

MEDIA RELEASE

ROWSLEY TO ACQUIRE INDUSTRIAL BUILDING DESIGN FIRM AC CONSORTIUM

- *\$8 million all-share deal to be acquired via RSP*
- *Part of strategy to reinforce its design and engineering business*
- *Strong growth synergies between AC Consortium and RSP*

Singapore, 23 May 2017 – Rowsley Ltd. today announced that it has agreed to pay up to \$8 million, in an all-share deal, to AC Consortium Pte Ltd, a leading industrial building design firm in Singapore. The acquisition will be made through its wholly-owned subsidiary RSP Architects Planners & Engineers.

The acquisition is one in a series of deals that Rowsley had made to continually grow its design and engineering business. In August last year, the group acquired in full the shares of Squire Mech Pte Ltd, a leading mechanical and engineering design practice. In August 2015, it also acquired a 34.7% stake in RSP India.

AC Consortium, was incorporated in 1999 by Grace Young Kok Inn and Tan Meow Hwa, having evolved from a partnership practice since 1986. It specialises in designing industrial buildings such as factories and warehouses and has a strong presence amongst SME developers. Some of its significant projects include One Commonwealth, Cogent 1 Logistics Hub, West Park BizCentral, Loyang Enterprise and Oxley BizHub.

Rowsley said: “We are excited to welcome AC Consortium to the Rowsley group. It has a strong track record in industrial building design and extensive relationships in the SME sector. As Singapore continues to re-make its industrial landscape, this acquisition will strongly position us to capture



growth in this space. We also see new growth opportunities arising from the highly complementary business between AC Consortium and RSP.”

According to information from the Building and Construction Authority, construction demand in Singapore’s industrial segment is forecast to reach between \$4.2 billion to \$5.6 billion in 2017, an increase of above 27% from 2016. Overall industrial’s share of total construction demand is estimated to be 15.5%, which is bigger than other segments such as public residential, private residential, commercial and institutional.

The acquisition will be immediately earnings-accretive. Based on AC Consortium’s unaudited financial statements ended 31 December 2016, its net tangible asset value is about \$2.9 million.

Rowsley will pay for the acquisition by issuing up to 115,654,024 new shares in two tranches to Mesdames Young and Tan, who will both be staying on in the company post-acquisition. The first tranche of up to 57,589,508 shares shall be issued upon the completion of the acquisition, while the balance of the shares is subject to terms and conditions which includes the achievement of certain targets.

The acquisition is conditional on the approval of the Singapore Exchange. The acquisition is not expected to have any material impact on Rowsley’s net tangible assets per share or earnings per share for the current financial year ending 31 December 2017.

– The End –



About Rowsley

Rowsley Ltd. is a real estate company with businesses in design and engineering, real estate development and hospitality. Our major assets include RSP Architects Planners & Engineers, one of the most established architectural practices in the region, Squire Mech, a leading mechanical and electrical engineering consultancy, and Vantage Bay Healthcare City in Iskandar Malaysia. Rowsley also owns Hotel Football, Cafe Football, Stock Exchange Hotel, GG Collections which provides hospitality management services, and Ariva, a fast growing hospitality company in Asia. A joint venture agreement has been signed for St. Michael's, a landmark mixed-use development in Manchester. Rowsley Ltd. has been listed on the Singapore Exchange since 2002.

About RSP

RSP, which became part of Rowsley in 2013, offers a comprehensive range of professional services including town and master planning, urban design, architecture, interior design, civil and structural engineering. RSP started out as a small partnership, Raglan Squire & Partners in 1956 in Singapore. It has since then grown in scope and scale, to become one of the largest architectural practices in the world. With a team of more than 1,300 professionals worldwide, RSP provides its services to clients within Asia, Middle East, Australasia, Africa and Europe.

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