



ADVANCER GLOBAL LIMITED

(Company Registration No. 201602681W)
(Incorporated in the Republic of Singapore)

ACQUISITION OF 100% ISSUED AND PAID-UP SHARE CAPITAL OF HBA GROUP PROPERTY CONSULTANTS PTE. LTD.

1. Introduction

The Board of Directors (the “**Board**” or “**Directors**”) of Advancer Global Limited (the “**Company**” and together with its subsidiaries and associate companies, collectively the “**Group**”) wishes to announce that, SRE Global Pte. Ltd. (“**SRE**”), a 82% indirectly owned subsidiary of the Company held through Advancer Global Facility Pte. Ltd., had on 7 May 2021 entered into a sales and purchase agreement (“**SPA**”) to acquire 100% of the total issued and paid-up share capital of HBA Group Property Consultants Pte. Ltd. (“**HBA**”) from Tang Kok Kong (“**Mr. Tang**”) and Yip Mien Hui (“**Mr. Yip**”) (collectively, the “**Vendors**”) (the “**Acquisition**”) in the following proportions (“**Share Proportions**”):

<u>Name</u>	<u>Shareholding Percentage (%)</u>	<u>Number of Shares ("Sale Shares")</u>	<u>Paid-up Capital (S\$)</u>
Mr. Tang	80.0	4,341,680	217,084
Mr. Yip	20.0	1,085,420	54,271
	100.0	5,427,100	271,355

Note:

Following the completion of the Acquisition, HBA will become a wholly-owned subsidiary of SRE and an 82% indirectly owned subsidiary of the Company.

2. Information on HBA

The information on HBA in this paragraph 2 was provided by HBA which has been extracted and reproduced herein. In respect of such information, the Company has not independently verified the accuracy and correctness of the same and the Company's responsibility is limited to the proper extraction and reproduction herein in the context that the information is being disclosed in this announcement.

HBA was incorporated in the Republic of Singapore on 14 July 1989 and its principal activity is the provision of property management and property valuation services in Singapore. HBA has an issued and fully paid-up share capital of S\$271,355 consisting of 5,427,100 ordinary shares. Based on the unaudited financial statements of HBA for the financial year ended 31 December 2020 (“**FY2020**”), HBA recorded a net profit after tax of S\$167,172. The net asset of HBA as at 31 December 2020 was S\$772,119.

3. Information on the Vendors

Both Mr. Tang and Mr. Yip are directors of HBA, independent and unrelated third parties to the Company, its Directors and controlling shareholders or their respective associates. Mr Tang oversees HBA's property valuation business while Mr. Yip is in charge of HBA's property management business.

4. Rationale for the Acquisition

The Acquisition is in line with the Group's strategy to expand its range of services within its building management business division and aims to achieve synergies between HBA and the Group's current property valuation, property management and property agency services. The Board is of the view that the Acquisition would enlarge clientele and portfolio for the Group and thereby enable it to expand its market share and presence in Singapore.

5. Consideration

The total consideration amounting to S\$600,000 (the "**Consideration**") was negotiated on an arm's length basis between SRE and HBA, taking into account HBA's net assets, track records, reputation, customer base and in-depth knowledge in management of real estate industry. No independent valuation was commissioned in respect of the Acquisition. The Consideration will be funded by SRE's internal resources. As at the date of this announcement, SRE had provided a deposit, refundable should the Acquisition not be completed, to the Vendors amounting to an aggregate of S\$400,000 and will make the balance payment of S\$200,000 to the Vendors according to their respective Share Proportions upon completion.

6. Relative Figures for the Acquisition

The relative figures computed on the bases set out in Rule 1006 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") ("**Catalist Rules**") based on the latest announced audited financial statements of the Group and the management accounts of HBA for FY2020 are as follows:

Rule		Relevant figures
Rule 1006(a)	Net asset value of the assets to be disposed of, compared with the Group's net asset value	Not applicable
Rule 1006(b)	Net profits attributable to the assets acquired, compared with the Group's net profits ⁽¹⁾	3.4%
Rule 1006(c)	The aggregate value of the consideration, compared with the Company's market capitalisation ⁽²⁾	1.4%
Rule 1006(d)	The number of equity securities issued by the Company as consideration for an acquisition, compared with the number of equity securities previously in issue	Not applicable
Rule 1006(e)	The aggregate volume or amount of proved and probable reserves to be disposed of, compared with the aggregate of the Group's proved and probable reserves	Not applicable

Notes:

- (1) Based on the net profit before tax of the Group for FY2020 amounting to S\$4,951,000 and the net profit before tax of HBA amounting to S\$167,172.
- (2) Based on the aggregate consideration of S\$600,000 and the Company's market capitalisation of approximately S\$42,702,000 and the weighted average price of S\$0.17 as at 5 May 2021 (being the market day preceding the date of the SPA on which shares were traded).

As the relative figures computed under Rule 1006 are less than 5%, the Acquisition constitutes a "non-disclosable transaction" as defined in Chapter 10 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited.

7. Financial Effects of the Acquisition

The Acquisition is not expected to have any material impact on the net tangible assets per share or earnings per share of the Group for the current financial year ending 31 December 2021.

8. Interest of Directors and Controlling Shareholders of the Company

None of the Directors, or controlling shareholders of the Company and their respective associates has any interest, direct or indirect, in the Acquisition, other than through their respective shareholding interest (if any) in the Company.

By Order of the Board of Directors

Chin Mei Yang
Chief Executive Officer and Executive Director
7 May 2021

This announcement has been reviewed by the Company's sponsor SAC Capital Private Limited (the "**Sponsor**"). This announcement has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

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