

LOYZ ENERGY LIMITED
Registration No. 199905693M
(Incorporated in Singapore)

NOTICE IS HEREBY GIVEN that the 2013 Annual General Meeting of the shareholders of the Company will be held on Wednesday, 30 October 2013 at Klapsons, The Boutique Hotel - eighteen. 1 & 2 at level 18, 15 Hoe Chiang Road Tower Fifteen, Singapore 089316 at 11.00 a.m. to transact the following businesses:

AGENDA

ORDINARY BUSINESS

1. To receive and consider the audited financial statements of the Company and the reports of the Directors and Auditors for the financial year ended 30 June 2013. Resolution 1
2. To re-elect the following directors retiring pursuant to the Company's articles of association ("Article"):-
 - a) Mr Sim Siang Choon (Article 107) Resolution 2
 - b) Mr Teo Choon Kow @ William Teo (Article 107) Resolution 3

Mr Teo Choon Kow @ William Teo shall, upon re-election as director of the Company, remain as Chairman of Audit Committee, Chairman of Nominating Committee and a member of Remuneration Committee. Mr Teo Choon Kow @ William Teo shall be considered independent for the purpose of Rule 704(7) of the Listing Manual Section B: Rules of Catalist ("Catalist Rules") of the Singapore Exchange Securities Trading Limited ("SGX-ST").
3. To approve the directors' fees of S\$137,000 for the financial year ended 30 June 2013. Resolution 4
4. To re-appoint Messrs BDO LLP as Auditors for the ensuing year and to authorise the directors to fix their remuneration. Resolution 5

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution as ordinary resolution, with or without amendments:

5. **Authority to allot and issue shares** Resolution 6

"Pursuant to Section 161 of the Singapore Companies Act, Cap. 50. and subject to Rule 806 of the Catalist Rules, authority be and is hereby given to the directors of the Company ("Directors") to allot and issue shares and convertible securities in the capital of the Company (whether by way of rights, bonus or otherwise) at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit provided that:-

- (i) the aggregate number of shares and convertible securities to be issued pursuant to this resolution does not exceed 100 per cent (100%) of the total number of issued shares excluding treasury shares of the Company (as calculated in accordance with sub-paragraph below), of which the aggregate number of shares and convertible securities to be issued other than on a pro rata basis to existing shareholders of the Company does not exceed fifty per cent (50%) of the total number of issued shares excluding treasury shares of the Company (as calculated in accordance with sub-paragraph (ii) below);

- 2 -

- (ii) (subject to such manner of calculations as may be prescribed by the SGX-ST), for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (i) above, the total number of issued shares excluding treasury shares shall be based on the total number of issued shares excluding treasury shares of the Company at the time this resolution is passed after adjusting for:-
 - (a) new shares arising from the conversion or exercise of any convertible securities;
 - (b) new shares arising from exercising share options or vesting of share awards outstanding or subsisting at the time of the passing of the resolution approving the mandate, provided the options or awards were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and
 - (c) any subsequent bonus issue, consolidation or sub-division of shares
- (iii) unless revoked or varied by the Company in a general meeting, the authority conferred by this resolution shall continue in force until the conclusion of the next annual general meeting or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.”

[See Explanatory Note (i)]

6. **Authority to grant options and issue shares under the Loyz Energy Employee Share Option Scheme** Resolution 7

“That pursuant to Section 161 of the Singapore Companies Act, authority be and is hereby given to the Directors to offer and grant options in accordance with the provisions of the Loyz Energy Employee Share Option Scheme (the “Scheme”) and to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the exercise of the options under the Scheme (including but not limited to allotment and issuance of shares in the capital of the Company at any time, whether during the continuance of such authority or thereafter, pursuant to options made or granted by the Company whether granted during the subsistence of this authority or otherwise) provided always that the aggregate number of shares to be issued pursuant to the Scheme when aggregated together with shares issued and/or issuable in respect of all options granted under the Scheme, all other existing share schemes or share plans of the Company for the time being shall not exceed 15% of the total number of issued shares of the Company excluding treasury shares from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next annual general meeting or the date by which the next annual general meeting is required by law to be held, whichever is earlier.”

[See Explanatory Note (ii)]

7. Authority to allot and issue shares under the Loyz Energy Performance Share Plan Resolution 8

“That pursuant to Section 161 of the Singapore Companies Act, the Directors be and are hereby authorised to grant awards in accordance with the provisions of the Loyz Energy Performance Share Plan (the “Plan”) and to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to the award granted under the Plan (including but not limited to allotment and issuance of shares in the capital of the Company at any time, whether during the continuance of such authority or thereafter, pursuant to award made or granted by the Company whether granted during the subsistence of this authority or otherwise) provided always that the aggregate number of shares to be issued pursuant to the Plan when aggregated together with shares issued and/or issuable in respect of all options granted under the Scheme, all other existing share schemes or share plans of the Company for the time being shall not exceed 15% of the total number of issued shares of the Company excluding treasury shares from time to time and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next annual general meeting or the date by which the next annual general meeting is required by law to be held, whichever is earlier.”

[See Explanatory Note (iii)]

8. And to transact any other business which may be properly transacted at an annual general meeting.

BY ORDER OF THE BOARD

Yap Peck Khim
Company Secretary
Date : 11 October 2013

- 4 -

Explanatory Notes :

- (i) The ordinary resolution proposed in item 5, if passed, will empower the Directors from the date of the above annual general meeting until the date of the next annual general meeting, to allot and issue shares and convertible securities in the Company. The number of shares and convertible securities, which the Directors may allot and issue under this resolution shall not exceed 100% of the Company's total number of issued shares excluding treasury shares at the time of passing this resolution. For allotment and issuance of shares and convertible securities other than on a pro-rata basis to all shareholders of the Company, the aggregate number of shares and convertible securities to be allotted and issued shall not exceed 50% of the Company's total number of issued shares excluding treasury shares. This authority will, unless previously revoked or varied at a general meeting, expire at the next annual general meeting.
- (ii) The ordinary resolution proposed in item 6, if passed, will empower the Directors to offer and grant options under the Scheme and to allot and issue shares upon the exercise of such options in accordance with the Scheme.
- (iii) The ordinary resolution proposed in item 7 above, if passed, will empower the Directors to grant awards and to allot and issue shares in accordance with the Plan.

Notes:

- (a) A member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company.
- (b) If a proxy is to be appointed, the form must be deposited at the registered office of the Company at 15 Hoe Chiang Road #19-01 Tower Fifteen Singapore 089316 not less than 48 hours before the annual general meeting.
- (c) The form of proxy must be signed by the appointor or his attorney duly authorised in writing.
- (d) In the case of joint shareholders, all holders must sign the form of proxy.

*This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor (the "**Sponsor**"), Canaccord Genuity Singapore Pte Ltd, 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 Mr Alex Tan, CEO, Canaccord Genuity Singapore Pte Ltd at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854 6160.