

# ICON OFFSHORE BERHAD

[Registration No. 201201011310 (984830-D)]  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“EGM”) of ICON Offshore Berhad (“**ICON**” or “**Company**”) will be held on a fully virtual basis via an Online Meeting Platform with remote participation and electronic voting facilities provided by Boardroom Share Registrars Sdn Bhd via its website at <https://meeting.boardroomlimited.my> on Monday, 27 January 2025 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolutions:

### ORDINARY RESOLUTION 1

**PROPOSED ACQUISITION OF 100 ORDINARY SHARES IN LIANNEX FLEET PTE LTD (“LIANNEX FLEET”), REPRESENTING 100% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF LIANNEX FLEET, BY ICON FROM LIANNEX CORPORATION (S) PTE LTD (“LIANNEX CORPORATION”) FOR A PURCHASE CONSIDERATION OF RM182.0 MILLION, (TO BE WHOLLY SATISFIED VIA ISSUANCE OF 206,818,182 NEW ORDINARY SHARES IN ICON (“CONSIDERATION SHARES”) AT AN ISSUE PRICE OF RM0.88 PER CONSIDERATION SHARE (“ISSUE PRICE”) (“PROPOSED ACQUISITION OF LIANNEX FLEET”)**

“**THAT**, subject to the passing of Ordinary Resolution 2 and the fulfilment of the conditions precedent and the approvals of relevant authorities being obtained, where required, and pursuant to Chapter 10.08 of the Main Market Listing Requirement of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to acquire 100 ordinary shares in Liannex Fleet, representing 100% of the issued and paid-up share capital of Liannex Fleet from Liannex Corporation for a purchase consideration of RM182.0 million to be wholly satisfied via issuance of 206,818,182 Consideration Shares at the Issue Price, subject to the conditions and upon the terms set out in the conditional share sale and purchase agreement dated 22 November 2024 entered into between Liannex Corporation, Mr. Lim Han Weng and the Company in respect of the Proposed Acquisition of Liannex Fleet and Proposed Acquisition of Yinson Power Marine (as defined in Ordinary Resolution 2) (“**SSPA 1**”).

**THAT** the Consideration Shares will, upon allotment and issuance, rank equally in all respects with each other and the existing ordinary shares of the Company, save and except that the Consideration Shares shall not be entitled to any dividends, rights (including voting rights), allotments and/or any other distributions which may be declared, made or paid to our shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Consideration Shares;

**THAT** approval be and is hereby given to the Board of Directors of the Company (“**Board**”) (save for Mr. Lim Chern Wooi (“**Interested Director**”)) to sign, execute and deliver on behalf of the Company all necessary documents and to take all steps and do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Acquisition of Liannex Fleet, with full power and discretion to enter into all such transactions, arrangements and agreements in respect of any matter arising under or in connection with the Proposed Acquisition of Liannex Fleet and to assent to or make any modifications, variations, additions and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board (save for the Interested Director) or in the best interest of the Company to finalise, implement and give full effect to the Proposed Acquisition of Liannex Fleet;

**AND THAT** all previous actions by the Board (save for the Interested Director) for the purpose of or in connection with the Proposed Acquisition of Liannex Fleet be and are hereby adopted, approved and ratified.”

### ORDINARY RESOLUTION 2

**PROPOSED ACQUISITION OF 5,324,400 ORDINARY SHARES IN YINSON POWER MARINE SDN BHD (“YINSON POWER MARINE”), REPRESENTING 51% OF THE ISSUED SHARE CAPITAL OF YINSON POWER MARINE, BY ICON FROM MR LIM HAN WENG FOR A PURCHASE CONSIDERATION OF RM18.0 MILLION TO BE WHOLLY SATISFIED VIA ISSUANCE OF 20,454,545 CONSIDERATION SHARES AT THE ISSUE PRICE (“PROPOSED ACQUISITION OF YINSON POWER MARINE”)**

