



## FALCON ENERGY GROUP LIMITED

(Company Registration No. 200403817G)

(Incorporated in the Republic of Singapore)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“EGM”) of **FALCON ENERGY GROUP LIMITED** (“Company”) will be held at TRN Centre, 10 Anson Road #19-14, International Plaza, Singapore 079903 on Tuesday, 30 October 2018 at 10.30 a.m. (or as soon as practicable immediately following the conclusion or adjournment of the annual general meeting of the Company to be held on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

#### ORDINARY RESOLUTION:

**RATIFICATION OF THE DISPOSAL OF 217,800,000 ORDINARY SHARES REPRESENTING APPROXIMATELY 30.90 PER CENT. OF THE ISSUED AND PAID-UP SHARE CAPITAL OF CH OFFSHORE LTD. TO BT INVESTMENT PTE. LTD., A WHOLLY-OWNED SUBSIDIARY OF BAKER TECHNOLOGY LIMITED, FOR CASH OF S\$25,047,000**

#### That:

- (a) the entry by the Company into the SPA (as defined in the circular to shareholders dated 13 October 2018 (“Circular”)) in relation to the Disposal (as defined in the Circular), on the terms and subject to the conditions set out in the SPA, the performance by the Company of its obligations under the SPA and the completion of the Disposal in accordance with the SPA be and are hereby approved, ratified and confirmed; and
- (b) the Directors of the Company be and are hereby authorised to do all acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the interest of the Company, in connection with the Disposal, or the transactions contemplated by the Disposal, or to give effect to this Ordinary Resolution.

By Order of the Board

**Falcon Energy Group Limited**

Peh Lei Eng  
Company Secretary  
Singapore  
13 October 2018

#### Notes:

- (1) A shareholder of the Company entitled to attend and vote at the EGM of the Company is entitled to appoint a proxy or proxies to attend and vote in his stead. A shareholder of the Company which is a corporation is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a shareholder of the Company.
- (2) Where a shareholder (other than a Relevant Intermediary\*) appoints two proxies, he shall specify the proportion of his shareholding to be represented by each proxy in the instrument appointing such proxy, failing which, the appointments shall be invalid unless he specifies the proportion of his shareholding (expressed as a percentage of the whole) to be represented by each proxy.
- (3) A Relevant Intermediary may appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified).
- (4) The instrument appointing a proxy must be duly deposited at the registered office of the Company at 10 Anson Road, #33-15 International Plaza, Singapore 079903 not later than 48 hours before the time appointed for the holding of the EGM.
- (5) The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
- (6) A Depositor’s name must appear on the Depository Register maintained by The Central Depository (Pte) Limited as at 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to attend and vote at the EGM.

\* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act (Chapter 19) of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act (Chapter 289) of Singapore and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act (Chapter 36) of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.