



GDS
Global Limited

GDS GLOBAL LIMITED

(Company Registration No.: 201217895H)
(Incorporated in the Republic of Singapore on 19 July 2012)

**RENOUNCEABLE NON-UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE
- NOTICE OF RIGHTS ISSUE RECORD DATE**

1. INTRODUCTION

The board of directors (the “**Board**” or “**Directors**”) of GDS Global Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to:

- (a) the announcement on 31 May 2024, in relation to the renounceable non-underwritten rights cum warrants issue of up to 112,000,000 Rights Shares at the Issue Price of S\$0.02 per Rights Share, with up to 224,000,000 Warrants, on the basis of one (1) Rights Share for every one (1) existing Share held by Entitled Shareholders as at the Rights Issue Record Date, fractional entitlements to be disregarded, and two (2) Warrants for every one (1) Rights Share validly subscribed and each Warrant carrying the right to subscribe for one (1) Warrant Share at the Exercise Price of S\$0.06 for each Warrant Share (the “**Rights Cum Warrants Issue**”);
- (b) the circular to Shareholders dated 14 June 2024, in relation to the Ordinary Resolutions for, among others (i) the Rights Cum Warrants Issue; (ii) the proposed adoption and implementation of the GDS PSP; (iii) the proposed adoption and implementation of the GDS ESOS; and (iv) the proposed adoption of the Share Buyback Mandate (the “**Circular**”);
- (c) the announcement dated 26 June 2024 in relation to the receipt of the listing and quotation notice (the “**Listing and Quotation Notice**”) in relation to the Rights Shares, Warrant Shares and the new ordinary shares in the capital of the Company (the “**New Shares**”) to be allotted and issued pursuant to the vesting of Awards granted under the GDS PSP and the exercise of Options granted under the GDS ESOS. The Listing and Quotation Notice is not an indication of the merits of the Rights Cum Warrants Issue, the Rights Shares, the Warrants, the Warrant Shares, the GDS PSP, the GDS ESOS, the New Shares, the Company, its subsidiaries and their securities; and
- (d) the announcement dated 1 July 2024 in relation to the results of the extraordinary general meeting held on 1 July 2024 for the Ordinary Resolutions set out in the Circular.

Unless otherwise defined, all capitalised terms used in this announcement shall have the same meanings ascribed to them in the Circular.

2. NOTICE OF RECORD DATE

NOTICE IS HEREBY GIVEN that the register of Shareholders and the register of share transfers of the Company will be closed at 5.00 p.m. (Singapore time) on 9 July 2024 (the “**Rights Issue Record Date**”) for the purpose of determining the provisional allotments of Rights Shares with Warrants of the Entitled Shareholders under the Rights Cum Warrants Issue.

The Shares will trade on a “cum-rights” basis on the Catalist of the SGX-ST up to 5:00 p.m. (Singapore time) on 5 July 2024. The Shares will trade on an “ex-rights” basis from 9:00 a.m. (Singapore time) on 8 July 2024 and any person who purchases Shares on and from 8 July 2024 will

not be entitled to any provisional allotment of Rights Shares with Warrants under the Rights Cum Warrants Issue.

3. ELIGIBILITY TO PARTICIPATE IN THE RIGHTS CUM WARRANTS ISSUE

3.1. Entitled Shareholders

The Entitled Depositors and Entitled Scripholders (collectively referred to as “**Entitled Shareholders**”) will be entitled to participate in the Rights Cum Warrants Issue and receive a copy of a notification letter (the “**OIS Notification Letter**”) containing instructions on how to access the Offer Information Statement which will be electronically disseminated for viewing, together with the appropriate application forms and accompanying documents at their respective Singapore addresses as maintained with the records of CDP or the Company’s share registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (the “**Share Registrar**”), as the case may be.

Subject to the terms and conditions of the Offer Information Statement and the accompanying documents, Entitled Shareholders will be at liberty to accept in full or in part, decline, or otherwise renounce, or, in the case of Entitled Depositors only, trade their provisional allotments of Rights Shares on the Catalist of the SGX-ST during the provisional allotment trading period prescribed by the SGX-ST and will be eligible for Excess Rights Shares with Warrants.

