



KRISENERGY LTD.

(Company Registration Number: 231666)
(Incorporated in the Cayman Islands on 5 October 2009)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of KrisEnergy Ltd. (the “**Company**”) will be held by way of electronic means on 29 June 2020 at 9:15 a.m. (or as soon after the conclusion or adjournment of the Annual General Meeting of the Company to be held at 9:00 a.m. on the same day and at the same link by way of electronic means) for the purpose of considering and, if thought fit, passing the following Resolution, which is proposed as an Ordinary Resolution.

All capitalised terms used in this notice which are not otherwise defined shall have the same meaning as ascribed to them in the Company’s circular to its Shareholders dated 10 June 2020.

Ordinary Resolution

The Loan Facility as an Interested Person Transaction

That:

- (a) the execution of the loan agreement entered into by, amongst others, KrisEnergy (Cambodia) Ltd and KrisEnergy (Apsara) Company Ltd as borrowers and Kepinvest Singapore Pte. Ltd. as lender dated 30 April 2020 (“**Loan Agreement**”) in relation to the Loan Facility be and is hereby approved, confirmed and ratified;
- (b) the transactions contemplated under the Loan Agreement be and are hereby approved, confirmed and ratified; and
- (c) the Directors or any of them be and are hereby authorised to take such steps, complete and do all such acts, matters and things as they may consider necessary or expedient for the purposes of or in connection with the Loan Facility (including but not limited to amending, finalising, approving and executing all such documents as may be required in connection with the Loan Facility) and exercise such discretion as the Directors or any of them may in their absolute discretion deem fit, advisable or necessary in connection with all or any of the above matters.

By Order of the Board
KrisEnergy Ltd.

Sally Ting / Jennifer Lee
Joint Company Secretaries
Singapore, 10 June 2020

Notes:

1. **Poll.** All the resolutions proposed at the Extraordinary General Meeting will be voted on by way of a poll.
2. **Alternative Arrangements.**

Please refer to Paragraph 7 of the Circular setting out alternative arrangements relating to, amongst others, attendance, submission of questions in advance and voting by proxy at the EGM. The Circular dated 10 June 2020 may be accessed together with this Notice on SGXNet and the Company's website at the URL www.krisenergy.com.

In particular:

(a) **"Live" Audio-visual webcast and "live" audio-only stream**

Members will be able to (i) watch the proceedings of the EGM through a "live" audio-visual webcast via their mobile phones, tablets or computers; or (ii) listen to these proceedings through a "live" audio-only stream via telephone. In order to do so, Members must pre-register via the URL <https://bit.ly/KRISENERGY-GENERAL-MEETINGS> ("Registration Website"), no later than **9:15 a.m. on Friday, 26 June 2020** (the "Registration Deadline") for the Company to authenticate his/her/its status as members. Shareholders who have previously pre-registered for the Company's Annual General Meeting (to be held on the same day) do not need to pre-register again for the EGM.

Authenticated members will receive an email containing (1) a unique link to access the "live" audio-visual webcast via Zoom or via their web browser; (2) a webinar ID and password; and (3) a telephone number. In the scenario where the unique link cannot be accessed, shareholders can join the EGM proceedings by entering the webinar ID and password directly in the Zoom platform.

Members who have pre-registered by the Registration Deadline but did not receive the aforementioned email by **9:15 a.m. on Sunday, 28 June 2020** should contact Easy Video via email at kevin@easyvideo.sg.

Shareholders **MUST NOT** forward the unique link, webinar ID or password to other persons. Recording of the "live" audio-visual webcast or "live" audio-only stream in whatever form is also strictly prohibited.

(b) **Prior submission of questions**

Members may submit questions related to the resolutions to be tabled for approval at the EGM. All questions must be submitted no later than **9:15 a.m. on Friday, 26 June 2020** (the "Submission Deadline"):

- (i) by email to krisenergy@krisenergy.com; or
- (ii) in hard copy by post to the office of the Company's share transfer agent, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902.

The Company will address all substantial and relevant questions relating to the resolutions to be tabled for approval at the EGM, prior to, or at the EGM. To the extent practicable, the Company may address questions prior to the EGM through publication on SGXNet, its corporate website at www.krisenergy.com and/or any virtual information session that the Company may organise.

Please note that as members will not be able to ask questions at the EGM, it is important for members to submit their questions by the Submission Deadline.

The Company shall publish minutes of the EGM on SGXNet and its corporate website at www.krisenergy.com, and the minutes shall include the responses to all substantial and relevant questions from members which are addressed during the EGM, within one month from the date of the EGM.

(c) **Voting by proxy only**

Members **will not** be able to vote online at the EGM. Instead, **if members (whether individuals or corporates) wish to exercise their votes, they must submit a Proxy Form to appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the EGM.**

Members (whether individuals or corporates) appointing the Chairman of the Meeting as proxy must give specific instructions as to his/her/its manner of voting, or abstentions from voting, in the Proxy Form, failing which the appointment will be treated as invalid.

The Proxy Form (together with the power of attorney, if any, under which it is signed or a certified copy thereof) must be submitted to the Company in the following manner:

- (i) if sent personally or by post, be deposited at the office of the Company's share transfer agent, M & C Services Private Limited, at 112 Robinson Road #05-01, Singapore 068902; or

- (ii) if submitted by email, be received by M & C Services Private Limited at gpb@mncsingapore.com.

in either case, by no later than **9:15 a.m. on Friday, 26 June 2020, being 72 hours before the time appointed for holding the EGM** (the "Proxy Deadline"), and in default the proxy form shall not be treated as valid.

In view of the current COVID-19 situation and the related safe distancing measure which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act, Chapter 50 of Singapore (including SRS investors) and who wish to exercise their votes by appointing the Chairman of the Meeting as proxy should approach their respective relevant intermediaries (including their respective SRS Approved Banks) to submit their voting instructions by **9.15 a.m. on Wednesday, 17 June 2020** in order to allow sufficient time for their respective relevant intermediaries to in turn submit a proxy form to appoint the Chairman of the Meeting to vote on their behalf by the Proxy Deadline.

Submission by a member of a valid instrument appointing the Chairman of the Meeting as proxy, **by the Proxy Deadline** will supersede any previous instrument appointing a proxy(ies) submitted by that member.

The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the Meeting as proxy (such as in the case where the appointor submits more than one instrument of proxy).

In the case of a member whose Shares are entered against his/her name in the Depository Register, the Company may reject any instrument appointing the Chairman of the Meeting as proxy lodged if such member, being the appointor, is not shown to have Shares against his/her name in the Depository Register as at 72 hours before the time appointed for the EGM, as certified by The Central Depository (Pte) Limited to the Company.

3. **Personal Data Privacy.** By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a member of the Company, or as the case may be, a Depositor (i) consents to the collection, use and disclosure of the member's, or as the case may be, the Depositor's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member, or as the case may be, the Depositor, discloses the personal data of the member's, or as the case may be, the Depositor's, proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member, or as the case may be, the Depositor, has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member, or as the case may be, the Depositor will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's, or as the case may be, the Depositor's breach of warranty.