“**THAT**, subject to the passing of Ordinary Resolution 1 and the fulfilment of the conditions precedent and the approvals of relevant authorities being obtained, where required, and pursuant to Chapter 10.08 of the Main Market Listing Requirement of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to acquire 5,324,400 ordinary shares in Yinson Power Marine, representing 51% of the issued share capital of Yinson Power Marine from Mr. Lim Han Weng for a purchase consideration of RM18.0 million to be wholly satisfied via issuance of 20,454,545 Consideration Shares at the Issue Price, subject to the conditions and upon the terms set out in the SSPA 1;

**THAT** the Consideration Shares will, upon allotment and issuance, rank equally in all respects with each other and the existing ordinary shares of the Company, save and except that the Consideration Shares shall not be entitled to any dividends, rights (including voting rights), allotments and/or any other distributions which may be declared, made or paid to our shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Consideration Shares;

**THAT** approval be and is hereby given to the Board (save for the Interested Director) to sign, execute and deliver on behalf of the Company all necessary documents and to take all steps and do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Acquisition of Yinson Power Marine, with full power and discretion to enter into all such transactions, arrangements and agreements in respect of any matter arising under or in connection with the Proposed Acquisition of Yinson Power Marine and to assent to or make any modifications, variations, additions and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board (save for the Interested Director) or in the best interest of the Company to finalise, implement and give full effect to the Proposed Acquisition of Yinson Power Marine;

**AND THAT** all previous actions by the Board (save for the Interested Director) for the purpose of or in connection with the Proposed Acquisition of Yinson Power Marine be and are hereby adopted, approved and ratified.”

### ORDINARY RESOLUTION 3

**PROPOSED ACQUISITION OF 525,000 ORDINARY SHARES IN REGULUS OFFSHORE SDN BHD (“REGULUS OFFSHORE”), REPRESENTING 70% OF THE ISSUED SHARE CAPITAL OF REGULUS OFFSHORE, AND 25,000,000 OUTSTANDING NON-CONVERTIBLE REDEEMABLE PREFERENCE SHARES IN REGULUS OFFSHORE, BY ICON FROM YINSON OFFSHORE SERVICES SDN BHD (“YINSON OFFSHORE”) FOR A PURCHASE CONSIDERATION OF RM136.0 MILLION TO BE WHOLLY SATISFIED VIA ISSUANCE OF 154,545,455 CONSIDERATION SHARES AT THE ISSUE PRICE (“PROPOSED ACQUISITION OF REGULUS OFFSHORE”)**

“**THAT**, subject to the passing of Ordinary Resolution 4 and the fulfilment of the conditions precedent and the approvals of relevant authorities being obtained, where required, and pursuant to Chapter 10.08 of the Main Market Listing Requirement of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to acquire 525,000 ordinary shares, representing 70% of the issued share capital of Regulus Offshore, and 25,000,000 outstanding non-convertible redeemable preference shares in Regulus Offshore, from Yinson Offshore for a purchase consideration of RM136.0 million to be wholly satisfied via issuance of 154,545,455 Consideration Shares at the Issue Price, subject to the conditions and upon the terms set out in the conditional share sale and purchase Agreement dated 22 November 2024 entered into between Yinson Offshore and the Company in respect of the Proposed Acquisition of Regulus Offshore and the Proposed Acquisition of Yinson Camellia (as defined in Ordinary Resolution 4) (“**SSPA 2**”);

**THAT** the Consideration Shares will, upon allotment and issuance, rank equally in all respects with each other and the existing ordinary shares of the Company, save and except that the Consideration Shares shall not be entitled to any dividends, rights (including voting rights), allotments and/or any other distributions which may be declared, made or paid to our shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Consideration Shares;

**THAT** approval be and is hereby given to the Board (save for the Interested Director and Datuk Abdullah Bin Karim (up until his resignation from our Board effective 16 December 2024) (“**Abstained Director**”)) to sign, execute and deliver on behalf of the Company all necessary documents and to take all steps and do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Acquisition of Regulus Offshore, with full power and discretion to enter into all such transactions, arrangements and agreements in respect of any matter arising under or in connection with the Proposed Acquisition of Regulus Offshore and to assent to or make any modifications, variations, additions and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board (save for the Interested Director and the Abstained Director) or in the best interest of the Company to finalise, implement and give full effect to the Proposed Acquisition of Regulus Offshore;

**AND THAT** all previous actions by the Board (save for the Interested Director and the Abstained Director) for the purpose of or in connection with the Proposed Acquisition of Regulus Offshore be and are hereby adopted, approved and ratified.”