3.2. Entitled Depositors

Entitled Depositors will be provisionally allotted Rights Shares with Warrants on the basis of the number of Shares standing to the credit of their Securities Accounts with CDP as at 5.00 p.m. (Singapore time) on the Right Issue Record Date.

“**Entitled Depositors**” are Shareholders with Shares standing to the credit of their Securities Accounts as at the Rights Issue Record Date and (a) whose registered addresses with CDP are in Singapore as at the Rights Issue Record Date; or (b) who have, not later than 5.00 p.m. (Singapore time) on the date falling three (3) Market Days prior to the Right Issue Record Date, provided CDP with addresses in Singapore for the service of notices and documents.

3.3. Entitled Scripholders

Entitled Scripholders will have to submit duly completed and stamped transfers in respect of Shares not registered in the name of CDP, together with all relevant documents of title, so as to be received up to 5.00 p.m. (Singapore time) on the Rights Issue Record Date by the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632, in order to be registered to determine provisional allotments of Rights Shares with Warrants.

“**Entitled Scripholders**” are Shareholders whose share certificates have not been deposited with CDP as well as transferees who have tendered to the Share Registrar valid transfers of their Shares and the share certificates relating thereto for registration up to the Rights Issue Record Date and (a) whose registered addresses with the Company or the Share Registrar are in Singapore as at the Rights Issue Record Date; or (b) who have, at least three (3) Market Days prior to the Rights Issue Record Date, provided the Share Registrar with addresses in Singapore for the service of notices and documents.

Entitled Scripholders may open Securities Accounts with CDP if they have not already done so and to deposit their share certificates with CDP prior to the Rights Issue Record Date so that their Securities Accounts may be credited by CDP with their Shares and the Rights. Entitled Scripholders should note that their Securities Accounts will only be credited with the Shares on the twelfth (12th) Market Day from the date of lodgement of the share certificates with CDP or such later date subject to the completion of the lodgement process.

3.4. Supplementary Retirement Scheme (“SRS”)

Shareholders who hold Shares under the SRS or through a finance company and/or Depository Agent can only accept their provisional allotments of Rights Shares with Warrants and (if applicable) apply for Excess Rights Shares with Warrants through their respective SRS Approved Banks, finance companies and/or Depository Agents through which such Shareholders hold Shares (as the case may be).

SRS Investors who have insufficient funds in their SRS accounts may, subject to the SRS contribution cap, deposit cash into their SRS accounts with their respective approved banks before instructing their respective approved banks to accept their Rights Shares with Warrants and (if applicable) apply for Excess Rights Shares with Warrants.

SRS Investors are advised to provide their respective approved banks in which they hold their SRS accounts with the appropriate instructions no later than the deadlines set by their respective approved banks in order for their respective approved banks to make the relevant acceptance and (if applicable) application on their behalf by the Closing Date. SRS monies may not be used for the purchase of the Rights directly from the market. Any acceptance and/or application by such investors to accept the provisional allotments of the Rights Shares with Warrants and (if applicable) application for Excess Rights Shares with Warrants made directly through CDP, the Share Registrar, the Company or by way of an Electronic Application¹ at an ATM of a Participating Bank or an Accepted Electronic Service², will be rejected.

For the avoidance of doubt, monies in SRS accounts may not be used for the purchase of provisional allotments of the Rights Shares with Warrants directly from the market.

3.5. Foreign Shareholders

The Offer Information Statement and its accompanying documents relating to the Rights Cum Warrants Issue have not been and will not be lodged, registered or filed in any jurisdiction other than in Singapore. The distribution (or dissemination in accordance with applicable laws or regulations) of the Offer Information Statement and its accompanying documents 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 countries other than Singapore, the Offer Information Statement and its accompanying documents have not been and will not be despatched to Foreign Shareholders or to any jurisdiction outside Singapore.

Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Cum Warrants Issue. No provisional allotment of the Rights Shares with Warrants has been made or will be made to Foreign Shareholders and no purported acceptance thereof or application therefor by any Foreign Shareholder will be valid.

