



5E RESOURCES LIMITED
(Company Registration No. 202136285K)
(Incorporated in Singapore)

PROPOSED ACQUISITION BY GREENEDGE SDN. BHD. OF ALL THE ISSUED ORDINARY SHARES IN THE CAPITAL OF 5E RESOURCES LIMITED (OTHER THAN TREASURY SHARES AND SHARES HELD BY THE OFFEROR CONCERT PARTY GROUP) BY WAY OF A SCHEME OF ARRANGEMENT

NOTICE OF COURT HEARING DATE TO SANCTION THE SCHEME

1. INTRODUCTION

The board of directors (the "**Board**" or "**Directors**") of 5E Resources Limited (the "**Company**") refers to:

- (a) the scheme document electronically despatched on 7 January 2025 ("**Scheme Document**") to the shareholders of the Company ("**Shareholders**") in relation to the proposed acquisition (the "**Acquisition**") of all the issued and fully paid-up ordinary shares in the capital of the Company (the "**Shares**") by GreenEdge Sdn. Bhd. (the "**Offeror**"), other than treasury Shares held by the Company and Shares held by the Offeror Concert Party Group (as defined in the Scheme Document), which will be effected by way of a scheme of arrangement (the "**Scheme**") in accordance with Section 210 of the Companies Act 1967 of Singapore (the "**Companies Act**") and the Singapore Code on Take-overs and Mergers (the "**Code**"); and
- (b) the announcements dated:
 - (i) 18 October 2024 made by the Company titled " *Holding Announcement* ";
 - (ii) 25 October 2024 made by the Company and the Offeror in relation to the Acquisition of all the Shares by the Offeror, other than treasury Shares held by the Company and Shares held by the Offeror Concert Party Group, which will be effected by way of a Scheme in accordance with Section 210 of the Companies Act and the Code;
 - (iii) 1 November 2024 made by the Company in relation to the appointment by the Company of W Capital Markets Pte. Ltd. as the independent financial adviser to advise the directors of the Company who are considered independent for the purposes of the Scheme;
 - (iv) 10 December 2024 made by the Company in relation to the hearing date of the application in HC/OA 1266/2024 ("**Scheme Meeting Application**") that had been filed with the Court (as defined in the Scheme Document) for leave to convene the Scheme Meeting (as defined in the Scheme Document) in the manner set out in the Scheme Meeting Application;
 - (v) 24 December 2024 made by the Company in relation to the Court granting leave to the Company to convene the Scheme Meeting for the purposes of considering and, if thought fit, approving the Scheme; and
 - (vi) 22 January 2025 made by the Company in relation to the approval of the Scheme by the requisite majority of the Shareholders at the Scheme Meeting held on 22 January 2025.

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

2. NOTICE OF COURT HEARING DATE TO SANCTION THE SCHEME

- 2.1 As stated in the Scheme Document, upon the Scheme being approved by a majority in number of Shareholders present and voting, either in person or by proxy, at the Scheme Meeting, such majority representing not less than three-fourths in value of the Shares voted at the Scheme Meeting, an application will be made to the Court by the Company for the sanction of the Scheme.
- 2.2 In light of the approval by the Shareholders at the Scheme Meeting held on 22 January 2025, the Company wishes to announce that:
- (a) it has filed summons HC/SUM 223/2025 in HC/OA 1266/2024 (the "**Scheme Sanction Application**") on 23 January 2025 in the Court to apply for an order for sanction of the Scheme (the "**Court Sanction**"); and
 - (b) the Court has directed that the Scheme Sanction Application be fixed for hearing at 10.00 a.m. (Singapore time) on 7 February 2025¹.
- 2.3 Subject to the grant of the Court Sanction and the satisfaction (or where applicable, waiver) of all the Scheme Conditions in accordance with the terms of the Implementation Agreement, the Scheme will become effective and binding upon the lodgement of the Scheme Court Sanction with ACRA.
- 2.4 A copy of the Scheme Sanction Application will be made available for inspection during normal business hours at the registered office of the Company at 36 Robinson Road, #20-01 City House, Singapore 068877 from the date of this Announcement up to (and including) 7 February 2025.

3. INDICATIVE TIMELINE FOR THE SCHEME

Subject to the grant of the Court Sanction on 7 February 2025, Shareholders should note the updated dates for the following events:

Date of Court hearing of the Scheme Sanction Application (" Court Hearing Date ")	: 7 February 2025
Expected last day of trading of the Shares	: On or around 11 February 2025
Expected Record Date	: On or around 20 February 2025, 5.00 p.m. ⁽¹⁾
Expected Effective Date	: On or around 21 February 2025 ⁽²⁾
Expected date for payment of the Scheme Consideration	: On or prior to 4 March 2025
Expected date for the Delisting of the Shares	: On or around 6 March 2025 ⁽³⁾

¹ Any Shareholder who wishes to attend the hearing in respect of the Scheme Sanction Application is requested to inform the Company's solicitors, Rajah & Tann Singapore LLP of 9 Straits View #06-07, Marina One West Tower, Singapore 018937 by way of notice in writing of its intention to do so by no later than 5.30 p.m. on 4 February 2025. The written notice should include the following information: (a) the full name of the person attending the hearing; (b) if the person attending is not a Shareholder, the full name of the Shareholder whom said person is representing; and (c) whether the person attending intends to support or has objections to the Scheme Sanction Application and make oral submissions at the hearing and, if so, an estimate of the time required for oral submissions.

Notes:

- (1) The expected Record Date is conditional upon the SGX-ST waiver of Rule 704(24) of the Catalist Rules.
- (2) On the basis that all the Scheme Conditions have been satisfied (or, where applicable, waived) in accordance with the Implementation Agreement and the Court Order is lodged with ACRA pursuant to Section 210(5) of the Companies Act by the Company on a date to be reasonably agreed between the Parties falling within seven Business Days from the Record Date. The Scheme will only become effective if all the Scheme Conditions have been satisfied (or, where applicable, waived) in accordance with the Implementation Agreement and a copy of the Court Order has been lodged with ACRA.
- (3) The Delisting is conditional upon the SGX-ST Delisting Approval.

Save for the Court Hearing Date, the above dates are indicative only and are subject to the grant of the Court Sanction on the Court Hearing Date. Please refer to future announcement(s) by the Company and/or SGX-ST for the exact dates of these events.

4. DIRECTORS' RESPONSIBILITY STATEMENT

The directors of the Company (including any who may have delegated detailed supervision of the preparation of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement which relate to the Company (excluding information relating to the Offeror or any opinion expressed by the Offeror) are fair and accurate and that, where appropriate, no material facts which relate to the Company have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading, and the directors of the Company jointly and severally accept responsibility accordingly.

Where any information in this Announcement (including information which relates to the Company) has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror, the sole responsibility of the directors of the Company has been to ensure that, through reasonable enquiries, such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement in its proper form and context. The directors of the Company do not accept any responsibility for any information relating to the Offeror or any opinion expressed by the Offeror.

By Order of the Board

Lim Te Hua
Executive Director and Chief Executive Officer
28 January 2025

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 document, including the correctness of any of the statements or opinions made or reports contained in this document.

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