### ORDINARY RESOLUTION 4

**PROPOSED ACQUISITION OF 1 ORDINARY SHARE IN YINSON CAMELLIA SDN BHD (“YINSON CAMELLIA”), REPRESENTING 100% OF THE ISSUED SHARE CAPITAL OF YINSON CAMELLIA, BY ICON FROM YINSON OFFSHORE FOR A PURCHASE CONSIDERATION OF RM24.0 MILLION TO BE WHOLLY SATISFIED VIA ISSUANCE OF 27,272,727 CONSIDERATION SHARES AT THE ISSUE PRICE (“PROPOSED ACQUISITION OF YINSON CAMELLIA”)**

“**THAT**, subject to the passing of Ordinary Resolution 3 and the fulfilment of the conditions precedent and the approvals of relevant authorities being obtained, where required, and pursuant to Chapter 10.08 of the Main Market Listing Requirement of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to acquire 1 ordinary share in Yinson Camellia, representing 100% of the issued share capital of Yinson Camellia from Yinson Offshore for a purchase consideration of RM24.0 million to be wholly satisfied via issuance of 27,272,727 Consideration Shares at the Issue Price, subject to the conditions and upon the terms set out in the SSPA 2;

**THAT** the Consideration Shares will, upon allotment and issuance, rank equally in all respects with each other and the existing ordinary shares of the Company, save and except that the Consideration Shares shall not be entitled to any dividends, rights (including voting rights), allotments and/or any other distributions which may be declared, made or paid to our shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Consideration Shares;

**THAT** approval be and is hereby given to the Board (save for the Interested Director and Abstained Director) to sign, execute and deliver on behalf of the Company all necessary documents and to take all steps and do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Acquisition of Yinson Camellia, with full power and discretion to enter into all such transactions, arrangements and agreements in respect of any matter arising under or in connection with the Proposed Acquisition of Yinson Camellia and to assent to or make any modifications, variations, additions and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board (save for the Interested Director and Abstained Director) or in the best interest of the Company to finalise, implement and give full effect to the Proposed Acquisition of Yinson Camellia;

**AND THAT** all previous actions by the Board (save for the Interested Director and Abstained Director) for the purpose of or in connection with the Proposed Acquisition of Yinson Camellia be and are hereby adopted, approved and ratified.”

### ORDINARY RESOLUTION 5

**PROPOSED ACQUISITION OF 49,000 ORDINARY SHARES IN ICON BAHTERA (B) SDN BHD (“ICON BAHTERA”), REPRESENTING 49% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF ICON BAHTERA, AND 3,011,000 OUTSTANDING REDEEMABLE PREFERENCE SHARES (“RPS”) IN ICON BAHTERA, BY ICON FROM ZELL TRANSPORTATION SDN BHD (“ZELL TRANSPORTATION”) FOR A PURCHASE CONSIDERATION OF RM33.7 MILLION TO BE WHOLLY SATISFIED VIA ISSUANCE OF 38,295,455 CONSIDERATION SHARES AT THE ISSUE PRICE (“PROPOSED ACQUISITION OF ICON BAHTERA”)**

“**THAT**, subject to the passing of Ordinary Resolution 6 and the fulfilment of the conditions precedent and the approvals of relevant authorities being obtained, where required, approval be and is hereby given for the Company to acquire 49,000 ordinary shares, representing the 49% of the issued and paid-up share capital of ICON Bahtera, and 3,011,000 outstanding RPS in ICON Bahtera, by ICON from Zell Transportation for a purchase consideration of RM33.7 million to be wholly satisfied via issuance of 38,295,455 Consideration Shares at the Issue Price, subject to the conditions and upon the terms set out in the conditional share sale and purchase agreement dated 22 November 2024 entered into between Zell Transportation and the Company in respect of the Proposed Acquisition of ICON Bahtera and the Proposed Acquisition of ICON Waja (as defined in Ordinary Resolution 6) (“**SSPA 3**”);

