

RULE 1.3/1.4 - PROFORMA APPLICATION ANNOUNCEMENT

<p>Please submit the form by email in an MS Word document to aqseeregulation@aqis.eu. ANNOUNCEMENT OF APPLICATION FOR ADMISSION TO THE AQSE GROWTH MARKET</p>		
APPLICANT NAME:		
Boanerges Limited		
APPLICANT REGISTERED OFFICE, PRINCIPLE PLACE OF BUSINESS (IF DIFFERENT) AND TELEPHONE NUMBER:		
C/O CCS Trustees Limited, Mandar House, 3 rd Floor, Johnson's Ghut, Tortola, British Virgin Islands Telephone: + 44 207 183 7407		
DIRECTORS AND PROPOSED DIRECTORS (IF APPLICABLE):		
Richard Griffiths (<i>Chief Executive Officer</i>) Oana Crisan (<i>Non-Executive Director</i>) Oliver Egerton-Vernon (<i>Non-Executive Director</i>) Andrew Jason Fearon (<i>Non-Executive Director</i>)		
APPLICANT SECTOR:		
Financial Services		
DESCRIPTION OF THE APPLICANT AND ITS ACTIVITIES:		
The Directors believe that an opportunity exists to acquire and consolidate holdings in SMEs operating in the technology sector, with the intention of creating value for Shareholders. Initially, the Company's focus will be searching for companies which are based in the UK or Europe where there may be a number of opportunities to acquire interests in undervalued or pre-commercialisation technologies, or current commercialisation technologies, which when applied, produce cost saving or revenue enhancement for customers. Technology company acquisitions may include those involved in Big Data, Machine Learning, Telematics and Internet of Things sectors. Early acquisition of these innovative technologies should provide maximum returns for Shareholders.		
NAME OF AQSE CORPORATE ADVISER:		
Peterhouse Capital Limited		
NUMBER, CLASS AND PAR VALUE OF SECURITIES TO BE ADMITTED:		
54,750,001 Ordinary Shares of no par value		
SECURITIES IN PUBLIC HANDS AS A PERCENTAGE OF THE TOTAL NUMBER OF SECURITIES IN ISSUE (excluding securities held in treasury):		
12.79%		
SHAREHOLDERS HOLDING MORE THAN FIVE PER CENT OF THE APPLICANT'S SHARE CAPITAL OR VOTING RIGHTS PRE- AND POST-ADMISSION:		
PRE-ADMISSION	SHARES	%
Richard Griffiths	39,250,001	75.10%
John Story	5,250,000	10.00%
POST-ADMISSION		
Richard Griffiths	39,250,001	71.69%

John Story	7,750,000	14.16%
TIMETABLE FOR ANY OFFER OF TRANSFERABLE SECURITIES TO THE PUBLIC:		
N/A		
THE EXPECTED ADMISSION DATE:		
17 May 2021		
WEBSITE ADDRESS WHERE INVESTOR INFORMATION WILL BE AVAILABLE FOR INSPECTION:		
www.boanergesltd.com		
<i>In respect of a fast-track applicant, the following information should also be included:</i>		
NAME OF MARKET ON WHICH THE APPLICANT'S SECURITIES ARE CURRENTLY TRADED:		
N/A		
ARRANGEMENTS FOR THE SETTLEMENT OF TRANSACTIONS IN THE APPLICANT'S SECURITIES:		
N/A		
DETAILS OF ANY LOCK-IN ARRANGEMENTS:		
N/A		
DETAILS OF THE LEGAL OR REGULATORY REQUIREMENTS IN THE APPLICANT'S HOME COUNTRY REGARDING THE CONDUCT OF TAKEOVERS AND THE ACQUISITION OF SIGNIFICANT VOTING RIGHTS TO WHICH THE APPLICANT IS SUBJECT:		
N/A		
<i>In respect of an update to a prior application announcement, the date of the original announcement should also be disclosed as follows:</i>		
UPDATE TO A PRIOR APPLICATION ANNOUNCEMENT RELEASED ON:		
N/A		