

PROCURRI CORPORATION LIMITED
(Company Registration No.: 201306969W)
(Incorporated in the Republic of Singapore)

ANNOUNCEMENT

MANDATORY UNCONDITIONAL CASH OFFER BY UNITED OVERSEAS BANK LIMITED FOR AND ON BEHALF OF DECLOUT PTE. LTD.

DESPATCH OF NOTICE TO SHAREHOLDERS REGARDING ELECTRONIC DISSEMINATION OF THE OFFEREE CIRCULAR

1. Introduction

1.1 The board of directors (the “**Board**”) of Procurri Corporation Limited (the “**Company**”), wishes to refer shareholders of the Company (“**Shareholders**”) to:

1.1.1 the announcement (the “**Offer Announcement**”) made by United Overseas Bank Limited (“**UOB**”), for and on behalf of DeClout Pte. Ltd. (the “**Offeror**”), on 20 May 2022 in relation to the mandatory conditional cash offer for all the shares in the capital of the Company (“**Shares**”), other than treasury shares and those Shares 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 “**Offer**”);

1.1.2 the dealings disclosure and offer unconditional announcement (the “**Offer Unconditional Announcement**”) dated 26 May 2022 made by UOB, for and on behalf of the Offeror, wherein the Offer was declared unconditional in all respects;

1.1.3 the offer document dated 3 June 2022 and related documents in connection with the Offer issued by UOB, for and on behalf of the Offeror (the “**Offer Document**”); and

1.1.4 the announcement dated 3 June 2022 made by UOB, for and on behalf of the Offeror, in relation to the electronic dissemination of the Offer Document and the despatch of the notification containing instructions for the electronic retrieval of the Offer Document (the “**Offer Document Despatch Announcement**”).

1.2 Unless otherwise defined, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Offeree Circular (as defined below).

2. Electronic Dissemination of the Offeree Circular and Despatch of Notice to Shareholders

2.1 The Board would like to inform Shareholders that the Company has today issued the offeree circular in connection with the Offer (the “**Offeree Circular**”) containing, *inter alia*, the letter from Evolve Capital Advisory Private Limited (the “**IFA Letter**”), the independent financial adviser (the “**IFA**”) to the directors of the Company who are considered independent for the purposes of the Offer (the “**Independent Directors**”), and the recommendation of the Independent Directors in respect of the Offer.

Pursuant to the Securities Industry Council's Public Statement on the Further Extension of Temporary Measure to Allow for Electronic Dissemination of Rights Issue and Take-over Documents on 29 June 2021, the Company has opted to electronically disseminate the Offeree Circular. Accordingly, please note that no printed copies of the Offeree Circular will be despatched to Shareholders.

- 2.2** In connection with the electronic dissemination of the Offeree Circular, the Company has today despatched by ordinary post to Shareholders the notification of electronic dissemination of the Offeree Circular (the “**Notice**”) containing the instructions for the electronic retrieval of the Offeree Circular.
- 2.3** The electronic version of the Notice and the Offeree Circular and its related documents are available on the website of Singapore Exchange Securities Trading Limited at <http://www.sgx.com> and on the Company’s corporate website at https://investor.procurri.com/sgx_announcements.html. Alternatively, you may directly access the page at the Company’s corporate website by scanning the following QR code:



- 2.4** Shareholders should read the Offer Document, the Offeree Circular and the IFA Letter (as set out in Appendix A to the Offeree Circular) carefully and consider the recommendation of the Independent Directors and the advice of the IFA to the Independent Directors before deciding whether or not to accept the Offer. Shareholders who are in any doubt about the Offer should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers immediately.

3. Closing Date

Shareholders should note that, as stated in the Offer Document, the Offer will close at 5.30 p.m. (Singapore time) on 1 July 2022 and the Offer will not be extended nor open for acceptance beyond 5.30 p.m. (Singapore time) on 1 July 2022.

4. Responsibility Statement

- 4.1** 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 herein are fair and accurate and that no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading, and they jointly and severally accept responsibility accordingly.
- 4.2** Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Offer Announcement, the Offer Unconditional Announcement, the Offer Document Despatch Announcement and the Offer Document), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, accurately reflected or reproduced herein.

BY ORDER OF THE BOARD
PROCURRI CORPORATION LIMITED

15 June 2022