

MANDATORY CONDITIONAL CASH OFFER

by



UNITED OVERSEAS BANK LIMITED

(Company Registration Number: 193500026Z)
(Incorporated in Singapore)

for and on behalf of

PATEC PTE. LTD.

(Company Registration Number: 200612917K)
(Incorporated in Singapore)

to acquire all the issued and paid-up ordinary shares in the capital of

BROADWAY INDUSTRIAL GROUP LIMITED

(Company Registration Number: 199405266K)
(Incorporated in Singapore)

other than those already owned, controlled or agreed to be acquired by the Offeror

11 November 2024

To : The Shareholders of Broadway Industrial Group Limited

Dear Sir/Madam

NOTIFICATION OF ELECTRONIC DESPATCH OF OFFER DOCUMENT AND RELATED DOCUMENTS

1. INTRODUCTION

United Overseas Bank Limited ("**UOB**") refers to:

- (a) the offer announcement dated 28 October 2024 ("**Offer Announcement**") issued by UOB, for and on behalf of Patec Pte. Ltd. (the "**Offeror**"), in relation to the mandatory conditional cash offer (the "**Offer**") in accordance with Rule 14 of the Singapore Code on Take-overs and Mergers (the "**Code**") for all the issued and paid-up ordinary shares (the "**Shares**") in the capital of Broadway Industrial Group Limited (the "**Company**"), other than Shares held in treasury and those Shares already owned, controlled or agreed to be acquired by the Offeror as at the date of the Offer (the "**Offer Shares**" and each, an "**Offer Share**");
- (b) the offer document dated 11 November 2024 ("**Offer Document**") issued by UOB, for and on behalf of the Offeror, in relation to the Offer; and
- (c) the announcement dated 11 November 2024 in relation to the electronic despatch of the Offer Document.

Unless otherwise defined herein, all capitalised terms used but not defined in this notification (this "**Notification Letter**") shall have the same meanings ascribed to them in the Offer Document.

2. ELECTRONIC DESPATCH OF OFFER DOCUMENT

UOB wishes to inform the shareholders of the Company (the “**Shareholders**”) that in connection with the Offer, the Offeror has electronically despatched the Offer Document, pursuant to the Securities Industry Council’s (“**SIC**”) Public Statement on Despatch of Take-over Documents under the Code issued on 6 May 2020, the Public Statement on the Extension of the Temporary Measures to Allow for Electronic Despatch of Take-over Documents under the Code issued by the SIC on 29 September 2020, and the Public Statement on the Further Extension of the Temporary Measure to Allow for Electronic Despatch of Take-over Documents under the Code issued by the SIC on 29 June 2021. Accordingly, please note that no printed copies of the Offer Document will be despatched to Shareholders.

Electronic copies of the Offer Document, the Form of Acceptance and Authorisation for Offer Shares (the “**FAA**”) and the Form of Acceptance and Transfer for Offer Shares (the “**FAT**” and together with the FAA, the “**Acceptance Forms**”) have, as of the date of this Notification Letter, been published on the website of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

To access the electronic version of the Offer Document and the Acceptance Forms:

- (a) you may directly access the Company’s announcement page on the website of the SGX-ST by scanning the following QR code:



- (b) you may also access the website of the SGX-ST at <https://www.sgx.com> and select the section “**Securities**”, select “**Company Announcements**” from the drop-down menu list under “**Company Information**” and type the name of the Company: “**BROADWAY INDUSTRIAL GROUP LIMITED**” in the box titled “**Filter by Company/Security Name**”. “**BROADWAY INDUSTRIAL GROUP LIMITED**” will appear as a drop-down item below the filter box.

Thereafter, please select the announcement dated 11 November 2024 titled “Mandatory Conditional Cash Offer – Electronic Despatch of Offer Document”. The Offer Document and the Acceptance Forms can be accessed by clicking on the links under the section titled “**Attachments**” at the bottom of the announcement.

The physical copy of this Notification Letter sent to you would be accompanied by the relevant Acceptance Form(s) and a pre-addressed envelope, which is prepaid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

3. CLOSING DATE

The Offer will close at 5.30 p.m. (Singapore time) on 9 December 2024 or such later date(s) as may be announced from time to time by or on behalf of the Offeror (the “**Closing Date**”).

4. PROCEDURES FOR ACCEPTANCE

If you wish to accept the Offer in respect of all or part of your Offer Shares, please take the following steps:

- (a) if you hold Offer Shares which are deposited with The Central Depository (Pte) Limited (“CDP”), please ensure that you complete and return the FAA:
 - (i) **in physical form**, after signing the FAA in accordance with **APPENDIX VI** to the Offer Document and the instructions printed on the FAA and delivering the completed and signed original FAA by post in the enclosed pre-addressed envelope **at your own risk** to:

PATEC PTE. LTD.
c/o The Central Depository (Pte) Limited
Robinson Road Post Office
P.O. Box 1984
Singapore 903934; or
 - (ii) **in electronic form**, via SGX-ST’s Investor Portal at investors.sgx.com (in respect of individual and joint-alt account holders only). Depositors who are corporations or joint-and account holders cannot submit their FAA in electronic form and should sign the enclosed FAA per its/their signing mandate and where appropriate, affix its common seal to the FAA in accordance with its constitution or relevant constitutive documents; and
- (b) if you hold Offer Shares in scrip form, please ensure that you complete and return the FAT:
 - (i) **by hand**, to Patec Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632; or
 - (ii) **by post**, in the enclosed pre-addressed envelope at your own risk, to Patec Pte. Ltd. c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632,

in each case so as to arrive not later than 5.30 p.m. (Singapore time) on the Closing Date.

