ICP LTD.
(Company Registration No.:196200234E)
(Incorporated in Singapore)

CONDITIONAL EXIT OFFER FOR THE PROPOSED VOLUNTARY DELISTING OF ICP LTD.

RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 9 JUNE 2025

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1. INTRODUCTION

1.1 The board of directors (the "**Board**") of ICP Ltd. (the "**Company**") refers to:

(a) the joint announcement dated 19 April 2025 (the "**Joint Announcement**") issued by Mr. Aw Cheok Huat (the "**Offeror**") and the Company, stating that the Offeror has presented to the Board a formal proposal (the "**Delisting Proposal**") to seek the voluntary delisting of the Company (the "**Delisting**") from the Official List of the Catalist Board of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") pursuant to Rules 1307 and 1308 of the SGX-ST Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**") and, under the Delisting Proposal the Offeror, will make an exit offer (the "**Exit Offer**"), in cash at S$0.009 per Offer Share (as defined below) to acquire all the issued and paid-up ordinary shares in the capital of the Company (the "**Shares**") other than those already owned, controlled or agreed to be acquired by the Offeror and the parties acting in concert with him as at the date of the Exit Offer (the "**Offer Shares**");

(b) the exit offer letter dated 16 May 2025 in connection with the Exit Offer (the "**Exit Offer Letter**"), issued by the Offeror, together with the Acceptance Forms;

(c) the delisting circular dated 16 May 2025 issued by the Company to the shareholders of the Company (the "**Shareholders**") in connection with the Exit Offer and the Delisting (the "**Circular**"); and

(d) the notice of extraordinary general meeting ("**Notice of EGM**") dated 16 May 2025.

1.2 Unless otherwise defined, capitalised terms used in this announcement (the "**Announcement**") shall bear the same meanings as set out in the Circular.

RESULTS OF THE EXTRAORDINARY GENERAL MEETING

2.1 Pursuant to Rule 704(15) of the Catalist Rules, the Board wishes to announce that, the Delisting Resolution set forth in the Notice of EGM was duly approved and passed by the Shareholders by way of poll in accordance with the requirements of Rule 1307 of the Catalist Rules at the extraordinary general meeting ("**EGM**") of the Company held on 9 June 2025. The results of the poll on the resolution put to vote at the EGM were as follows:

Resolution and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)[1]	Number of Shares	As a percentage of total number of votes for and against the resolution (%)[1]
Delisting Resolution Approval for the voluntary delisting of the Company pursuant to Catalist Rules 1307 and 1308	529,383,329	463,709,785	87.59	65,673,544	12.41

Note:

(1) Rounded to the nearest two (2) decimal places.

2.2 **Details of Parties who are required to abstain from voting on the Delisting Resolution, including the number of Shares held and the individual resolution on which they are required to abstain from voting:**

Pursuant to Rule 1307 of the Catalist Rules, the Offeror and parties acting in concert with him in connection with the Exit Offer (the "**Offeror Concert Party Group**") below are required to abstain from voting on the Delisting Resolution.

Resolution and details	Shareholder who is part of the Offeror Concert Party Group and are required to abstain from voting	Number of ordinary shares in the share capital of the Company held by the shareholder
Delisting Resolution Approval for the voluntary delisting of the Company pursuant to Catalist Rules 1307 and 1308	Offeror	1,910,252,777
	Mr. Aw Ming-Yao Marcus	101,434,857

Save for the foregoing, no other persons were required to abstain from voting on the above Delisting Resolution tabled at the EGM of the Company held on 9 June 2025.

2.3 **Scrutineer for the EGM**

Gong Corporate Services Pte. Ltd. was appointed as the scrutineer for the EGM.

3. EVENTS TO FOLLOW AFTER PASSING OF THE DELISTING RESOLUTION

3.1 As the Delisting Resolution has been passed at the EGM, the Exit Offer has become unconditional in all respects as at the date of this Announcement.

3.2 The Delisting will be conditional upon the SGX-ST Approval. The Company will, through its Sponsor, submit an application in respect of the Delisting to the SGX-ST in due course.

3.3 **Shareholders should note that approving the Delisting Resolution at the EGM does not automatically mean that you have accepted the Exit Offer and acceptances of the Exit Offer should be tendered by the close of the Exit Offer. The Exit Offer will remain open until 5.30 p.m. (Singapore time) on 23 June 2025, or such later time(s) and date(s) as may be announced from time to time by or on behalf of the Offeror.**

4. DIRECTORS' RESPONSIBILITY STATEMENT

The directors of the Company (including any who may have delegated supervision of this Announcement) have taken all reasonable care to ensure the facts stated and all opinions expressed herein (other than those relating to the Delisting Proposal and the Exit Offer, the Offeror and persons acting in concert with him, including the Relevant Persons, each as defined in the Circular) are fair and accurate, and where appropriate, no material facts have been omitted, the omission of which would make any statement in this Announcement misleading and they hereby collectively and individually accept full responsibility.

Where information in this Announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the directors of the Company has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Announcement in its proper form and context.

By Order of the Board

Ong Min'er
Financial Controller

9 June 2025

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*This announcement has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange 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.*

The contact person for the Sponsor is Mr. Khong Choun Mun at 36 Robinson Road, #10-06 City House, Singapore 068877, Email: sponsor@rhtgoc.com.