

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Offeror or the Company nor is it a solicitation of any vote or approval in any jurisdiction.*

*This announcement is not for release, publication or distribution, in whole or in part, in, into or from any jurisdiction where to do so would constitute a violation of the applicable laws or regulations of such jurisdiction.*



**RAZER INC.**

雷蛇\*

(Incorporated in the Cayman Islands with limited liability) (Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 1337)

**OUROBOROS (I) INC.**

(Incorporated in the Cayman Islands with limited liability) (Incorporated in the Cayman Islands with limited liability)

## **JOINT ANNOUNCEMENT**

- (1) PROPOSAL FOR THE PRIVATISATION OF  
RAZER INC. BY THE OFFEROR  
BY WAY OF A SCHEME OF ARRANGEMENT  
UNDER SECTION 86 OF THE COMPANIES ACT**
- (2) PROPOSED WITHDRAWAL OF LISTING OF RAZER INC.**
- (3) EFFECTIVE DATE OF THE SCHEME**
- (4) WITHDRAWAL OF LISTING OF SHARES ON THE STOCK EXCHANGE  
AND**
- (5) PAYMENT UNDER THE SCHEME**

**Financial Adviser to the Offeror**

**CREDIT SUISSE** 

**Independent Financial Adviser to the Independent Board Committee**

**ANGLO CHINESE**   
CORPORATE FINANCE, LIMITED

## **INTRODUCTION**

Reference is made to:

- (i) the scheme document dated 30 March 2022 jointly issued by the Company and the Offeror in relation to, among other things, the Proposal, the Scheme and the RSU Proposal (the “**Scheme Document**”);
- (ii) the announcement jointly issued by the Company and the Offeror dated 26 April 2022 in relation to, amongst other things, the results of the Court Meeting and the General Meeting; and
- (iii) the announcement jointly issued by the Company and the Offeror dated 10 May 2022 in relation to, amongst other things, the sanction of the Scheme by the Grand Court.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Scheme Document.

Unless otherwise expressly stated, all references to dates and times contained in this announcement refer to Hong Kong dates and times.

## **EFFECTIVE DATE OF THE SCHEME AND THE RSU PROPOSAL**

The Scheme was sanctioned (without modification) by the Grand Court on Friday, 6 May 2022 (Cayman Islands time).

A copy of the order of the Grand Court sanctioning the Scheme was delivered to the Registrar of Companies in the Cayman Islands for registration on or by Wednesday, 11 May 2022 (Cayman Islands time) and was registered by the Registrar of Companies in the Cayman Islands on Wednesday, 11 May 2022 (Cayman Islands time).

All of the Conditions of the Scheme as set out in the section headed “Conditions of the Proposal” in the Explanatory Memorandum on pages 118 to 121 of the Scheme Document were fulfilled and the Scheme and the RSU Proposal became effective on Wednesday, 11 May 2022 (Cayman Islands time).

As from the Effective Date, each share certificate existing on the Scheme Record Date in respect of a holding of any number of Scheme Shares shall cease to be valid for any purpose as a document or evidence of title of Scheme Shares. Holders of such share certificates are not required to return such share certificates to the Company for cancellation.

## **PAYMENT UNDER THE SCHEME**

Cheques for the payment of the Cancellation Price under the Scheme will be despatched to the Scheme Shareholders as soon as possible but in any event on or before Friday, 20 May 2022.

## **WITHDRAWAL OF LISTING OF THE SHARES**

It is expected that the listing of the Shares on the Stock Exchange will be withdrawn with effect from 9:00 a.m. on Friday, 13 May 2022.

By order of the board of directors of  
**OUROBOROS (I) INC.**  
**Min-Liang TAN**  
*Director*

By order of the Board of  
**RAZER INC.**  
**Min-Liang TAN**  
*Chairman*

Singapore, 12 May 2022

*As at the date of this announcement, the Board consists of Mr. Min-Liang Tan as Chairman and executive Director, Mr. Tan Chong Neng as executive Director, Mr. Lim Kaling as non-executive Director, and Mr. Gideon Yu, Mr. Chau Kwok Fun Kevin and Mr. Lee Yong Sun as independent non-executive Directors.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than the information relating to the Offeror Group, the Founder Group and the CVC Network) and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this announcement (other than the opinions expressed by the directors of the Offeror, TopCo, MidCo, the TML HoldCos and CVC HoldCo, by Mr. Tan (in respect of himself and the Chen Family Trust Holding Companies) and by Mr. Lim (in respect of himself, the LKL HoldCos, Lim Teck Lee and ImmoBillari)) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the directors of each of the Offeror, MidCo and TopCo are Mr. Min-Liang Tan, Mr. Kaling Lim, Mr. Paul Robert Anderson, Mr. Jacobus Christiaan Van Der Spuy, Mr. Michal Stanislaw Pawlica, and Mr. Edward Michael Fletcher.*

*The directors of the Offeror, TopCo, and MidCo jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the Offeror Group and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this announcement by the respective directors of the Offeror, TopCo, and MidCo have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the sole director of each of Chen Family Trust SPV 1 and Chen Family Trust SPV 2 is Mr. Min-Liang Tan.*

*Mr. Tan accepts full responsibility for the accuracy of the information contained in this announcement in relation to himself, Chen Family Trust SPV 1, Chen Family Trust SPV 2 and the Chen Family Trust Holding Companies and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this announcement by him have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*Mr. Lim accepts full responsibility for the accuracy of the information contained in this announcement in relation to himself, the LKL HoldCos, Lim Teck Lee and ImmoBillari and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this announcement by him have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*As at the date of this announcement, the directors of CVC HoldCo are Carl John Hansen, Wendy Martin and Michal Stanislaw Pawlica and the directors of CVC Capital Partners Asia V Limited are Marc George Ledingham Rachman, Carl John Hansen, John Fredric Maxey, Victoria Emma Cabot and Jonathan George Wrigley.*

*The directors of CVC HoldCo and CVC Capital Partners Asia V Limited jointly and severally accept full responsibility for the accuracy of the information contained in this announcement in relation to the CVC Network and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement by the directors of CVC HoldCo have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statements in this announcement misleading.*

*\* For identification purposes only*