If the completed and signed Acceptance Form(s) is delivered by post to the Offeror, please use the enclosed pre-addressed envelope which is enclosed with the relevant Acceptance Form(s), which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore.

The procedures for acceptance of the Offer are also set out in **APPENDIX VI** of the Offer Document, and in the accompanying relevant Acceptance Forms.

CPFIS Investors and SRS Investors (in each case, as defined in the Offer Document) should receive further information on how to accept the Offer from their respective CPF Agent Banks and SRS Agent Banks (in each case as defined in the Offer Document, and as the case may be) directly.

5. GENERAL

The views of the directors of the Company who are considered independent for the purposes of the Offer and the independent financial adviser to such directors on the Offer will be made available to you in due course by the Company. You may wish to consider their views before taking any action in relation to the Offer.

If you are in any doubt about the Offer or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

6. OVERSEAS PERSONS

This Notification Letter does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy any security, nor is it a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Notification Letter in any jurisdiction in contravention of applicable law. The Offer will be made solely by the Offer Document and the relevant Acceptance Form(s) accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted.

The availability of the Offer to Shareholders whose mailing addresses are outside of Singapore (as shown on the register of members of the Company or, as the case may be, in the records of CDP) (each, an “**Overseas Person**”) may be affected by the laws of the relevant overseas jurisdictions. Accordingly, any Overseas Person should inform himself about and observe any applicable legal requirements, and exercise caution in relation to the Offer, as this Notification Letter, the Offer Document, the Acceptance Forms and/or any related documents have not been reviewed by any regulatory authority in any overseas jurisdiction. **Where there are potential restrictions on sending this Notification Letter, the Offer Document, the Acceptance Forms and/or any related documents to any overseas jurisdictions, the Offeror, UOB, CDP and the Share Registrar each reserves the right not to send these documents to Shareholders in such overseas jurisdictions. For the avoidance of doubt, the Offer will be open to all Shareholders, including those to whom this Notification Letter, the Offer Document, the Acceptance Forms and/or any related documents have not been, or may not be, sent.**

Copies of this Notification Letter, the Offer Document, the Acceptance Forms and/or any other formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer would violate the laws of that jurisdiction (a “**Restricted Jurisdiction**”) and will not be capable of acceptance by any such use, means, instrumentality or facility within any Restricted Jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.

The Offer (unless otherwise determined by the Offeror and permitted by applicable laws and regulations) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any Restricted Jurisdiction, and the Offer will not be capable of acceptance by any such use, means, instrumentality or facility.

An Overseas Person may, nonetheless, obtain copies of the Notification Letter, the Acceptance Forms and/or any related documents, during normal business hours and up to the Closing Date, from the Offeror through: (a) if he is a depositor, its receiving agent, CDP by submitting a request to CDP via phone (+65 6535 7511) during their operating hours or email services (asksgx@sgx.com) to request for the Notification Letter, the Acceptance Forms and/or any related documents to be sent to an address in Singapore by ordinary post at the Overseas Person's own risk; or (b) if he is a scripholder, the Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. in person at its office located at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632. The electronic version of the Offer Document may be accessed through the methods set out in paragraph 2 above.

Electronic copies of this Notification Letter, the Offer Document, and the Acceptance Forms are also available on the website of the SGX-ST at <https://www.sgx.com>.

Alternatively, an Overseas Person may write to the Offeror through CDP (if he is a depositor) at Robinson Road Post Office, P.O. Box 1984, Singapore 903934, or the Share Registrar (if he is a scripholder) at the office address listed above, to request for the Notification Letter, the Acceptance Forms and/or any related documents to be sent to an address in Singapore by ordinary post at the Overseas Person's own risk.

It is the responsibility of any Overseas Person who wishes to (a) request for the Notification Letter, the Acceptance Forms and/or any related documents; or (b) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, and compliance with all necessary formalities or legal requirements and the payment of any taxes, imposts, duties or other requisite payments due in such jurisdiction. Such Overseas Person shall be liable for any such taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on its behalf (including UOB) shall be fully indemnified and held harmless by such Overseas Person for any such taxes, imposts, duties or other requisite payments as the Offeror and/or any person acting on its behalf (including UOB) may be required to pay. In (i) requesting for the Notification Letter, the Acceptance Forms and/or any related documents; and/or (ii) accepting the Offer, the Overseas Person represents and warrants to the Offeror and UOB that he is in full observance of the laws of the relevant jurisdiction in that connection, and that he is in full compliance with all necessary formalities or legal requirements. **Any Overseas Person who is in any doubt about his position should consult his professional adviser in the relevant jurisdiction.**

The Offeror and UOB each reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Persons) by announcement or notice to the SGX-ST and if necessary by paid advertisement in a newspaper published and circulated in Singapore, in which case such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder (including an Overseas Person) to receive or see such announcement, notice or advertisement.

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Offeror Directors (including those who may have delegated detailed supervision of this Notification Letter) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Notification Letter (other than those relating to the Company) are fair and accurate and that there are no other material facts not contained in this Notification Letter, the omission of which would make any statement in this Notification Letter misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the Offeror Directors has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Notification Letter.

The Offeror Directors jointly and severally accept responsibility accordingly.

Issued by
UNITED OVERSEAS BANK LIMITED

For and on behalf of
PATEC PTE. LTD.

Any enquiries relating to this Notification Letter or the Offer should be directed during office hours to the UOB helpline at (65) 6539 7066.