



IN THE GENERAL DIVISION OF THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

HC/OS 32/2021

)

In the Matter of Part VII, Section 210 of the Companies Act
(Cap. 50)

FALCON ENERGY GROUP LIMITED
(Singapore UEN No. 200403817G)

... Applicant(s)

SCHEME OF ARRANGEMENT
Under Section 210 of the Companies Act (Cap. 50)

Between

FALCON ENERGY GROUP LIMITED
(Singapore UEN No. 200403817G)
(the “Company”)

And

THE SCHEME CREDITORS
(as defined in the Scheme)

NOTICE OF SCHEME MEETING

NOTICE IS HEREBY GIVEN that pursuant to an Order of Court dated 3 February 2021 (the “**Order**”) made in the above matter, the following meetings of the Scheme Creditors (as defined in the Scheme referred to below) of Falcon Energy Group Limited (Singapore UEN No. 200403817G) (the “**Company**”) will be held for the purpose of considering and, if thought fit, approving (with or without modification) the Scheme of Arrangement dated 10 February 2021 (the “**Scheme**”) proposed to be made pursuant to section 210 of the Companies Act (Cap. 50) (the “**Act**”) between the Company and the Scheme Creditors:

- (a) The Lenders’ Scheme Meeting will be held on **30 April 2021 at 9.30AM (Singapore time) via Video-Conference**;
- (b) The Unsecured Creditors’ Scheme Meeting will be held on **30 April 2021 at 10.30AM (Singapore time) via Video-Conference** ; and



- (c) The Associated Creditors' Scheme Meeting will be held on **30 April 2021 at 12.00PM (Singapore time) via Video-Conference** .

Unless otherwise notified by the Company, the Scheme Meeting shall be held by way of Video-Conference in accordance with the Protocol set out in **Appendix N** of the Scheme Document (as defined below).

Pursuant to the said Order, Wong Pheng Cheong Martin, care of KPMG Services Pte. Ltd. of 16 Raffles Quay #22-00, Hong Leong Building Singapore 048581, shall be appointed as chairman (the "**Chairman**") of the Scheme Meeting.

The Scheme and other related documents are incorporated in the Explanatory Statement required to be furnished pursuant to section 211 of the Act, of which this Meeting Notice forms part (the aforesaid documents shall collectively be referred to as "**Scheme Document**"). Copies of the Scheme Document have been sent: (a) by ordinary or registered post, hand delivery or courier as is appropriate to the Scheme Creditors who are not Noteholders (the "**Other Creditors**") for whom the Company has an address, which address the Company understands to be the last known address of that Scheme Creditor; and/or (b) by electronic mail to the Other Creditors for whom the Company has an E-Mail address, which E-mail address the Company understands to be the last known E-mail address of that Scheme Creditor or any director, employee, agent or representative of that Scheme Creditor; save that, where there are potential restrictions on sending the Scheme Document to any overseas jurisdiction, the Company need not send the Scheme Document to the Scheme Creditors in such overseas jurisdiction.

With respect to Scheme Creditors who are Noteholders, the Company has sent the Scheme Document (including this Meeting Notice) to the Account Holders for whom the Company has an address and/or E-Mail address (which address or E-Mail address the Company understands to be the last known address or E-Mail address of that Account Holder) by post, hand delivery, courier or electronic means, as the Company may deem appropriate.

Additional copies of the Scheme Document may also be obtained by the Scheme Creditors from the offices of the Company, at 10 Raeburn Park #01-33B Singapore 088702 ("**Specified Address**") or by writing in to scheme@feg.com.sg ("**Specified E-Mail Address**") during normal business hours on any day (other than a Saturday, Sunday or public holiday) prior to the day appointed for the Scheme Meeting.

An electronic copy of the Scheme Document shall be made available at the website of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**"). A Scheme Creditor in an overseas jurisdiction may also write to the Company at the Specified Address or Specified E-Mail Address to request for the Scheme Document to be sent to an address in Singapore by ordinary post, or an e-mail address specified by the Overseas Scheme Creditor, up to 7 days prior to the date of the Scheme Meeting at such Scheme Creditor's own risk.



For the purpose of participating and voting at the Scheme Meeting:

- (a) Every Noteholder must submit a duly completed Voting Instruction Form (the form of which may be found at **Appendix C** of the Scheme Document) in respect of its Notes (as defined in the Scheme) through the Account Holder to the Company at the Specified Address or Specified E-Mail Address, by no later than 5:00PM on 24 February 2021;
- (b) Every Other Scheme Creditor must submit a duly completed Proof of Debt (the form of which may be found at **Appendix D** of the Scheme Document) in respect of its Claim (as defined in the Scheme) against the Company as at the Ascertainment Date (as defined in the Scheme) to the Company at Specified Address or Specified E-Mail Address by no later than 5:00PM on 24 February 2021.

Any Scheme Creditor who fails to submit a duly completed Voting Instruction Form or Proof of Debt as the case may be in the manner and within the period stated in this Notice will not be allowed to vote (whether in person or by proxy) at the Scheme Meeting and any General Meeting (as defined in the Scheme) and will not be entitled to any distribution, payments or benefits under this Scheme (unless so admitted at the discretion of the Chairman / Scheme Manager) but shall, nonetheless, be bound by the terms of the Scheme in the event that it becomes effective, and shall have its Claim compromised or waived under the terms of this Scheme.

Each Scheme Creditor shall be entitled to attend and vote at the Scheme Meeting either in person or by proxy:

- (a) A Noteholder who wishes to attend and vote at the Scheme Meeting in person will need to instruct the relevant Account Holder to record in the Voting Instruction Form that the Noteholder wishes to attend and vote at the Scheme Meeting in person. A Noteholder who wishes to appoint a proxy to attend and vote will need to instruct the relevant Account Holder to record in the Voting Instruction Form that the Noteholder wishes to appoint a proxy and the voting instructions;
- (b) Any Other Creditor who wishes to appoint a proxy to attend and vote on its behalf at the Scheme Meeting will need to submit a Proxy Form (the form of which may be found at **Appendix E** of the Scheme Document) to the Company at the Specified Address or Specified E-Mail Address by no later than 10:00AM on 27 April 2021.

If a Scheme Creditor fails to lodge a valid Voting Instruction Form (including the proxy instruction) or Proxy Form as the case may be in the manner and within the period stated in this Notice, the proxy of such Scheme Creditor shall not be entitled to vote at the Scheme Meeting unless so admitted to vote at the discretion of the Chairman.



Submitting a proxy instruction via the Voting Instruction Form or a duly completed Proxy Form (as the case may be) will not prevent the Scheme Creditor from attending the Scheme Meeting and voting in person should it wish to do so. In the event the Scheme Creditor attends and votes in person, the proxy instruction via the Voting Instruction Form or Proxy Form (as the case may be) shall become null and void.

Dated this 10th day of February 2021