

Aviso de Derechos para emisoras del

FECHA: 19/04/2024

BOLSA MEXICANA DE VALORES, S.A.B DE C.V, INFORMA:

FOLIO DE REFERENCIA DEL EVENTO CORPORATIVO	226497
FOLIO DE REFERENCIA INDEVAL	711594C010
TIPO DE MENSAJE	Replace
COMPLETO / INCOMPLETO	COMPLETE
CONFIRMADO / NO CONFIRMADO	CONFIRMED

CLAVE DE COTIZACIÓN	BDL
RAZÓN SOCIAL	BORAL LIMITED
SERIE	N
ISIN	AU000000BLD2
MERCADO PRINCIPAL	AUSTRALIAN SECURITIES EXCHANGE

TIPO DE EVENTO	TENDER/ACQUISITION/TAKEOVER/PURCHASE OFFER
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MANDATORIO / OPCIONAL / VOLUNTARIO	Voluntary
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OPCIÓN	999
TIPO	NoAction
DEFAULT	true

NOTA	
TAKE NO ACTION	

OPCIÓN	1
TIPO	CashAndSecurity
DEFAULT	false

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TRANSACCIÓN	Cash Movement
CREDIT / DEBIT	Credit

TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Debit

VALORES A RECIBIR	AU000000BLD2

TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Credit

RATIO	NewToOld
	0.1116 / 1
VALORES A RECIBIR	AU000000SVW5

NOTA
Standard acceptance: Holders may receive AUD 1.44 of cash consideration and 0.1116 Seven Group shares for every one Boral share surrendered.

OPCIÓN	2
TIPO	CashAndSecurity
DEFAULT	false

TRANSACCIÓN	Cash Movement
CREDIT / DEBIT	Credit

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TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Debit

VALORES A RECIBIR	AU000000BLD2

TRANSACCIÓN	Securities Movement
CREDIT / DEBIT	Credit

RATIO	NewToOld
	0.1116 / 1
VALORES A RECIBIR	AU000000SVW5

NOTA
Acceptance facility : Holders may receive AUD 1.44 and 0.1116 Seven Group shares for every one Boral share surrendered if the conditions for the First Consideration Increase fulfilled

NOTAS DEL EVENTO CORPORATIVO

NOTA
(18/04/2024) VENDOR TEXT: AUCA Data Item CURRENT TAKEOVER (UPDATE) Date Entered 20 Feb 2024 Type of Takeover Off-Market Target Issuer BORAL LIMITED. Bidder Entity Name SEVEN GROUP HOLDINGS LIMITED (SVW) Consideration Type Cash and Scrip Cash Consideration (AUD) Consideration Type Cash and Scrip Scrip Consideration SVW Number of New Securities 0.1116 Per Target Security 1 Fractional Entitlement 0.5 or More Rounded Up
(15/04/2024) Event Revised: April 12, 2024 Expiration Date Extended and offer price increased. Boral shareholders who accept will now receive AUD 1.7 cash and 0.116 SGH shares per Boral share and cash consideration correspondingly reduced by AUD 0.26 for shareholders who accept after the dividend record date (18 April 2024). Shareholders who have already accepted the offer will receive the additional AUD 0.2 per share consideration in 7 business days. Date Entered 20.FEB.2024 Type of Takeover Off. Market Target Issuer BORAL LIMITED. Bidder Entity Name SEVEN GROUP HOLDINGS LIMITED (SVW) Offer Close Date 15.MAY.2024 Consideration Description Boral Shareholders who accept after the Boral Dividend record date will therefore now be 0.1116 SGH Shares, plus AUD1.44 in cash in addition to the 26 cents per share Boral Dividend Boral Shareholders who accept after the Boral

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Dividend record date will therefore now be 0.1116 SGH Shares, plus AUD1.44 in cash in addition to the 26 cents per share Boral Dividend

(12/04/2024)