**THAT** the Consideration Shares will, upon allotment and issuance, rank equally in all respects with each other and the existing ordinary shares of the Company, save and except that the Consideration Shares shall not be entitled to any dividends, rights (including voting rights), allotments and/or any other distributions which may be declared, made or paid to our shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Consideration Shares;

**THAT** approval be and is hereby given to the Board to sign, execute and deliver on behalf of the Company all necessary documents and to take all steps and do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Acquisition of ICON Bahtera, with full power and discretion to enter into all such transactions, arrangements and agreements in respect of any matter arising under or in connection with the Proposed Acquisition of ICON Bahtera and to assent to or make any modifications, variations, additions and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board or in the best interest of the Company to finalise, implement and give full effect to the Proposed Acquisition of ICON Bahtera;

**AND THAT** all previous actions by the Board for the purpose of or in connection with the Proposed Acquisition of ICON Bahtera be and are hereby adopted, approved and ratified.”

### ORDINARY RESOLUTION 6

**PROPOSED ACQUISITION OF 450,000 ORDINARY SHARES IN ICON WAJA (L) INC. (“ICON WAJA”), REPRESENTING 15% OF THE ISSUED AND PAID-UP SHARE CAPITAL IN ICON WAJA, BY ICON FROM ZELL TRANSPORTATION FOR A PURCHASE CONSIDERATION OF RM9.8 MILLION TO BE WHOLLY SATISFIED VIA ISSUANCE OF 11,136,364 CONSIDERATION SHARES AT THE ISSUE PRICE (“PROPOSED ACQUISITION OF ICON WAJA”)**

“**THAT**, subject to the passing of Ordinary Resolution 5 and the fulfilment of the conditions precedent and the approvals of relevant authorities being obtained, where required, approval be and is hereby given for the Company to acquire 450,000 ordinary shares in ICON Waja, representing the 15% of the issued and paid-up share capital of ICON Waja from Zell Transportation for a purchase consideration of RM9.8 million to be wholly satisfied via issuance of 11,136,364 Consideration Shares at the Issue Price, subject to the conditions and upon the terms set out in the SSPA 3;

**THAT** the Consideration Shares will, upon allotment and issuance, rank equally in all respects with each other and the existing ordinary shares of the Company, save and except that the Consideration Shares shall not be entitled to any dividends, rights (including voting rights), allotments and/or any other distributions which may be declared, made or paid to our shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Consideration Shares;

**THAT** approval be and is hereby given to the Board to sign, execute and deliver on behalf of the Company all necessary documents and to take all steps and do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Acquisition of ICON Waja, with full power and discretion to enter into all such transactions, arrangements and agreements in respect of any matter arising under or in connection with the Proposed Acquisition of ICON Waja and to assent to or make any modifications, variations, additions and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board or in the best interest of the Company to finalise, implement and give full effect to the Proposed Acquisition of ICON Waja;

**AND THAT** all previous actions by the Board for the purpose of or in connection with the Proposed Acquisition of ICON Waja be and are hereby adopted, approved and ratified.”

By Order of the Board

**CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)**  
**CHIN MUN YEE (SSM PC NO. 201908002785) (MAICSA 7019243)**  
**TAN LOO EE (SSM PC NO. 201908002686) (MAICSA 7063694)**  
Company Secretaries

