

JGC VENTURES PTE LTD

One Marina Boulevard #28-00

Singapore 018989

Company Registration No.201826857D

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SCHEME OF ARRANGEMENT

UNDER SECTION 71 OF THE INSOLVENCY, RESTRUCTURING AND DISSOLUTION ACT 2018

Between

JGC Ventures Pte. Ltd.

(UEN / Company Registration No. 201826857D)

And

the Scheme Creditors (as defined in the Scheme)

NOTICE OF PROPOSED SCHEME OF ARRANGEMENT

We refer to the Amended and Restated Guaranteed Senior Notes due June 30, 2025 issued by JGC Ventures Pte. Ltd. (the “**Company**”) (ISIN: XS1810351533; Common Code: 187108713) (the “**Old Notes**”) and to the Guaranteed Senior PIK Toggle Notes due June 20, 2025 (ISIN: XS2421278115 and Common Code: 242127811) issued by the Company (the “**Old PIK Notes**”, and collectively with the Old Notes, the “**Scheme Notes**”).

The Company has circulated terms of an arrangement and compromise which it plans to implement as a scheme of arrangement (the “**Scheme**”) pursuant to Section 71 of the Singapore Insolvency, Restructuring and Dissolution Act 2018 (No. 40 of 2018). The Scheme document together with an explanatory statement in relation to the Scheme (the “**Explanatory Statement**”) has been circulated through the clearing systems, announced on SGXNet and are available to download from the website in respect of the Scheme (<https://deals.is.kroll.com/modernland>) (the “**Scheme Website**”). Printed copies of the Scheme document and Explanatory Statement can also be obtained free of charge by Scheme Creditors (as defined in the Scheme) on request from the Company.

SCHEME MANAGER

The Company has appointed Jason Kardachi of Kroll Pte. Limited to act as the Scheme Manager (as defined in the Scheme) of the Scheme process. The Scheme Manager shall oversee the implementation and conduct of, and compliance with the provisions of, the Scheme.

VOTING ARRANGEMENTS

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Votes attributable to the Scheme Notes may be cast by Persons (as defined in the Scheme) with an economic or beneficial interest as principal in the Scheme Notes held through the clearing systems as at the Record Time (as defined below) (the “**Noteholders**”) by submitting blocking and voting instructions in respect of their respective holdings through the clearing systems (through their respective account holders at the relevant clearing systems) by no later than the Record Time. Detailed voting instructions are included in the Explanatory Statement. Only Accepted Scheme Creditors (as defined in the Scheme) which are holders of the Scheme Notes at the Record Time are entitled to vote on the Scheme.

The Old Notes Trustee, Old PIK Notes Trustee, Old Notes Agents, Old PIK Notes Agents, and the Depositories (as all of the above terms are defined in the Scheme) (including any nominee of the Depositories as registered holder of the Scheme Notes) shall refrain from voting on the Scheme to avoid any double counting of votes.

The “**Record Time**” in respect of the Scheme is 11.59pm Singapore time, 6 December 2024 (3.59pm London time, 6 December 2024). Scheme Creditors who vote in favour of the Scheme on or before 11.59pm Singapore time, 3 December 2024 (3.59pm London time, 3 December 2024) (the “**Early Consent Deadline**”) will be entitled to receive the Consent Fee Payout (as defined in the Scheme). All other Scheme Creditors (including those who vote in favour of the Scheme after the Early Consent Deadline and on or before the Record Time) shall be eligible to receive the Base Cash Payout. Further details of the Early Consent Deadline, the Consent Fee Payout and the Base Cash Payout may be found in the Scheme and the Explanatory Statement.

The Record Time is subject to extension at the sole discretion in good faith of the Company.

Any Scheme Creditor that fails to submit a Blocking and Voting Instruction (as defined in the Scheme) by the Record Time mentioned above will be excluded from voting on the Scheme.

SANCTIONING THE SCHEME

The Scheme Manager shall tabulate the results of the voting on the Scheme to be reported to the Singapore Court. In the event that the Scheme receives the requisite support from the Accepted Scheme Creditors, a hearing before the General Division of the High Court of Singapore is necessary in order to sanction the Scheme (the “**Sanction Hearing**”). Accepted Scheme Creditors are entitled to attend the Sanction Hearing in person or through their solicitors with rights of audience before the General Division of the High Court of Singapore to support or oppose the sanctioning of the Scheme.

The Company will notify the Scheme Creditors of the precise date and manner in which the Sanction Hearing shall take place by circulating a notice via the clearing systems and the Scheme Website.

If the Scheme is sanctioned by the General Division of the High Court of Singapore and the requisite filing formalities are complied with by the Company, all Scheme Creditors (whether they have participated in the Scheme or not and even if they have voted to oppose the sanctioning of the Scheme) will be bound by the terms of the Scheme.

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FURTHER INFORMATION

Scheme Creditors should direct queries to the Company (details below) in the first instance. Alternatively, Scheme Creditors may also contact the Company's solicitors (details below).

Dated this 27 November 2024.

Company:

JGC VENTURES PTE. LTD.

E-mail: hwilliam@modernland.co.id / danu.pate@modernland.co.id

Scheme Website: <https://deals.is.kroll.com/modernland>

Scheme Manager:

Jason Kardachi

c/o KROLL PTE. LIMITED

E-mail: modernland@is.kroll.com

Company's Solicitors:

OON & BAZUL LLP

E-mail: restructuring.team@oonbazul.com