

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

**SUPPLEMENTAL AGREEMENTS TO EACH OF THE SALE AND PURCHASE AGREEMENTS
IN RELATION TO THE PROPOSED ACQUISITION OF 51% SHAREHOLDING
INTERESTS IN EACH OF THE TARGET ENTITIES**

1. INTRODUCTION

- 1.1. 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 Company’s announcements on 21 May 2019, 2 August 2019, 26 August 2019, 17 September 2019 and 9 October 2019 (the “**Previous Announcements**”) in relation to the Proposed Acquisition.
- 1.2. Unless otherwise defined, all capitalised terms used in this Announcement shall bear the same meanings as ascribed to them in the Previous Announcements. Any reference to the time of day and date in this Announcement shall be a reference to Singapore time and date, respectively.
- 1.3. Further to the Previous Announcements, the Board wishes to announce that the Parties have on 16 October 2019 entered into supplemental agreements (the “**Supplemental Agreements**”) to supplement and vary each of the Agreements in the manner set out in their respective Supplemental Agreements. The Supplemental Agreements were negotiated and entered into by the Parties at the request of the Target Entities to provide for additional time for the Target Entities to settle certain administrative details relating to the transfer of the Sale Shares to the Company.

2. EXTENSION OF THE LONG-STOP DATE

- 2.1. Under the terms of the Agreements, the Agreements were to automatically lapse if Completion did not take place on or before 16 October 2019, or such later date as the Parties may mutually agree in writing (the “**Long-Stop Date**”). As the Target Entities require additional time to settle certain administrative details relating to the transfer of the Sale Shares to the Company, the Parties have agreed to revise, for each of the Agreements, the Long-Stop Date to 16 December 2019 or such later date as the Parties may mutually agree in writing.
- 2.2. Save as supplemented and varied by the Supplemental Agreements in the manner set out in paragraph 2.1 above, the Agreements shall continue in full force and effect in all other respects. Each of the Agreements and their respective Supplemental Agreements shall be read and construed as one document and the Supplemental Agreements shall be considered to be part of their respective Agreements.
- 2.3. The Company will continue to keep its Shareholders updated of any material developments in relation to the Proposed Acquisition and/or the Group on a timely basis.

3. CAUTIONARY STATEMENT

Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company. In particular, Shareholders and potential investors should note that there is no assurance that any business activities or transactions mentioned in this announcement and/or the Previous Announcements will materialise. The Company will make the necessary announcements when there are further developments to any of the transactions contemplated in

this announcement and/or the Previous Announcements. Shareholders are advised to read this announcement, the Previous Announcements and/or any further announcements by the Company carefully, and should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

BY ORDER OF THE BOARD

Ang Kok Huan
Chief Executive Officer

16 October 2019

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 (the "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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