



# ATLANTIC NAVIGATION HOLDINGS (SINGAPORE) LIMITED

(Company Registration No. 200411055E)  
(Incorporated in the Republic of Singapore)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

*Unless otherwise defined, all capitalised terms used herein shall bear the same meanings as ascribed in the circular to shareholders dated 19 April 2017 issued by Atlantic Navigation Holdings (Singapore) Limited ("Circular").*

NOTICE IS HEREBY GIVEN that an extraordinary general meeting ("EGM") of Atlantic Navigation Holdings (Singapore) Limited (the "Company") will be held at 6 Battery Road, #10-01, Singapore 049909 on 5 May 2017 at 4.30 p.m. (or immediately following the conclusion or adjournment of the annual general meeting of the Company to be held at 3.30 p.m. on the same day and at the same place) for the purpose of considering and, if thought fit, passing with or without amendment, the following ordinary resolution:

### ORDINARY RESOLUTION

**THE PROPOSED ALLOTMENT AND ISSUANCE OF AN AGGREGATE OF UP TO 79,196,190 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY TO SCF-VIII, L.P., COMPRISING UP TO 79,196,190 CONVERSION SHARES UPON THE CONVERSION OF A CONVERTIBLE LOAN OF US\$13.0 MILLION AND ACCRUED PIK INTEREST PURSUANT TO TERMS AND CONDITIONS OF THE LOAN AGREEMENT**

Resolved that:

- (a) approval be and is hereby given for the allotment and issuance of an aggregate of up to 79,196,190 new ordinary shares in the capital of the Company to SCF-VIII, L.P. ("SCF"), comprising up to 79,196,190 Conversion Shares, upon the conversion of a convertible loan of US\$13.0 million and Accrued PIK Interest, at the Conversion Price of US\$0.20 per Conversion Share, subject to and otherwise in accordance with the terms and conditions of the Loan Agreement; and
- (b) the Directors of the Company and each of them be and is hereby authorised to implement, execute, perfect or give effect to complete and do all such acts and things (including executing all such documents as may be required) as they or he may in their/his absolute discretion consider necessary, desirable or expedient in the interests of the Company to complete the proposed allotment and issuance and to give effect to this Resolution.

By Order of the Board

Chew Kok Liang / Elizabeth Krishnan

Joint Company Secretaries

Singapore

19 April 2017

### Notes:

1. A member of the Company (other than a Relevant Intermediary) entitled to attend and vote at the EGM is entitled to appoint a proxy but not more than two (2) proxies to attend and vote on his/her behalf. A proxy need not be a member of the Company.
2. Where a member appoints (other than a Relevant Intermediary) more than one (1) proxy, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy and if no percentage is specified, the first named proxy shall be treated as representing 100% of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.
3. A member who is a Relevant Intermediary (as defined in the Section 181 of the Companies Act, Chapter 50 of Singapore) may appoint more than two (2) proxies in relation to a meeting to exercise all or any of his rights to attend and to speak and vote at the meeting, 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). In such an event, the Relevant Intermediary shall submit a list of its proxies together with the information required in this proxy form to the Company.
4. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his/her attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
5. The instrument appointing a proxy or proxies must be lodged at the registered office of the Company at Atlantic Navigation Holdings (Singapore) Limited c/o RHT Corporate Advisory Pte. Ltd., 9 Raffles Place #29-01, Republic Plaza Tower 1, Singapore 048619 not less than 48 hours before the time appointed for the EGM.
6. A Depositor shall not be regarded as a member of the Company entitled to attend the EGM and to speak and vote thereat unless his name appears on the Depository Register 72 hours before the time set for the EGM.

### Personal data privacy:

By submitting an instrument 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, (iii) undertakes that the member will only use the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iv) 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. The member's personal data and the proxy's and/or representative's personal data may be disclosed or transferred by the Company to its subsidiaries, its share registrar and/or other agents or bodies for any of the Purposes, and retained for such period as may be necessary for the Company's verification and record purposes.

*This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, SAC Advisors Private Limited (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 assumes 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 Ms Lee Khai Yinn (Tel: (65) 6532 3829) at 1 Robinson Road, #21-02 AIA Tower, Singapore 048542. SAC Capital Private Limited is the parent company of SAC Advisors Private Limited.*