



SoilBuild

CONSTRUCTION GROUP LTD

SOILBUILD CONSTRUCTION GROUP LTD.

(Company Registration No. 201301440Z)

(Incorporated in the Republic of Singapore)

**NOTICE OF RECORD DATE FOR ADJUSTMENTS TO
THE 2019 WARRANTS IN CONNECTION WITH A PREFERENTIAL OFFERING**

To: ALL HOLDERS OF 2019 WARRANTS (“**2019 WARRANTHOLDERS**”) TO
SUBSCRIBE FOR NEW SHARES IN SOILBUILD CONSTRUCTION GROUP
LTD. (THE “**COMPANY**”)

*In this notice, the term “2019 Warrants” refers to all warrants issued by the Company, the terms and conditions of which are set out in the instrument by way of a deed poll executed by the Company on 25 July 2019 (the “**2019 Instrument**”). Unless otherwise defined, all terms used herein shall bear the same meanings as in the Announcements (as defined below).*

The directors of the Company (the “**Directors**”) refer to the SGXNET announcements to shareholders of the Company dated 28 April 2023 and 15 May 2023 (the “**Announcements**”) relating to the proposed *pro rata* and non-renounceable non-underwritten preferential offering (the “**Preferential Offering**”) of up to 294,432,468 new ordinary shares in the capital of the Company (the “**Rights Shares**”) at an issue price of S\$0.038 for each Rights Share, on the basis of one (1) Rights Share for every four (4) existing ordinary shares in the capital of the Company (“**Shares**”) held by Entitled Shareholders as at 5.00 p.m. on 23 May 2023, being the time and date determined by the Directors for the purposes of determining the entitlements of Entitled Shareholders under the Preferential Offering, fractional entitlements to be disregarded.

Pursuant to the Preferential Offering and the terms and conditions of the 2019 Instrument, an adjustment will be required to be made to the existing number and exercise price of the 2019 Warrants, allotted and issued by the Company (i) on 29 July 2019 pursuant to the *pro rata* and non-renounceable non-underwritten preferential offering of new Shares undertaken by the Company which was completed on 29 July 2019; and (ii) on 11 January 2023 pursuant to the adjustment to the number of 2019 Warrants as a result of the *pro rata* and non-renounceable non-underwritten preferential offering of new Shares undertaken by the Company which was completed on 18 January 2023.

NOTICE IS HEREBY GIVEN that the Transfer Book and the Register of 2019 Warrantholders of the Company will be closed from 5.00 p.m. on 5 June 2023 up to and including 7 June 2023 for the purposes of determining the 2019 Warrantholders’ entitlements to the additional 2019 Warrants (“**Additional 2019 Warrants**”) to be issued arising from an adjustment to the number of 2019 Warrants as a result of the Preferential Offering. The 2019 Warrantholders who have validly exercised their 2019 Warrants before 5.00 p.m. on 5 June 2023 will not be entitled to the Additional 2019 Warrants.

Duly completed registrable transfers received by the Warrant Agent in respect of the 2019 Warrants, Tricor Barbinder Share Registration Services (a business division of Tricor Singapore Pte. Ltd.) at 80 Robinson Road, #11-02, Singapore 068898 up to 5.00 p.m. on 5 June 2023 will be registered for the purposes of determining the 2019 Warrantholders’ entitlements to the Additional 2019 Warrants to be issued.

The 2019 Warrantholders whose securities accounts with The Central Depository (Pte) Limited are credited with the 2019 Warrants as at 5.00 p.m. on 5 June 2023 will be entitled to the Additional 2019 Warrants to be issued.

The adjustment to the number of the 2019 Warrants will take effect from the commencement of the date following the closing date on 6 June 2023 for the Preferential Offering, that is, on 7 June 2023. The adjusted number of the 2019 Warrants and the effective date of the adjustment will be notified to the 2019 Warrantholders in due course.

BY ORDER OF THE BOARD

Lim Han Ren
Executive Director

19 May 2023

Singapore