AUCA 002 Letter from the Bid Response Committee of the Boral Board You have recently received a Bidder's Statement from Network Investment Holdings Pty Limited (SGH Bidder), a wholly owned subsidiary of Seven Group Holdings Limited (SGH), containing an offer to acquire all of your shares in Boral (the SGH Offer). This Target's Statement sets out Boral's formal response to the SGH Offer. SGH Bidder is offering Boral Shareholders consideration of 0.1116 SGH Shares and AUD1.50 cash for each Boral Share (the Minimum Consideration). SGH Bidder has stated that the Minimum Consideration will be increased by up to AUD0.20 per Boral Share, if certain triggers are satisfied. These are. The Offer Consideration will be increased by AUD0.10 per Boral Share in cash if one or both of the following occur. SGH Bidder receives acceptances under the SGH Offer to reach an aggregate interest in Boral Shares of 80 PCT or more, or the Boral Board, excluding Ryan Stokes and Richard Richards, unanimously recommends that Boral Shareholders accept the SGH Offer. The Offer Consideration will increase by a further AUD0.10 per Boral Share in cash if SGH Bidder receives acceptances under the SGH Offer sufficient to reach compulsory acquisition by achieving voting power of 90.6 PCT or more in Boral Shares. If both of these increases occur, then the Offer Consideration from SGH Bidder would be 0.1116 SGH Shares and AUD1.70 cash for each Boral Share (the Maximum Consideration). Based on the value of SGH Shares at the close of trading on 18 March 2024, being the last practicable trading date prior to the date of this Target's Statement (Last Practicable Date), the Minimum Consideration had an implied value of AUD6.07. The Boral Board has established a Bid Response Committee (BRC) for the purposes of responding to the SGH Offer. The BRC is chaired by Robert Sindel as Lead Independent Director and comprises all Boral directors other than the SGH nominees. The recommendations in this Target's Statement are provided by the BRC members.

(04/04/2024)

VENDOR TEXT:

AUCA 0067 Takeover Offer by Seven Group in relation to Boral Limited Notice of Extension of Offer Period We refer to the off-market takeover bid by Network Investment Holdings Pty Ltd ACN 078448 512 (SGH Bidder), a wholly-owned subsidiary of Seven Group Holdings Limited, for all the ordinary shares in Boral Limited (Boral) contained in its Bidder's Statement (as replaced and dispatched on 4 March 2024 and supplemented on 4 March 2024 and 26 March 2024) (the Offer). We enclose a notice, pursuant to section 650D of the Corporations Act 2001 (Cth), that SGH Bidder has varied its Offer to extend the offer period under its Offer (Notice). The Offer is now scheduled to close at 7.00pm (Sydney) on 18 April 2024 (unless extended). A copy of the Notice will be given to Boral and each Boral shareholder as required under the Corporations Act

(04/04/2024)

If the first consideration increase occurs, the cash component would be AUD 1.6 per share rather than AUD 1.5.
If the first consideration did not occur and the cash component remained at AUD 1.5, the acceptance would not take effect.

The offer consideration would increase by a further AUD 0.1 in cash per Boral share if SGH bidder reached the 90.6% compulsory acquisition threshold.

If both of these increases occur, the offer consideration would be 0.1116 SGH shares and AUD 1.7 cash for each Boral shares, representing aggregate value of AUD 6.25 Boral shares as at the Announcement Date (Maximum Consideration).

(19/03/2024)

AUCA 002 Letter from the Bid Response Committee of the Boral Board You have recently received a Bidder's Statement from Network Investment Holdings Pty Limited (SGH Bidder), a wholly owned subsidiary of Seven Group Holdings Limited (SGH), containing an offer to acquire all of your shares in Boral (the SGH Offer). This Target's Statement sets out Boral's formal response to the SGH Offer. SGH Bidder is offering Boral Shareholders consideration of 0.1116 SGH Shares and AUD1.50 cash for each Boral Share (the Minimum Consideration). SGH Bidder has stated that the Minimum Consideration will be increased by up to AUD0.20 per Boral Share, if certain triggers are satisfied. These are. The Offer Consideration will be increased by AUD0.10 per Boral Share in cash if one or both of the following occur. SGH Bidder receives acceptances under the SGH Offer to reach an aggregate interest in Boral Shares of 80 PCT or more, or the Boral Board, excluding Ryan Stokes and Richard Richards, unanimously recommends that Boral Shareholders accept the SGH Offer. The Offer Consideration will increase by a further AUD0.10 per Boral Share in cash if SGH Bidder receives acceptances under the SGH Offer sufficient to reach compulsory acquisition by achieving voting power of 90.6 PCT or more in Boral Shares. If both of these increases occur, then the Offer Consideration from SGH Bidder would be 0.1116 SGH Shares and AUD1.70 cash for each Boral Share (the Maximum Consideration). Based on the value of SGH Shares at the close of trading on 18 March 2024, being the last practicable trading date prior to the date of this Target's Statement (Last Practicable Date), the Minimum Consideration had an

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implied value of AUD6.07. The Boral Board has established a Bid Response Committee (BRC) for the purposes of responding to the SGH Offer. The BRC is chaired by Robert Sindel as Lead Independent Director and comprises all Boral directors other than the SGH nominees. The recommendations in this Target's Statement are provided by the BRC members.