10 January 2025

### Notes:

- Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the EGM via the Remote Participation and Electronic Voting Facilities (“**RPEV**”) provided by Boardroom Share Registrars Sdn. Bhd. via <https://meeting.boardroomlimited.my>. Please follow the Procedures for RPEV provided in the Administrative Guide for the EGM and read the notes below in order to participate remotely via RPEV.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 20 January 2025 (“**General Meeting Record of Depositors**”) shall be eligible to attend, speak and vote at the EGM or appoint proxy(ies) to attend, participate, speak and vote in his stead.
- A member who is entitled to participate and vote at the EGM via RPEV is entitled to appoint up to two (2) proxies to participate and vote in his stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- A proxy may but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the EGM is entitled to appoint any person as his proxy to participate and vote instead of the member at the EGM. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the EGM shall have the same rights as the member to speak at the EGM.
- A member may appoint not more than two (2) proxies to attend at the same EGM. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which ordinary shares of the Company standing to the credit of the said securities account.
- Where a member or the authorised nominee appoints two (2) proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
- Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“**omnibus account**”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. Where an exempt authorised nominee appoints two (2) or more proxies to attend and vote at the same EGM, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - By electronic form - The form of proxy can be electronically lodged with the Share Registrar of the Company via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (applicable to Individual Members, Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee). Kindly refer to the Administrative Details on the procedures for electronic lodgement of form of proxy via Boardroom Smart Investor Portal.
  - In hard copy form - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the Share Registrar of the Company at Boardroom Share Registrars Sdn. Bhd. at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.
- Please refer to the Administrative Guide for the EGM for shareholders/proxies attending the EGM for further details.

# ICON OFFSHORE

ICON OFFSHORE BERHAD  
[Registration No. 201201011310 (984830-D)]  
(Incorporated in Malaysia)

## ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE EXTRAORDINARY GENERAL MEETING (“EGM”)

---

Date of EGM	:	Monday, 27 January 2025
Time	:	10:00 a.m.
Meeting Platform	:	<a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a>
Mode of Communication	:	<ol style="list-style-type: none"><li>1. Type text in the meeting platform. The Messaging window facility will be opened concurrently with the Virtual Meeting Portal, i.e., one (1) hour before the EGM, which is from 9:00 a.m. on Monday, 27 January 2025.</li><li>2. Shareholders may submit questions in advance on the EGM resolutions commencing from 10 January 2025, and in any event no later than Saturday, 25 January 2025 at 10:00 a.m., via Boardroom’s website at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using the same user ID and password provided in Step 2 below and select “SUBMIT QUESTION” to pose questions (“Pre-EGM Meeting Questions”).</li></ol>

### Dear Shareholders,

As part of safety measures for our shareholders, ICON Offshore Berhad’s (“Company”) EGM will be conducted virtually by way of live streaming and online remote voting using the Remote Participation and Electronic Voting (“RPEV”) facilities without physical attendance by shareholders, proxies and corporate representatives.

In line with the Malaysian Code on Corporate Governance Practice 13.3, by conducting a virtual meeting, this would facilitate greater shareholder participation as it facilitates electronic voting and remote shareholders’ participation.

With the RPEV facilities, you may exercise your right as a member of the Company to participate remotely (including pose questions to the Board of Directors and/or Management of the Company) and vote via electronic voting at the virtual EGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the virtual EGM.

Kindly ensure that you are connected to the internet at all times in order to participate and vote when our virtual EGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. The dependent on the bandwidth and stability of the internet connection of the participants.

### **Entitlement to Participate in the Virtual EGM**

In respect of deposited securities, only members whose names appear on the General Meeting Record of Depositors as of 20 January 2025 shall be eligible to participate and vote at the virtual EGM or appoint proxy(ies)/corporate representatives to participate and vote on his/her/their behalf.

### **Voting Procedure**

1. The voting will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and SKY Corporate Services Sdn. Bhd. as Scrutineers to verify the poll results.
2. For the purposes of the virtual EGM, the remote participation and e-Voting will be carried out via the following voting devices: Personal smart mobile phones, tablets, or computers/laptops.