If it is practicable to do so, arrangements may, at the discretion of the Company, be made for the provisional allotments of Rights Shares with Warrants which would otherwise have been provisionally allotted to Foreign Shareholders to be sold “nil-paid” on the SGX-ST as soon as practicable after dealings in the provisional allotment of Rights Shares with Warrants commence. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can

¹ Acceptance of the Rights Shares with Warrants and (if applicable) application for the Excess Rights Shares with Warrants made through (a) an ATM of one of the Participating Banks, (b) an Accepted Electronic Service, or (c) the SGX-SFG Service, as the case may be, in accordance with the terms and conditions of the Offer Information Statement.

² An accepted electronic payment service (such as PayNow) or electronic service delivery networks.

be obtained from such sales, after taking into account the relevant expenses to be incurred in relation thereto.

Where such provisional allotments of Rights Shares with Warrants are sold “nil-paid” on the SGX-ST, they will be sold at such price or prices as the Company may, in its absolute discretion, decide and no Foreign Shareholder shall have any claim whatsoever against the Company or CDP in respect of such sales or proceeds thereof, the provisional allotments of Rights Shares with Warrants or the Rights Shares with Warrants represented by such provisional allotments. Such sales may, however, only be effected if the Company, in its absolute discretion, determines that a premium can be obtained from such sales, after taking into account the relevant expenses to be incurred relation thereto.

If such provisional allotments of Rights Shares with Warrants cannot be sold or are not sold on the SGX-ST as aforesaid for any reason by such time as the SGX-ST shall have declared to be the last day for trading in the provisional allotments of Rights Shares with Warrants, the Rights Shares with Warrants represented by such provisional allotments will be used to satisfy excess applications or disposed of or dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company and no Foreign Shareholder shall have any claim whatsoever against the Company or CDP in connection therewith.

Shareholders should note that the special arrangements described above would apply only to Foreign Shareholders. However, the Company reserves the right to make similar arrangements for the Rights which would otherwise have been allotted to certain Entitled Shareholders to be sold “nil-paid” on the SGX-ST as soon as practicable after dealings in the Rights commence, where the beneficial holders of such Rights are restricted or prohibited by the laws of the jurisdiction in which they are located or resident from participating in the Rights Cum Warrants Issue.

Foreign Shareholders who are:

- (a) **Entitled Depositors should note that all correspondences and notices will be sent to their last registered addresses with CDP.** Entitled 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 Cum Warrants Issue, are reminded that any request to CDP to update their records or effect any change in address must reach CDP at 4 Shenton Way #02-01 SGX Centre 2, Singapore 068807 not later than 5.00 p.m. (Singapore time) on a date being three (3) Market Days prior to the Rights Issue Record Date; or
- (b) **Entitled Scripholders should note that all correspondences and notices will be sent to their last registered addresses with the Share Registrar.** Entitled Scripholders 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 Cum Warrants Issue, are reminded that any request to the Share Registrar to update their records or effect any change in address must reach GDS Global Limited c/o the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, not later than 5.00 p.m. (Singapore time) on a date being three (3) Market Days prior to the Rights Issue Record Date.

4. CAUTIONARY STATEMENT

Shareholders and potential investors are advised to exercise caution when dealing or trading in the Shares as there is no certainty or assurance that the Rights Cum Warrants Issue will be completed or that no changes will be made to any of the terms thereof. Shareholders and potential investors are also advised to read this announcement and any further announcements by the Company

carefully, and where in doubt as to the action that they should take, they should consult their stockbrokers, bank managers, solicitors, accountants, tax advisers or other professional advisers immediately.

5. FURTHER ANNOUNCEMENTS

Further details of the Rights Cum Warrants Issue (including the procedures for, and the terms and conditions applicable to, acceptances, renunciation and/or sales of the Rights and for the applications for Excess Rights Shares with Warrants and payment) will be made available in the Offer Information Statement which will be electronically disseminated to Entitled Shareholders in due course. Where appropriate, further details will be disclosed in subsequent announcements.

BY ORDER OF THE BOARD

Lee Pei Fang
Executive Director
1 July 2024

This announcement has been reviewed by the Company's Sponsor, SAC Capital Private Limited (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.

The contact person for the Sponsor is Ms Audrey Mok (Tel: (65) 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.