(05/03/2024)

The offer is only offered to shareholders with a registered address in Australia. The offer is not applicable to holders in the United States or acting for the account or benefit of a person in the United States. Foreign shareholders will receive cash for their entitlement instead.

AUCA Data Item CURRENT TAKEOVER (UPDATE) Date Entered 20.Feb.2024 Type of Takeover Off Market Target Issuer BORAL LIMITED. Bidder Entity Name SEVEN GROUP HOLDINGS LIMITED (SVW) Bidder Broker Details Not Applicable Bidder's Statement Mailing Date 04.MAR.2024 Offer Open Date 04.MAR.2024 Unconditional Date 04.MAR.2024 Offer Close Date 04.APR.2024 Status of Takeover Unconditional)

AUCA 43 Takeover bid by Seven Group Holdings Limited for Boral Limited second supplementary bidder's statement and notice that defeating condition to takeover bid freed We refer to the off market takeover bid by Network Investment Holdings Pty Ltd ACN 078 448 512 (SGH Bidder), a wholly owned subsidiary of Seven Group Holdings Limited ACN 142 003 469, for all the ordinary shares in Boral Limited ACN 008 421 761 announced on 19 February 2024 (Offer). We enclose, by way of service pursuant to section 647(3)(a) of the Corporations Act 2001 (Cth) (Corporations Act), a copy of SGH Bidder's second supplementary bidder's statement dated 4 March 2024, which supplements or amends the replacement bidder's statement dated 4 March 2024. We also enclose, by way of service pursuant to sections 650F(3)(a) of the Corporations Act 2001 a notice declaring that the Offer has been freed from all remaining defeating conditions. The Offer is currently scheduled to close at 7.00pm (Sydney time) on 4 April 2024 Second Supplementary Bidder's Statement by Network Investment Holdings Pty Limited (ACN078 448 512), a wholly owned subsidiary of Seven Group Holdings Limited (ACN 142 003 469), in relation to its off market takeover bid for all of the ordinary shares in Boral Limited (ACN 008 421 761). Offer declared unconditional Pursuant to section 9.8(a) of the Bidder's Statement and section 650F of the Corporations Act, SGH Bidder has announced that the Offer is now free from all Conditions. Shareholders who accept the Offer will now be issued SGH Shares and sent payment within 7 Business Days Improved payment terms SGH is pleased to announce that it has improved the payment terms under the Offer. If you accept the Offer in accordance with the instructions contained in the Offer, you will be issued SGH Shares and sent payment within 7 Business Days from the date on which you accept the Offer. 4 Shareholder acceptance facility 4.1 Overview SGH Bidder has established an acceptance facility that is open to all Boral Shareholders to facilitate the receipt of their acceptances of the Offer (Facility). The Facility enables Boral Shareholders to indicate their intention to accept the Offer without being obliged to do so until the First Consideration Increase is effective. Asset out in section 5.1 of the Bidder's Statement, the Offer Consideration will be increased in certain circumstances. (a) First Consideration Increase. the cash component of the Offer Consideration will be increased by AUD0.10 per Boral Share if one or both of the following occur. (1) SGH Bidder receives acceptances under the Offer sufficient to increase its aggregate interest in Boral Shares to 80PCT or more prior to close of the Offer or (2) the Boral Board (excluding the SGH nominee directors, Mr Stokes and Mr Richards) unanimously recommend that Boral Shareholders accept the Offer. (b) Second Consideration Increase. the cash component of the Offer Consideration will be increased by a further AUD0.10 per Boral Share if. (1) SGH Bidder receives acceptances under the Offer sufficient to increase its voting power in Boral Shares to 90.6PCT or more prior to close of the Offer, being the point at which SGH Bidder may proceed to compulsorily acquire the Boral Shares not accepted under the Offer under Part 6A.1 of the Corporations Act. If the First Consideration Increase and the Second Consideration Increase occur, Boral Shareholders would receive 0.1116 SGH Shares and AUD1.70 cash per Boral Share. 4.2 Operation of the Facility The Facility is operated by Computershare Clearing Pty Limited ACN 063 826 228, an independent third party acceptance facility operator (Acceptance Facility Agent). The Facility will be operated by the Acceptance Facility Agent in accordance with the Facility terms of appointment (Terms of Appointment). The Facility will operate as follows. (a) If you decide to participate in the Facility, you will provide to the Acceptance Facility Agent a duly completed appointment of Acceptance Facility Agent form (Appointment Form), together with. (1) if you are the registered shareholder of your Boral Shares, a duly completed acceptance and transfer form for the Offer in respect of some or all your Boral Shares (Acceptance Form) or (2) if your Boral Shares are held by a custodian (such as a nominee) (Custodian), a duly completed and executed direction to your Custodian to accept the Offer in respect of some or all your Boral Shares (Custodian Direction), (collectively, the Acceptance Instructions). (b) The Acceptance Facility Agent will hold the completed Acceptance Form and or Custodian Direction in accordance with the terms set out in the Appointment Form. (c) SGH Bidder may deliver a letter to the Acceptance Facility Agent (Confirmation Letter) confirming that one or both of the following have occurred. (1) SGH Bidder has received acceptances under the Offer sufficient to increase its aggregate interest in Boral Shares to 80PCT or more prior to close of the Offer or (2) the Boral Board, (excluding the SGH nominee directors, Mr Stokes and Mr Richards), unanimously recommend that Boral Shareholders accept the Offer, (collectively, the First Consideration Increase Conditions). (d) SGH Bidder will not provide the Confirmation Letter to the Acceptance Facility Agent unless one or both of the First Consideration Increase Conditions has been satisfied. For this purpose, SGH Bidder's aggregate interest will be calculated based on the sum of. (1) the voting power in Boral which SGH discloses, including any swap interest which requires disclosure under section 671B(7) of the Corporations Act even though it does not convey a relevant interest by virtue of section 609(6) of the Corporations Act and (2) the number of Boral Shares in respect of which Acceptance Instructions have been received under the Facility (as advised by the Acceptance Facility Agent to SGH Bidder). (e) Upon the Acceptance Facility Agent receiving the Confirmation Letter from SGH Bidder, the Acceptance Facility Agent will, as soon as is reasonably practicable, deliver (as appropriate). (1) the Acceptance Form to Boardroom Pty Limited (in the case of Issuer Sponsored Holdings) or to the relevant Controlling Participant (in the case of CHESS Holdings) or (2) the Custodian Direction to the relevant Custodian(s). (f) You will retain all rights and control over your Boral Shares and, in particular, will be able to withdraw your Acceptance Form or Custodian Direction simply by submitting a withdrawal notice to the Acceptance Facility Agent in writing (including by email) (Withdrawal Notice). The Acceptance Facility Agent must return the Acceptance Instructions to the Boral Shareholder promptly upon. (1) receipt of a written request (by email) from you at any time prior to the Acceptance Facility Agent receiving the Confirmation Letter from SGH Bidder or