3. There are two (2) methods for members and proxies who wish to use their personal voting device to vote. The methods are:
  - Use QR Scanner Code given in the e-mail to you; OR
  - Go to the website URL <https://meeting.boardroomlimited.my>
4. The polling will only commence after the announcement of poll session being opened by the Chairman until such time when the Chairman announces the closure of poll.
5. The Scrutineers will verify the poll result reports upon closing of the poll session by the Chairman. Thereafter, the Chairman will declare whether the resolutions put to vote were successfully carried or not.
6. You must ensure that you are connected to the internet at all times in order to participate and vote remotely when the EGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the EGM is maintained. Kindly note that the quality of the connectivity to Virtual Meeting Portal for live webcast as well as for remote online voting is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

### **Online Registration Procedure**

1. If you choose to participate in the meeting online, you will be able to view a live webcast of the Meeting, ask the board questions and submit your votes in real time whilst the meeting is in progress.
2. Kindly follow the steps below on how to request for a login ID and password.

#### **Step 1 Register Online with BSIP (for first-time registration only)**

*[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2. Submit a request for Remote Participation user ID and password.]*

- (a) Access website <https://investor.boardroomlimited.com>.
- (b) Click <<**Register**>> to sign up as a user.
- (c) Please select the correct account type i.e. sign up as “**Shareholder**” or “**Corporate Holder**”
- (d) Complete registration with all required information. Upload a softcopy of your or representative’s MyKad/Identification Card (front and back) or Passport in JPEG, PNG, or PDF format (as the case maybe).
- (e) For corporate holder, kindly attach the authorization letter as well. Click “**Sign Up**”.
- (f) You will receive an e-mail from the BSIP Online for e-mail address verification. Click “Verify E-mail Address” to proceed with registration.
- (g) Once your e-mail address is verified, you will be re-directed to BSIP Online for verification of your mobile number. Click “**Request OTP Code**” and an OTP code will be sent to the registered mobile number. Click “Enter” to enter the OTP code to complete the process.
- (h) An e-mail will be sent to you within 1 business day informing you on the approval of your BSIP account. You can login to the BSIP at <https://investor.boardroomlimited.com> with the e-mail address and password that you have provided during the registration to proceed with the next step.

#### **Step 2 Submit Request for Remote Participation User ID and Password**

*[Note: The registration for remote access will be opened on 10 January 2025.]*

##### **For Individual or Corporate Shareholders**

- Login to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- Select “**ICON OFFSHORE BERHAD EXTRAORDINARY GENERAL MEETING**” from the list of Meeting Events and click “**Enter**”.

### To attend the virtual EGM remotely

- Click on **“Register for RPEV”**.
- Read and agree to the terms & conditions and enter your CDS account no. to submit your request.

### To Appoint Proxy (Individual, Corporate Shareholders & Authorised Nominee and Exempt Authorised Nominee) Via BSIP

- Click on **“Submit eForm of Proxy”**.
- For Corporate Shareholders, please select the company you would like to be represented (if more than one (1) company).
- Enter your CDS Account Number and number of securities held.
- Select your proxy - either the Chairman of the meeting or individual named proxy(ies)
- Read and accept the General Terms and Conditions by clicking **“Next”**.
- Enter the required particulars of your proxy(ies).
- Indicate your voting instructions – **FOR** or **AGAINST** or **ABSTAIN**. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate **DISCRETIONARY**.
- Click **“Apply”**.
- Download or print the eForm of Proxy as acknowledgement.

**Note for Corporate Shareholders:** if you wish to appoint more than one (1) company, kindly click the home button and select **“Edit Profile”** in order to add Company name.

### Authorised Nominee and Exempt Authorised Nominee

#### Via BSIP

- Login to <https://investor.boardroomlimited.com> using your user ID and password from Step 1 above.
- Select **“ICON OFFSHORE BERHAD EXTRAORDINARY GENERAL MEETING”** from the list of Corporate Meetings and click **“Enter”**.
- Click on **“Submit eForm of Proxy”**.
- Select the company you would like to be represented (if more than one).
- Proceed to download the file format for **“Submission of Form of Proxy”** from BSIP.
- Prepare the file for the appointment of proxies by inserting the required data.
- Proceed to upload the duly completed proxy appointment file.
- Review and confirm your proxy appointment and click **“Submit”**.
- Download or print the eForm of Proxy as acknowledgement.

