



OXLEY HOLDINGS LIMITED

(Incorporated in the Republic of Singapore under Registration No. 201005612G)

(1) NOTICE OF RECORD DATE FOR FINAL TAX EXEMPT (ONE-TIER) DIVIDEND AND SPECIAL TAX EXEMPT (ONE-TIER) DIVIDEND (2) APPLICATION OF SCRIP DIVIDEND SCHEME

The Board of Directors of Oxley Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the annual general meeting of the Company held on 26 October 2020 during which a final tax exempt (one-tier) dividend of \$0.005 per ordinary share and a special tax exempt (one-tier) dividend of \$0.01 per ordinary share for the financial year ended 30 June 2020 (collectively, the “**Final and Special Dividends**”) have been approved by the shareholders of the Company.

NOTICE OF RECORD DATE

NOTICE IS HEREBY GIVEN that the Share Transfer Book and Register of Members of the Company will be closed from 5.00 p.m. on 2 December 2020 (the “**Record Date**”) for the preparation of dividend payment. Duly completed and stamped registrable transfers received by the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623 up to 5.00 p.m. on 2 December 2020 will be registered to determine shareholders’ entitlements to the Final and Special Dividends.

Shareholders whose securities accounts with The Central Depository (Pte) Limited are credited with ordinary shares in the capital of the Company as at 5.00 p.m. on 2 December 2020 will be entitled to the Final and Special Dividends.

Payment of the Final and Special Dividends is expected to be made on 18 January 2021.

APPLICATION OF SCRIP DIVIDEND SCHEME

The Oxley Holdings Limited Scrip Dividend Scheme (the “**Scheme**”) will be applicable to the Final and Special Dividends. Shareholders who are entitled to the Final and Special Dividends (“**Entitled Shareholders**”) will be eligible to participate in the Scheme, subject to the terms and conditions thereof. All capitalised terms below shall, unless otherwise defined herein, bear the meanings ascribed thereto in the Terms and Conditions of the Scheme.

Eligibility

All eligible Shareholders (which exclude Overseas Shareholders) may participate in the Scheme in respect of the Final and Special Dividends subject to the terms and conditions thereof and may also make a permanent election to participate in the Scheme in respect of all future dividends to which the Scheme applies.

The Notices of Election will be despatched to Entitled Shareholders on or about 14 December 2020. Entitled Shareholders may elect to participate in the Scheme in relation to **all and not part only** of the Final and Special Dividends, or they can make a permanent election to participate in the Scheme in respect of **all and not part only** of the Final and Special Dividends and all future Qualifying Dividends. These options will be provided for in the Notices of Election.

Fractional entitlements to the new Shares will be rounded down to the nearest whole number or otherwise dealt with in such manner as the Directors may deem fit in the interests of the Company and as may be acceptable to the SGX-ST.

Participation in the Scheme is optional. No action is required if Entitled Shareholders wish to receive the Final and Special Dividends in cash.

Overseas Shareholders

Shareholders with registered addresses outside Singapore as at the Record Date and who have not provided to the Company c/o the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, or The Central Depository (Pte) Limited ("**CDP**"), as the case may be, not later than by 5.00 p.m. on 25 November 2020 (being not later than five market days prior to the Record Date), addresses in Singapore of the service of notices and documents ("**Overseas Shareholders**"), will not be eligible to participate in the Scheme.

Overseas Shareholders who wish to be eligible to participate in the Scheme should provide an address in Singapore for the service of notices and documents by notifying the Company c/o the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, or, if the Overseas Shareholder is a Depositor, the CDP at 9 North Buona Vista Drive, #01-19/20, The Metropolis, Singapore 138588, not later than 5.00 p.m. on 25 November 2020.

If a Participating Shareholder gives notice to the Company or, if that Shareholder is a Depositor, to CDP, of a change of his registered address for the service of notices and documents from an address within Singapore to an address outside Singapore, he shall thereupon be considered an Overseas Shareholder. Any permanent election to participate in the Scheme by such Participating Shareholder shall be deemed to have been cancelled by him upon receipt by the Company or CDP, as the case may be, of such change of address notification.

Issue Price

In accordance with the terms of the Scheme, for the purpose of application of the Scheme to the Final and Special Dividends, the issue price of a new Share ("**Issue Price**") shall be set at not more than 10% discount to, nor shall it exceed, the average of the last dealt prices of a Share on the SGX-ST for each of the Market Days during the period commencing on 1 December 2020 and ending on 2 December 2020 (both dates inclusive) (the "**Price Determination Period**"). In the event there is no trading in the Shares during the Price Determination Period, the Issue Price shall not exceed the average of the last dealt prices of a Share on the SGX-ST for each of the Market Days during a period of five Market Days preceding the Price Determination Period.

The Company will update shareholders when the Issue Price is determined.

By Order of the Board

Chan Yean Chun
Company Secretary
Singapore

24 November 2020