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(2) SGH Bidder terminating its arrangements with the Acceptance Facility Agent in respect of the Facility. AUCA 03 SGH Bidder will commence dispatch of its Replacement Bidders Statement to Boral Shareholder son 4 March 2024. The Offer opens on 4 March 2024 and is scheduled to close at 7.00pm (Sydney time) on 4 April 2024 (unless extended or withdrawn). On behalf of Seven Group Holdings Limited (SGH), I am pleased to enclose an offer to merge SGH with Boral (Merger Offer or Offer). Under the Merger Offer, SGH Bidder, a wholly owned subsidiary of SGH, would acquire all of your Boral Shares for 0.1116 SGH Shares for each Boral Share and AUD1.50 cash (the Minimum Considerati).

(04/03/2024)

The offer consideration will be increased by AUD 0.1 in cash per Boral share if one of both of the following occur: SGH bidder reaches an aggregate interest of 80% or more, or the Boral board unanimously recommends that Boral shareholders accept.

The offer consideration would increase by a further AUD 0.1 in cash per Boral share if SGH bidder reached the 90.6% compulsory acquisition threshold.

If both of these increases offer, the offer consideration would be 0.1116 SGH shares and AUD 1.7 cash for each Boral shares, representing aggregate value of AUD 6.25 Boral shares as at the Announcement Date (Maximum Consideration).

The offer consideration will be increased by AUD 0.1 in cash per Boral share if one of both of the following occur: SGH bidder reaches an aggregate interest of 80% or more, or the Boral board unanimously recommends that Boral shareholders accept.

The offer consideration would increase by a further AUD 0.1 in cash per Boral share if SGH bidder reached the 90.6% compulsory acquisition threshold.

If both of these increases offer, the offer consideration would be 0.1116 SGH shares and AUD 1.7 cash for each Boral shares, representing aggregate value of AUD 6.25 Boral shares as at the Announcement Date (Maximum Consideration).