

BOARDROOM LIMITED

(Incorporated in the Republic of Singapore)
Company Registration Number 200003902Z

ANNOUNCEMENT

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

1. Introduction

The Board of Directors (the “**Board**”) of Boardroom Limited (“**Boardroom**” or the “**Company**”) refers to:

- (a) the announcement dated 6 August 2021 (the “**Pre-Conditional Offer Announcement**”) made by United Overseas Bank Limited (“**Offeror Financial Adviser**”), for and on behalf of Apricus Global Pte. Ltd. (“**Offeror**”), in relation to the pre-conditional voluntary general cash offer (the “**Offer**”) by the Offeror for all the issued and paid-up ordinary shares in the capital of the Company (“**Boardroom Shares**”), other than those already owned, controlled or agreed to be acquired by the Offeror and parties acting in concert with it as at the date of such offer. The Offeror is a special purpose vehicle incorporated by a consortium of investors for the purposes of making the Offer; and
- (b) the announcement dated 6 August 2021 (the “**GKGH Announcement**”) made by G. K. Goh Holdings Limited (“**GKGH**”), the major shareholder of the Company, in relation to the Offer.

2. Appointment of Independent Financial Adviser

The Board wishes to announce that **SAC Capital Private Limited** has been appointed as the independent financial adviser (the “**IFA**”) to advise the directors of the Company (the “**Directors**”) who are considered independent for the purposes of the Offer (the “**Independent Directors**”).

3. Offeree Circular

If and when the Offer is made, a circular containing the advice of the IFA and the recommendation of the Independent Directors (the “**Offeree Circular**”) will be sent to Shareholders within 14 days from the date of despatch of the offer document to be issued by the Offeror in connection with the Offer (if and when made).

In the meantime, Shareholders are advised to refrain from taking any action in relation to their Boardroom Shares which may be prejudicial to their interests and to exercise caution when dealing in the Boardroom Shares, until they or their advisers have considered the information and the recommendations of the Independent Directors as well as the advice of the IFA which will be set out in the Offeree Circular.

4. Directors' Responsibility Statement

The Directors (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that no material facts have been omitted from this Announcement, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, the Pre-Conditional Offer Announcement), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

BY ORDER OF THE BOARD

Lim Ai Min
Company Secretary
Singapore, 2 September 2021