USP GROUP LIMITED
(Company Registration No.: 200409104W)
Incorporated in the Republic of Singapore

CANCELLATION OF SHARES PURSUANT TO ORDER OF COURT

The Board of Directors ("**the Board**") of USP Group Limited ("**the Company**") refers to (i) page 39, page 90 (Note 20), page 99 (Notes 29(i) and 29(ii)), page 128, page 129 of the Company's Annual Report dated 13 February 2022 ("**the Annual Report**") in relation to the two (2) legal actions on the 7.4 million shares issued by the Company to its former Chief Executive Director, Dr Lim Boh Soon ("**Dr Lim**") in HC/S 115/2020 ("**S115**") and HC/S 116/2020 ("**S116**") (collectively "**the legal actions**") and (ii) the Company's notice of annual general meeting ("**AGM**") released on 13 February 2022 in relation to the Company's AGM to be held by electronic means on 28 February 2022 at 11.00 a.m.

The Company wishes to inform the shareholders that the legal actions have been concluded and that an Order was made, by consent, on 18 January 2022 ("**the Consent Order**").

Pursuant to the Consent Order, Dr Lim is required to return his 7.4 million shares ("**the shares**") to the Company by 8 February 2022 and that the Company shall cause to cancel the shares within thirty (30) days of Dr Lim's return of the shares. Pending the return and cancellation of shares, Dr Lim and the Company are not to deal with the shares in any other way, including for voting purposes. Accordingly, the Company will not be using the shares for voting purposes.

The Board wishes to state that the scrutineers for the AGM will be asked to certify, after tallying the votes cast in the AGM that the voting rights in respect of the shares have not been exercised in the AGM. The Company will make further announcement after the AGM of such a certification together with the results of the AGM.

With reference to pages 128 and 129 of the Annual Report which states the substantial shareholders as at 14 January 2022, the Board wishes to update that Dr Lim is no longer a substantial shareholder of the Company as at the date of the Consent Order. The Company has submitted the relevant documents to Central Depository (Pte) Limited ("**CDP**") to effect the transfer of the shares from Dr Lim back to the Company on 10 February 2022. As at the date of this announcement, the application for the transfer of the shares is pending approval and the shares have not been credited into the Company's CDP account.

The Company will continue to keep shareholders updated and informed as and when there are material developments on the cancellation of the shares.

BY ORDER OF THE BOARD

Tanoto Sau Ian
Executive Director and Chief Executive Officer
20 February 2022