



SPINDEX INDUSTRIES LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration No.: 198701451M)

PROPOSED ACQUISITION BY SKYLINE II PTE. LTD. OF ALL THE SHARES IN THE ISSUED SHARE CAPITAL OF SPINDEX INDUSTRIES LIMITED BY WAY OF A SCHEME OF ARRANGEMENT

RESULTS OF THE COURT MEETING HELD ON 18 DECEMBER 2025

1. INTRODUCTION

The board of directors (the "**Board**") of Spindex Industries Limited (the "**Company**") refers to:

- (a) the scheme document dated 3 December 2025 (the "**Scheme Document**") issued by the Company to the shareholders of the Company (the "**Shareholders**") for the proposed acquisition (the "**Proposed Acquisition**") by the Offeror of all of the issued and paid-up ordinary shares in the capital of the Company (the "**Shares**") held by the Shareholders, 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**");
- (b) the announcement dated 21 November 2025 made by the Company, in relation to the granting of leave by the High Court of the Republic of Singapore to the Company to convene the meeting of the Shareholders to approve the Scheme (the "**Court Meeting**"); and
- (c) the notice of Court Meeting dated 3 December 2025 (the "**Notice of Court Meeting**") and the resolution set out therein (the "**Scheme Resolution**").

*Unless otherwise defined herein, capitalised terms used in this announcement (the "**Announcement**") shall bear the same meaning ascribed to them in the Scheme Document.*

2. RESULTS OF THE COURT MEETING

2.1. Results of the Court Meeting

The Board wishes to announce that, at the Court Meeting convened pursuant to an order of Court dated 21 November 2025 and held in a wholly physical format at The Chevrons, Rose Room Level 3, 48 Boon Lay Way, Singapore 609961, on Thursday, 18 December 2025 at 10:30 a.m., the Shareholders have, by a majority in number of the Shareholders present and voting, either in person or by proxy, at the Court Meeting, such majority holding not less than three-fourths in value of the Shares voted at the Court Meeting, **APPROVED** the Scheme Resolution.

The information required under Rule 704(16) of the Listing Manual of the SGX-ST is set out in this Announcement.

2.2. Breakdown of all valid votes cast at the Court Meeting

The results of the Court Meeting are set out in the following table:

Resolution		Total number for and against the resolution	For		Against	
			Number	As a percentage of total number for and against the resolution (%) ⁽²⁾	Number	As a percentage of total number for and against the resolution (%) ⁽²⁾
The Scheme Resolution ⁽¹⁾	Headcount Condition (Number of Shareholders present and voting (either in person or by proxy))	50	40	80.00%	10	20.00%
	Value Condition (Number of Shares held by Shareholders present and voting (either in person or by proxy))	16,880,472	15,687,371	92.93%	1,193,101	7.07%

Note:

(1) Please refer to the Notice of Court Meeting for full details of the resolution.

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

As a majority in number of Shareholders present and voting, either in person or by proxy, at the Court Meeting, such majority holding not less than three-fourths in value of the Shares voted at the Court Meeting, has voted in favour of the Scheme Resolution at the Court Meeting, the Scheme was approved at the Court Meeting.

2.3. Details of Shareholders who were required to abstain from voting on the Scheme Resolution

As set out in the Scheme Document, the following persons were to abstain from voting on the Scheme Resolution:

- (a) the Offeror and persons acting or presumed to be acting in concert with the Offeror in relation to the Proposed Acquisition and the Scheme (the “**Offeror’s Concert Party Group**”); and
- (b) the common substantial shareholders (i.e. those holding 5% or more interests) of any of the Offeror’s Concert Party Group, on the one hand, and the Company on the other hand.

Details of parties who are required to abstain from voting on the Scheme Resolution and did in fact abstain from voting on the Scheme Resolution, including the number of Shares held, are as follows:

Name	Direct Interest	Deemed Interest
	Number of Shares	Number of Shares
Hong Wei	86,470,312 ⁽¹⁾	-
CGS	-	20,000 ⁽²⁾

- (1) All of Hong Wei's Shares in the Company are held through UOB Kay Hian Private Limited.
- (2) These 20,000 Shares are pledged to CGS by its clients for share margin financing, and CGS is deemed interested in such 20,000 Shares pursuant to Section 4 of the SFA.

2.4. Scrutineer for the Court Meeting

DrewCorp Services Pte Ltd was appointed as the scrutineer for the Court Meeting.

2.5. Additional Considerations

Shareholders who are in any doubt as to the course of action they should take should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

3. NEXT STEPS AND INDICATIVE TIMELINE FOR THE SCHEME

In light of the approval of the Shareholders of the Scheme, the Company will be submitting its application to the Court for sanction of the Scheme under Section 210 of the Companies Act.

Subject to the grant of the Court Order 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 Court Order with ACRA.

As set out in the Scheme Document, Shareholders should note the following indicative timeline in relation to the Scheme:

Event	Date ⁽¹⁾
Expected date of Court hearing of the application to sanction the Scheme	: On or around 19 January 2026 ⁽²⁾
Expected last day of trading of the Shares on the SGX-ST	: On or around 20 January 2026 ⁽³⁾
Expected Books Closure Date	: On or around 29 January 2026 ⁽³⁾
Expected Effective Date	: On or around 2 February 2026 ⁽⁴⁾
Expected date for the payment of the Scheme Consideration	: By 11 February 2026
Expected date for delisting of the Shares	: By 13 February 2026 ⁽⁵⁾

Notes:

- (1) All the dates and times referred to above are Singapore (GMT+8) dates and times.
- (2) The date of the Court hearing of the application to sanction the Scheme will depend on the date that is allocated by the Court.
- (3) No transfer of the Shares may be effected after 5 p.m. on the Books Closure Date, subject to the availability of the Court hearing date as stated above.
- (4) On the basis that all the Scheme Conditions have been satisfied or, as the case may be, 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. The Scheme will only become effective if all the Scheme Conditions have been satisfied or, as the case may be, waived in accordance with the Implementation Agreement and a copy of the Court Order has been lodged with ACRA.
- (5) An application will be made by the Company to seek approval from the SGX-ST to delist and remove the Company from the Official List of the SGX-ST. The delisting will be conditional upon the receipt of

confirmation from the SGX-ST that it has no objections to the delisting of the Company subject to, *inter alia*, the Scheme becoming effective and binding in accordance with its terms.

Shareholders should note that the above dates are indicative only and may be subject to change. Please refer to future announcement(s) by the Company on SGXNET 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 (excluding information relating to the Offeror or any opinion expressed by the Offeror) are fair and accurate and that no material facts 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 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. The Directors of the Company do not accept any responsibility for any information relating to the Offeror or any opinion expressed by the Offeror.

5. CAUTIONARY STATEMENT

Shareholders and potential investors are advised to read this Announcement and any further announcements by the Company carefully. Shareholders and potential investors of the Company are advised to refrain from taking any action in relation to their Shares which may be prejudicial to their interests until they or their advisers have considered the information and the recommendations of the Independent Directors on the Scheme as well as the advice of the IFA set out in the Scheme Document. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional advisers.

BY ORDER OF THE BOARD

Tan Choo Pie @ Tan Chang Chai
Chairman
18 December 2025