#### Via email

- For Corporate Shareholders/Authorised Nominees/Exempt Authorised Nominees/Attorneys, you may also write to [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) and provide the name of the shareholder, CDS account no. and the Certificate of Appointment of Corporate Representative or Form of Proxy (as the case may be), a copy of MyKad or passport, and a valid email address are required.

Note: If you are the authorised representative for more than one (1) authorised nominee/exempt authorised nominee/corporate holder, kindly click the home button and select **“Edit Profile”** in order to add Company name

- You will receive a notification from Boardroom that your request has been received and is being verified.
- Upon system verification against the EGM's Record of Depositors, you will receive an e-mail from Boardroom either approving or rejecting your registration for remote participation.
- You will also receive your remote participation user ID and password along with the e-mail from Boardroom if your registration is approved.
- Kindly be informed that you will be receiving an e-mail from Boardroom on the registration for Virtual EGM.
- Please note that the closing time to submit your request is no later than 10:00 a.m. on 25 January 2025 (48 hours before the EGM).**

### Step 3 - Login to Virtual Meeting Portal

*[Please note that the quality of the connectivity to Virtual Meeting Portal for live webcast as well as for remote online voting is highly dependent on the bandwidth and the stability of the Internet connectivity available at the location of the remote users.]*

- (a) The Virtual Meeting Portal will be open for login starting at 9:00 a.m. on 27 January 2025, one (1) hour before the commencement of the EGM.
- (b) Follow the steps given to you in the e-mail along with your remote access user ID and password to login to the Virtual Meeting portal. (Refer to Step 2(c) above).
- (c) The steps will also guide you on how to view the live webcast, ask questions and vote.
- (d) The live webcast will end, and the Messaging window will be disabled the moment the Chairman announces the closure of the EGM.
- (e) Thereafter, you can logout from Virtual Meeting Portal.

#### **Lodgment of Form of Proxy**

If you are unable to attend the online EGM and wish to appoint the Chairman of the EGM as your proxy to vote on your behalf, please deposit your Form of Proxy at the office of Boardroom Share Registrars Sdn. Bhd. at **11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan** no later than 10:00 a.m. on 25 January 2025 (48 hours before the EGM). Any alteration to the Form of Proxy must be initialed.

Alternatively, the proxy appointment may also be lodged electronically at <https://investorboardroomlimited.com>, which is free and available to Individual Members, Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee no later than 10:00 a.m. on 25 January 2025 (48 hours before the EGM). For further information, kindly refer to the “**Online Registration Procedure**” above.

**If you wish to participate in the EGM yourself, please do not submit any Form of Proxy for the EGM. You will not be allowed to participate in the EGM together with a proxy appointed by you.**

#### **Revocation of Proxy**

If you have submitted your Form(s) of Proxy and subsequently decided to appoint another person or wish to participate in our online EGM yourself, please write in to **BSR.Helpdesk@boardroomlimited.com** to revoke the earlier appointed proxy no later than 10:00 a.m. on 25 January 2025 (48 hours before the EGM). On revocation, your proxy(ies) will not be allowed to participate in the EGM. In such event, you should advise your proxy(ies) accordingly.

#### **Participation through Live Webcast, Question and Voting at the EGM**

The Chairman and the Board will endeavour their best to respond to the questions submitted by shareholders which are related to the resolutions to be tabled at the EGM.

All modes of communications are accepted for the purpose of posting questions to the Chairman and Board before or during the EGM. Shareholders are however encouraged to post questions via the online platform during the EGM.

Shareholders may proceed to cast votes on the proposed resolutions, which will be tabled at the EGM, upon the commencement of the meeting at the scheduled starting time. Shareholders are reminded to cast their votes before the poll is closed.

Shareholders who participate in the EGM are able to view the Company's presentation or slides via the live webcast.

#### **Recording or Screen Capture of the Online EGM**

No recording or screen capture of the EGM proceeding is allowed without the prior written permission of the Company.

#### **Enquiry**

Please email to the Company's Poll Administrator, Boardroom Share Registrars Sdn. Bhd. at [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com) or **call the helpdesk number at 03-7890 4700** if you have queries pertaining to the RPEV, prior to the virtual EGM.

