

KrisEnergy Limited (In Official Liquidation)

Grand Court Cause No.: FSD 149 of 2021 (NSJ)

NOTICE OF EXPIRY OF WARRANTS W240131

TO: ALL HOLDERS OF WARRANTS TO SUBSCRIBE FOR NEW ORDINARY SHARES IN THE CAPITAL OF KRISENERGY LIMITED (IN OFFICIAL LIQUIDATION) (THE “COMPANY”) THIS NOTICE IS IMPORTANT AND REQUIRES IMMEDIATE ATTENTION.

Reference is made to the appointment of Luke Furler of Quantuma Singapore Pte Ltd and Michael Pearson of FFP as Joint Official Liquidators (“**JOLs**”) of the Company on 12 July 2021 by an order of the Grand Court of the Cayman Islands.

If you are in doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

In this Notice, the term “Warrants” refer to all warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 31 January 2017 (the “**Deed Poll**”).

Holders of the Company’s Warrants (the “**Warrantholders**”) who have sold their Warrants should immediately upon receipt of a copy of this Notice, send it to the purchaser or to the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

EXPIRY OF WARRANTS ON WEDNESDAY, 31 JANUARY 2024

Please note that pursuant to the Deed Poll, the Warrants will expire on 31 January 2024, being the date immediately preceding the third (3rd) anniversary of the date of issue of the Warrants.

Warrantholders are reminded that in accordance with the terms and conditions of the Warrants, the rights to subscribe for new Shares (the “**New Shares**”) comprised in the Warrants will expire at 5.00 p.m. on Wednesday, 31 January 2024, after which time, any subscription rights comprised in the Warrants which have not been exercised will lapse and the Warrants will cease to be valid for any purpose whatsoever.

EXERCISE PRICE

The exercise price of the Warrants is S\$0.11 for each New Share (the “Exercise Price”).

Shareholders should note that trading in the Company’s shares is suspended, and the Company was placed into Official Liquidation by the Grand Court of the Cayman Islands on 12 July 2021. Based on the information currently available to the JOLs, and given the limited value of the Company’s assets, it is unlikely that there will be any distribution of funds to the unsecured creditors or shareholders from the liquidation.

PROCEDURE FOR EXERCISE OF WARRANTS

Warrantholders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Warrants. In order to exercise the Warrants, a Warrantholder must complete and sign the exercise notice relating to the Warrants in the prescribed form (the “Exercise Notice”).

Copies of the Exercise Notice can be obtained from the Warrant Agent, Boardroom Corporate & Advisory Services Pte. Ltd. The address, telephone number and business hours of the Warrant Agent are as follows: -

M & C SERVICES PRIVATE LIMITED
112 Robinson Rd, #05-01, Singapore 068902
Telephone: 6227 6660
Business Hours: 8.45 a.m. to 5.45 p.m. from Mondays to Fridays
(Closed on Saturdays, Sundays and Public Holidays)

The completed Exercise Notice must be delivered to the Warrant Agent not later than 5.00 p.m. on Thursday, 27 May 2021 accompanied by the following: -

1. The relevant Warrant Certificate(s) registered in the name of the exercising Warrantholder or CDP (as the case may be) for exercise at the specified office for the time being of the Warrant Agent together with the Exercise Notice (copies of which may be obtained from the Warrant Agent or the Company) in respect of the Warrants represented thereby, duly completed and signed by or on behalf of the exercising Warrantholder and duly stamped in accordance with any law for the time being in force relating to stamp duty PROVIDED ALWAYS that the Warrant Agent may dispense with or defer the production of the relevant Warrant Certificate where such Warrant Certificate is registered in the name of CDP;
2. Any such evidence as the Warrant Agent or the Company may require to determine or verify the due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including every joint Warrantholder, if any) or otherwise to ensure the due exercise of the Warrants;
3. Payment of the Exercise Price at the specified office for the time being of the Warrant Agent by way of remittance in Singapore currency by banker's draft or cashier's order drawn on a bank in Singapore and/or debiting the CPF Investment Account of the Warrantholder with the CPF Approved Bank, for the credit of the Special Account for the full amount of the monies payable in respect of the Warrant(s) exercised. PROVIDED ALWAYS that any such remittance shall be accompanied by the delivery to the Warrant Agent of the payment advice referred to below and shall comply with any exchange control or other statutory requirements for the time being applicable. Such payment shall be made free of any foreign exchange commissions, remittance charges or other deductions and shall be accompanied by a payment advice containing: -
 - a. the name of the exercising Warrantholder;
 - b. the number of Warrants exercised; and
 - c. if the relevant Warrant Certificate is registered in the name of a person other than CDP, the certificate number(s) of the Warrant Certificate(s) in respect of the Warrant(s) being exercised or, where the Warrant Certificates are registered in the name of CDP, the Securities Account number(s) of the exercising Warrantholder which is to be debited with the Warrants being exercised;
4. Payment of any deposit or other fees or expenses for the time being chargeable by and payable to CDP (if any) and any stamp, issue, registration or other similar taxes or duties arising on the exercise of the relevant Warrant(s) as the Warrant Agent may require; and 3
5. If applicable, payment of any fees for certificates for the New Shares to be issued, submission of any necessary documents required in order to effect, and payment of the expenses of the registration of the New Shares in the name of the exercising Warrantholder or CDP (as the case may be) and the delivery of certificates for the New Shares to the place specified by the exercising Warrantholder in the Exercise Notice or to CDP (as the case may be).

Warrantholders whose Warrants are registered in the name of CDP should note that the exercise of their Warrants is conditional upon, inter alia:

- (a) the number of Warrants so exercised being credited to the "Free Balance" of the Securities Account of the Warrantholder and remaining so credited until the relevant Exercise Date; and
- (b) the relevant Exercise Notice specifying that the New Shares to be issued on exercise of the Warrants are to be credited to the Securities Account of the exercising Warrantholder; or
- (c) in the case where funds standing to the credit of a CPF Investment Account are to be used for payment of the Exercise Price arising from the exercise of each Warrant, by crediting such Shares to the Securities Account of the nominee company of the CPF Approved Bank as specified in the Exercise Notice,

failing which the Exercise Notice shall be void and all rights of the exercising Warrantholder and of any other person thereunder shall cease.

Any Exercise Notice which does not comply with the conditions above shall be void for all purposes.

Any New Shares allotted and issued upon exercise of the Warrants shall be fully paid and shall rank for any dividends, rights, allocations or other distributions, the Record Date for which is on or after the relevant Exercise Date (subject as aforesaid), pari passu in all respects with the then existing Shares. "Record Date" in this context means, in relation to any dividends, rights, allocations or other distributions, the date on which as at the close of business shareholders of the Company must be registered in order to participate in such dividends, rights, allocations or other distributions.

TRADING IN WARRANTS

Please note that trading of the relevant warrants was suspended on 14 August 2019.

AFTER THE CLOSE OF BUSINESS AT 5.00 P.M. ON WEDNESDAY, 30 JANUARY 2024, ANY SUBSCRIPTION RIGHTS UNDER THE WARRANTS WHICH HAVE NOT BEEN EXERCISED AS AFORESAID WILL LAPSE AND EVERY WARRANT WILL THEREAFTER CEASE TO BE VALID FOR ANY PURPOSE WHATSOEVER.

Should you have any queries, please contact Neil Hoad-Vrolijk (neil.hoad-vrolijk@quantuma.com) or Luke Furler (luke.furler@quantuma.com).

Luke Furler
Joint Official Liquidator
KrisEnergy Limited (In Official Liquidation)