shares will be made to Foreign Shareholders and no purported acceptance or application for the Rights Shares by Foreign Shareholders will be valid. For the avoidance of doubt, even if a Foreign Shareholder has provided a Singapore address, the offer of the Rights Shares to him will be subject to compliance with applicable securities laws outside Singapore.

SHAREHOLDERS WITH REGISTERED ADDRESSES OUTSIDE SINGAPORE WHO WISH 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 (I) CDP AT 4 SHENTON WAY #02-01, SGX CENTRE 2, SINGAPORE 068807, OR (II) BOARDROOM CORPORATE & ADVISORY SERVICES PTE. LTD., AT 1 HARBOURFRONT AVENUE, #14-07 KEPPEL BAY TOWER, SINGAPORE 098632, IN EACH CASE, AT LEAST THREE (3) MARKET DAYS PRIOR TO THE RECORD DATE.

3. FURTHER INFORMATION

- 3.1 Subject to the terms and conditions of the Offer Information Statement and the accompanying documents, Entitled Shareholders are at liberty to accept (in full or in part), decline, or otherwise renounce or trade (during the provisional allotment trading period prescribed by SGX-ST) their provisional allotments of the Rights Shares and will be eligible to apply for additional Rights Shares in excess of their provisional allotments under the Rights Issue.
- 3.2 Further details of the Rights Issue will be made available in the Offer Information Statement which will be electronically accessible by Entitled Shareholders in due course. In accordance with the Securities and Futures (Offers of Investments) (Temporary Exemption from Sections 277(1)(c) and 305B(1)(b)) Regulations 2020, printed copies of the Offer Information Statement will NOT be despatched to any person. The notification letter containing instructions on how Entitled Shareholders can access this Offer Information Statement electronically, will be despatched to Entitled Shareholders.
- 3.3 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.
- 3.4 The Board also wishes to clarify that, for the avoidance of doubt, other than the Undertaking Shareholders, as at the date of this announcement, the Company has not received any firm intention from any of the Directors to subscribe for any Rights Shares under the Rights Issue.

BY ORDER OF THE BOARD
A-SMART HOLDINGS LTD.

Lim Huan Chiang
Executive Director and Chief Executive Officer
25 January 2024