



**BROADWAY INDUSTRIAL GROUP LIMITED**  
Company Registration No. 199405266K  
(Incorporated in the Republic of Singapore)  
(the “**Company**”)

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**MANDATORY CONDITIONAL CASH OFFER BY UNITED OVERSEAS BANK LIMITED,  
FOR AND ON BEHALF OF PATEC PTE. LTD.**

**CLOSE OF OFFER**

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**1. INTRODUCTION**

The board of directors (the “**Board**”) of the Company refers to:

- (a) the announcement dated 28 October 2024 (the “**Offer Announcement**”) made by United Overseas Bank Limited (“**UOB**”), for and on behalf of Patec Pte. Ltd. (the “**Offeror**”), in relation to the mandatory conditional cash offer (the “**Offer**”) to acquire all the issued and paid-up ordinary shares in the capital of the Company (“**Shares**”) other than treasury shares and those already owned, controlled or agreed to be acquired by the Offeror, in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers (the “**Code**”);
- (b) the Company’s announcement dated 28 October 2024 informing the shareholders of the Company (the “**Shareholders**”) of the Offer;
- (c) the Company’s announcement dated 30 October 2024 in relation to the appointment of PrimePartners Corporate Finance Pte. Ltd. as the independent financial adviser to advise the Company’s directors who are regarded as independent for the purposes of the Offer under the Code;
- (d) the announcement dated 11 November 2024 issued by UOB, for and on behalf of the Offeror, in relation to the electronic despatch of the formal offer document in respect of the Offer (the “**Offer Document**”), and the despatch of (i) the notification letter containing the instructions for the electronic retrieval of the Offer Document; and (ii) the relevant acceptance forms;
- (e) the announcement dated 14 November 2024 (the “**Offer Unconditional Announcement**”) issued by UOB, for and on behalf of the Offeror, in relation to the Offer becoming unconditional as to acceptances and being declared unconditional in all respects;
- (f) the Company’s announcement dated 22 November 2024 informing the Shareholders in relation to the electronic despatch of offeree circular dated 22 November 2024 in relation to the Offer (the “**Circular**”);
- (g) the Company’s announcement dated 27 November 2024 on the disclosure of dealings by associates of the Company and the notice of transfer and use of treasury shares;

- (h) the Company's announcement dated 2 December 2024 on the disclosure of dealings by the Company and the notice of transfer and use of treasury shares;
- (i) the announcement dated 12 December 2024 (the "**Final Offer Price and Closing Date Announcement**") issued by UOB, for and on behalf of the Offeror, in relation to, *inter alia*, the Offeror's intention not to increase the Offer Price and not to extend the Offer beyond the Closing Date;
- (j) the announcement dated 20 December 2024 (the "**Offeror Shareholding Announcement**") issued by UOB, for and on behalf of the Offeror, in relation to, *inter alia*, the level of acceptances of the Offer, loss of free float and rights of dissenting shareholders under Section 215(3) of the Companies Act;
- (k) the Company's announcement dated 21 December 2024 (the "**Loss of Free Float Announcement**") in relation to, *inter alia*, Rule 723 of the Listing Manual which requires the Company to ensure that at least 10% of the total number of Shares excluding treasury shares is at all times held by the public, and such requirement being no longer satisfied; and
- (l) the announcement dated 23 December 2024 (the "**Close of Offer Announcement**") issued by UOB, for and on behalf of the Offeror, in relation to the close of the Offer and the level of acceptances of the Offer.

Unless expressly provided herein, all capitalised terms and expressions used and not defined herein shall have the same meanings ascribed to them in the Circular.

## 2. CLOSE OF THE OFFER

The Board wishes to announce that as stated in the Close of Offer Announcement, the Offer has closed at 5.30 p.m. (Singapore time) on 23 December 2024. **Accordingly, the Offer is no longer open for acceptances and any acceptances of the Offer received after 5.30 p.m. (Singapore time) on 23 December 2024 shall be rejected.**

A copy of the Close of Offer Announcement is available on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

## 3. RESULTANT SHAREHOLDING

As stated in paragraph 4 of the Close of Offer Announcement, as at 5.30 p.m. (Singapore time) on 23 December 2024, the total number of (a) Shares owned, controlled or agreed to be acquired by the Offeror and persons acting in concert with it; and (b) valid acceptances of the Offer, amount to an aggregate of 425,350,177 Shares, representing approximately 93.05% of the total number of Shares<sup>1</sup>.

## 4. LOSS OF FREE FLOAT AND TRADING SUSPENSION

As announced by the Company in the Loss of Free Float Announcement, Rule 723 of the Listing Manual requires the Company to ensure that at least 10% of the total number of Shares (excluding treasury shares) is at all times held by the public (the "**Free Float Requirement**"). The

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<sup>1</sup> The percentage shareholding interest referred to in this Announcement is based on the total number of 457,106,461 issued Shares (excluding 14,808,150 Shares held in treasury) as at 23 December 2024. Percentages are rounded to the nearest two (2) decimal places.

Company further announced in the Loss of Free Float Announcement that as the Company no longer meets the Free Float Requirement, the trading of the Shares will be suspended at the close of the Offer pursuant to Rule 1303(1) of the Listing Manual.

**As the Offer has closed at 5.30 p.m. (Singapore time) on 23 December 2024, the Company will request that the SGX-ST suspend the trading of the Shares with effect from 9.00 a.m. (Singapore time) on 24 December 2024, being the market day after the Closing Date.**

## **5. RESPONSIBILITY STATEMENT**

The Directors (including any who may have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care and made all reasonable inquiries to ensure that the facts stated in this announcement are fair and accurate, and, to the best of their knowledge, all opinions expressed in this announcement (other than the information in the Offer Announcement, the Offer Document, the Offer Unconditional Announcement, the Final Offer Price and Closing Date Announcement, the Offeror Shareholding Announcement, the Loss of Free Float Announcement, the Close of Offer Announcement and any information relating to or opinions expressed by the Offeror) have been arrived at after due and careful consideration and are fair and accurate, and no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Offer Announcement, the Offer Document, the Offer Unconditional Announcement, the Final Offer Price and Closing Date Announcement, the Offeror Shareholding Announcement, the Loss of Free Float Announcement, the Close of Offer Announcement and any other announcements made by, or for and on behalf of, the Offeror), the sole responsibility of the Directors has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, reproduced in this announcement.

The Directors jointly and severally accept full responsibility accordingly.

By Order of the Board

**Broadway Industrial Group Limited**

23 December 2024