
NOTICE OF EXTRAORDINARY GENERAL MEETING

The initial public offering of KrisEnergy Ltd. was sponsored by CLSA Singapore Pte Ltd and Merrill Lynch (Singapore) Pte. Ltd. (the "**Joint Issue Managers, Global Coordinators, Bookrunners and Underwriters**"). The Joint Issue Managers, Global Coordinators, Bookrunners and Underwriters assume no responsibility for the contents of this Notice.



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 at Phoenix II, Level 6, Hotel Novotel Singapore, 177A River Valley Road, Singapore 179031 on 24 April 2014 at 10.45 a.m. (or as soon thereafter following the conclusion or adjournment of the First Annual General Meeting of the Company to be held at 10.00 a.m. 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, which will be proposed as a Special Resolution:

Special Resolution

The Proposed Alterations and Substitution of the Existing Memorandum and Articles of Association of the Company

That the new Memorandum and Articles of Association submitted to this Meeting and, for the purposes of identification, initialled by the Chairman, and which incorporate the alterations as set out in the Appendix to the Company's Circular to Shareholders dated 27 March 2014, be approved and adopted as the Memorandum and Articles of Association of the Company in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association.

By Order of the Board

Kelvin Tang / Jennifer Lee
Joint Company Secretaries

Singapore, 27 March 2014

Notes:

1. Poll. The Chairman of the Extraordinary General Meeting will be exercising his right under Article 86(a) of the Articles of Association of the Company (the "**Articles**") to demand a poll in respect of the resolution to be put to the vote at the Extraordinary General Meeting and at any adjournment thereof. Accordingly, the Special Resolution proposed at the Extraordinary General Meeting will be voted on by way of a poll.
2. Depositors. Under the Articles, unless The Central Depository (Pte) Limited ("**CDP**") specifies otherwise in a written notice to the Company, CDP is deemed to have appointed as CDP's proxies to vote on behalf of CDP at the Extraordinary General Meeting each of the persons (who are individuals) holding shares in the capital of the Company through CDP and whose shares are entered in the Depository Register (as defined in Section 130A of the Companies Act, Chapter 50 of Singapore) ("**Depositors**"), whose names are shown in the records of CDP as at a time not earlier than 48 hours prior to the time of the Extraordinary General Meeting supplied by CDP to the Company, and such appointment of proxies shall not require an instrument of proxy or the lodgement of any instrument of proxy.

A Depositor may appoint not more than two persons (who shall be natural persons) to attend and vote in his place as proxy or proxies for CDP in respect of his shareholding, by completing and submitting the Depositor Proxy Form. The submission of a Depositor Proxy Form shall not preclude a Depositor appointed as a proxy by virtue of the Articles from attending and voting at the Extraordinary General Meeting but in the event of attendance by such Depositor, the Depositor Proxy Form submitted bearing his name as the Nominating Depositor (as defined in the Articles) shall be deemed to be revoked. The Company will reject a Depositor Proxy Form if the Nominating Depositor's name is not shown in the records of CDP as at a time not earlier than 48 hours prior to the time of the Extraordinary General Meeting supplied by CDP to the Company.

Where a Depositor is a corporation and wishes to be represented at the Extraordinary General Meeting, it must appoint a person or persons (who shall be natural persons) to attend and vote as proxy or proxies of CDP at the Extraordinary General Meeting in respect of its shareholding, by completing and submitting the Depositor Proxy Form.
3. Members. The Directors have fixed 22 April 2014 as the record date for determining those members who are entitled to attend and vote at the Extraordinary General Meeting. A member of the Company (other than CDP) entitled to attend and vote at the Extraordinary General Meeting who is the holder of two or more shares is entitled to appoint not more than two proxies to attend and vote instead of him, by completing and submitting the Shareholder Proxy Form. A proxy need not be a member of the Company. Delivery of the Shareholder Proxy Form shall not preclude a member from attending and voting in person at the Extraordinary General Meeting and in such event, the Shareholder Proxy Form shall be deemed to be revoked.
4. Deposit of Instrument of Proxy. The instrument appointing a proxy or proxies (together with the power of attorney, if any, under which it is signed or a certified copy thereof) must be deposited at the office of M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902 at least 48 hours before the time appointed for holding the Extraordinary General Meeting.