



## 3CNERGY LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 197300314D)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of 3Cnergy Limited (the "Company") will be held at 3 Lorong 6 Toa Payoh #01-01 HSR Building, Singapore 319378 on 26 June 2015 at 10 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:-

All capitalised terms used in this Notice of EGM which are not defined herein shall, unless the context otherwise requires, have the same meanings ascribed to them in the circular to the Shareholders of the Company dated 11 June 2015 ("Circular").

#### ORDINARY RESOLUTION 1: THE PROPOSED DISPOSAL

**THAT:-**

- (a) approval be and is hereby given for the Proposed Disposal on the terms and subject to the conditions set out in the Sale and Purchase Agreement and the Supplemental Deed; and
- (b) for the Directors of the Company and each of them to be and is hereby authorised to take such steps, enter into all such transactions, arrangements and agreements and execute all such documents as may be necessary or expedient for the purpose of completing the Proposed Disposal and/or the transactions contemplated by this Ordinary Resolution 1.

#### ORDINARY RESOLUTION 2: THE PROPOSED CHANGE OF AUDITORS

**THAT:-**

- (a) approval be and is hereby given to appoint Messrs Deloitte & Touche LLP, Singapore, as auditors of the Company for the financial year ending 31 December 2015 in place of the auditors, Messrs Ernst & Young LLP, Singapore, to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Directors to fix their remuneration; and
- (b) for the Directors of the Company and each of them to be and is hereby authorised to take such steps, enter into all such transactions, arrangements and agreements and execute all such documents as may be necessary or expedient to give effect to the Proposed Change of Auditors and/or this Ordinary Resolution 2.

By Order of the Board

Tan Siew Hua  
Company Secretary  
Singapore  
11 June 2015

#### Notes:

1. A member of the Company entitled to attend and vote at the EGM is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.
2. The instrument appointing a proxy or proxies must be deposited together with the power of attorney (if any) under which it is signed or a notorially certified or office copy thereof at the registered office of the Company at 3 Lorong 6 Toa Payoh, #01-01 HSR Building, Singapore 319378, not less than forty-eight (48) hours before the time for holding the EGM.

#### Personal data privacy:

By submitting a proxy form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member 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) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

*This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, CIMB Bank Berhad, Singapore Branch (the "Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor has not independently verified the contents of this notice. This notice has not been examined or approved by the SGX-ST and the SGX-ST and Sponsor assume no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice.*

*The contact person for the Sponsor is Mr Eric Wong (Director, Investment Banking), CIMB Bank Berhad, Singapore Branch, 50 Raffles Place #09-01 Singapore Land Tower, Singapore 048623, telephone (65) 6337 5115.*