



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

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

DEALINGS DISCLOSURE

NOTICE OF TRANSFER AND USE OF TREASURY SHARES

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**”); and
- (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.

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.

Pursuant to Rule 12.1 of the Code, the Company wishes to report the following dealings involving the exercise of Options under the BIGL Share Option Scheme 2022 (the “**2022 Scheme**”).

2. TRANSFER AND USE OF TREASURY SHARES

Pursuant to the terms and conditions of the 2022 Scheme, the Company has transferred 450,000 treasury shares to an eligible participant pursuant to their exercise of Options under the 2022 Scheme.

Pursuant to Rule 704(28) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Company wishes to announce the following details pertaining to the transfer and use of treasury shares:

(a)	Date of transfer and use	2 December 2024
(b)	Purpose of transfer and use	Pursuant to the exercise of options granted under the 2022 Scheme on 5 May 2023 and 24 May 2024
(c)	Number of treasury shares transferred and used	450,000 shares
(d)	Number of treasury shares held by the Company before the transfer and use	15,258,150 shares
(e)	Number of treasury shares held by the Company after the transfer and use	14,808,150 shares
(f)	Percentage of the number of treasury shares against the total number of outstanding Shares (excluding treasury shares) before transfer and use ⁽¹⁾	3.34%
(g)	Percentage of the number of treasury shares against the total number of outstanding Shares (excluding treasury shares) after transfer and use ⁽²⁾	3.24%
(h)	Value of the treasury shares if they are used for sale or transfer, or cancelled	S\$79,337.41

Notes:

- (1) The percentage is calculated based on the total number of Shares in the issued share capital of the Company, being 456,656,461 Shares (excluding 15,258,150 treasury shares) as at 2 December 2024, before the transfer and use of treasury shares which is the subject of this announcement.
- (2) The percentage is calculated based on the total number of Shares in the issued share capital of the Company, being 457,106,461 Shares (excluding 14,808,150 treasury shares) as at 2 December 2024, after the transfer and use treasury shares which is the subject of this announcement.

After the transfer and use of treasury shares as described above, the total number of Shares in the issued share capital of the Company will comprise 457,106,461 Shares (excluding 14,808,150 treasury shares).

3. 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 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 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

2 December 2024