#### **Personal Data Privacy**

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/ or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

# ICON OFFSHORE

Registration No. 201201011310 (984830-D)  
(Incorporated in Malaysia)

## FORM OF PROXY

<b>CDS Account No.</b>	
<b>No. of ordinary shares held</b>	
<b>Contact no.</b>	

I/We, \_\_\_\_\_ NRIC/Passport/Registration No.: \_\_\_\_\_  
(Full name in block letters)

of \_\_\_\_\_  
(Full address)

being a \*member/members of **ICON Offshore Berhad** ("**Company**"), hereby appoint the following person(s):

Proxy	Full Name (in Block Letters) as per NRIC/Passport	Tel. No.	NRIC/Passport No.	No. of ordinary shares	%
1	Email Address: _____				
2	Email: Address: _____				

or failing \*him/her, the Chairman of the Meeting as \*my/our proxy to vote for \*me/us on \*my/our behalf at the Extraordinary General Meeting ("**EGM**") of the Company to be held on a fully virtual basis via Online Meeting Platform with remote participation and electronic voting facilities provided by Boardroom Share Registrars Sdn Bhd at <https://meeting.boardroomlimited.my> on Monday, 27 January 2025 at 10.00 a.m. or any adjournment thereof.

The proxy is to vote on the business before the EGM as indicated below (if no indication is given, the proxy will vote as he/she thinks fit or abstain from voting):

<b>Ordinary Resolution</b>	<b>FOR</b>	<b>AGAINST</b>
Proposed Acquisition of Liannex Fleet		
Proposed Acquisition of Yinson Power Marine		
Proposed Acquisition of Regulus Offshore		
Proposed Acquisition of Yinson Camellia		
Proposed Acquisition of ICON Bahtera		
Proposed Acquisition of ICON Waja		

\* *strike out whichever not applicable*

As witness \*my/our hand this ..... day of ..... 2025

.....  
Signature/Common seal



## Notes:

1. Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, **"participate"**) remotely at the EGM via the Remote Participation and Electronic Voting facilities (**"RPEV"**) provided by Boardroom Share Registrars Sdn. Bhd. via <http://meeting.boardroomlimited.my>. Please follow the Procedures for RPEV provided in the Administrative Guide for the EGM and read the notes below in order to participate remotely via RPEV.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 20 January 2025 (**"General Meeting Record of Depositors"**) shall be eligible to attend, speak and vote at the EGM or appoint proxy(ies) to attend, participate, speak and vote in his stead.
3. A member who is entitled to participate and vote at the EGM via RPEV is entitled to appoint up to two (2) proxies to participate and vote in his stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
4. A proxy may but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the EGM is entitled to appoint any person as his proxy to participate and vote instead of the member at the EGM. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the EGM shall have the same rights as the member to speak at the EGM.
5. A member may appoint not more than 2 proxies to attend at the same EGM. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (**"SICDA"**), it may appoint at least 1 proxy but not more than 2 proxies in respect of each securities account it holds to which ordinary shares of the Company standing to the credit of the said securities account.
6. Where a member or the authorised nominee appoints 2 proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
7. Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in 1 securities account (**"omnibus account"**), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. Where an exempt authorised nominee appoints 2 or more proxies to attend and vote at the same EGM, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
8. The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (a) By electronic form - The form of proxy can be electronically lodged with the Share Registrar of the Company via Boardroom Smart Investor Portal at <http://investor.boardroomlimited.com> (applicable to Individual Members, Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of form of proxy via Boardroom Smart Investor Portal.
  - (b) In hard copy form - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the Share Registrar of the Company at Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.
9. Please refer to the Administrative Guide for shareholders/proxies attending the EGM for further details.

Fold this flap for sealing

Then fold here

AFFIX  
STAMP

**SHARE REGISTRAR**  
**Boardroom Share Registrars Sdn. Bhd.**  
Reg No. 199601006647 (378993-D)

11th Floor, Menara Symphony  
No. 5, Jalan Professor Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan

1st fold here

