
NOTICE OF EXTRAORDINARY GENERAL MEETING

METIS ENERGY LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 199006289K)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Metis Energy Limited (“**Company**”) will be held at MND Auditorium, 9 Maxwell Road, Annexe A, MND Complex, Singapore 069112 on Friday, 24 November 2023 at 9.30 a.m. for the purpose of considering and, if thought fit, passing with or without modification(s), the following resolution as an Ordinary Resolution.

*All capitalised terms used in this Notice of EGM which are not defined herein shall have the same meanings ascribed to them in the circular to the shareholders of the Company dated 8 November 2023 (the “**Circular**”).*

ORDINARY RESOLUTION

THE PROPOSED DISPOSAL AS A MAJOR TRANSACTION AND AN INTERESTED PERSON TRANSACTION

That:

- (a) the execution of the conditional sale and purchase agreement dated 26 June 2023 (“**SPA**”) amongst the Company’s wholly-owned subsidiary SLM Holding Pte. Ltd, Gallant Power Pte. Ltd. and Dato’ Low Tuck Kwong, as sellers, and PT Bayan Resources Tbk and PT Bayan Energy, as buyers, in relation to the sale of all of the Company’s shareholding interest in PT Kariangau Power be and is hereby approved, confirmed and ratified;
- (b) the transactions contemplated under the SPA be and are hereby approved, confirmed and ratified; and
- (c) the Directors and each of them be and are hereby authorised to take all such steps, complete and do all such acts, matters and things as they may consider necessary or expedient for the purposes of or in connection with the SPA (including but not limited to amending, finalising, approving and executing all such documents as may be required in connection with the SPA) and exercise such discretion as the Directors or any of them may in their absolute discretion deem fit, advisable or necessary in connection with all or any of the above matters.

By Order of
the Board of Directors of
Metis Energy Limited

Tang Kin Fei
Board Chairman

8 November 2023

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Notes:

- (1) A member of the Company entitled to attend and vote at the EGM (other than a member who is a relevant intermediary) is entitled to appoint not more than two (2) proxies to attend and vote in his/her/its stead. A proxy need not be a member of the Company.
- (2) Pursuant to Section 181 of the Companies Act 1967 of Singapore, a member of the Company who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote at the EGM instead of such member. Where such member appoints more than two (2) proxies, the appointments shall be invalid unless the member specifies the number of Shares in relation to which each proxy has been appointed.

“relevant intermediary” means:

- (a) a banking corporation licenced under the Banking Act 1970 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 2001 of Singapore, and who holds shares in that capacity; or
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953 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.
- (3) In appointing a proxy or proxies, a member (whether individual or corporate and including a relevant intermediary as defined in Section 181 of the Companies Act, which includes CPFIS Investors and/or the SRS Investors) must submit his/her/its instrument appointing the proxy(ies) (i.e. the “**Proxy Form**”) together with the power of attorney or other authority under which it is signed (if applicable) or a duly certified copy thereof, to vote on his/her/its behalf. A member should give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the proxy will vote at his/her/its own discretion.
 - (4) The Proxy Forms must be submitted to the Company in the following manner:
 - (a) if submitted in hard copy and sent by post, the Proxy Forms must be lodged at the Company’s registered office at 133 New Bridge Road, #18-09 Chinatown Point, Singapore 059413; or
 - (b) if submitted electronically, the Proxy Forms must be submitted via email to the Company at investor.relations@metisenergy.com,
in either case, at least 48 hours before the time for holding the EGM, by no later than **9.30 a.m. on 22 November 2023** (the “**Proxy Deadline**”).

- (5) Investors who hold their Shares through relevant intermediaries as defined in Section 181 of the Companies Act (including CPFIS Investors and SRS Investors) and who wish to exercise their votes by appointing a proxy or proxies should approach their respective relevant intermediaries (including their respective CPF agent banks or SRS agent banks) to submit their voting instructions by 9.30 a.m. on 14 November 2023 (being seven (7) working days before the date of EGM) in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the proxy(ies), to vote on their behalf **no later than the Proxy Deadline**.
- (6) A Depositor’s name must appear on the Depository Register maintained by The Central Depository (Pte) Limited 72 hours before the time appointed for the EGM in order for the Depositor to be entitled to attend and vote at the EGM.
- (7) Members may raise questions at the EGM or submit questions related to the resolutions to be tabled for approval at the EGM, in advance of the EGM. Members who would like to submit questions in advance of the EGM may do so in the following manner:
 - (a) if submitted by post, by depositing at the registered office of the Company at 133 New Bridge Road, #18-09 Chinatown Point, Singapore 059413; or
 - (b) if submitted by email, be received by the Company at investor.relations@metisenergy.com,

in either case, by 9.30 a.m. on 15 November 2023 (being seven (7) calendar days from the date of the Notice of EGM) (the “**Questions Submission Cut-Off Date**”).

Members submitting questions are requested to state: (i) their full name; and (ii) their identification/registration number, failing which the Company shall be entitled to regard the submission as invalid.

The Company will endeavour to address all substantial and relevant questions submitted by members prior to or during the EGM.

The responses to substantial and relevant questions raised by members on or before the Questions Submission Cut-Off Date will be published on SGXNet and the Company’s website at the URL <http://www.metisenergy.com> prior to the EGM or at the EGM.

Substantial and relevant questions which are submitted after the Questions Submission Cut-Off Date will be consolidated and addressed at 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, “**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.