



## HIBISCUS PETROLEUM BERHAD

Registration Number: 200701040290 (798322-P)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“**EGM**”) of Hibiscus Petroleum Berhad (“**Hibiscus Petroleum**” or “**Company**”) will be held via a virtual platform at the broadcast venue at Tricor Business Centre, Gemilang Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (“**Broadcast Venue**”) on Tuesday, 28 December 2021 at 9.30 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, to pass the following resolution (with or without modifications):

#### ORDINARY RESOLUTION

**PROPOSED ACQUISITION BY PENINSULA HIBISCUS SDN BHD (“PENINSULA HIBISCUS”), AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF HIBISCUS PETROLEUM BERHAD (“HIBISCUS PETROLEUM”), OF THE ENTIRE ISSUED SHARE CAPITAL OF FORTUNA INTERNATIONAL PETROLEUM CORPORATION (“FIPC”) FOR A CASH CONSIDERATION OF USD212.5 MILLION (OR EQUIVALENT TO APPROXIMATELY RM879.5 MILLION) (“PROPOSED ACQUISITION”)**

“**THAT**, subject to the approvals of all relevant regulatory authorities being obtained upon terms and/or conditions acceptable to the Company’s Board of Directors, approval be and is hereby given for Peninsula Hibiscus, an indirect wholly-owned subsidiary of Hibiscus Petroleum, to acquire the entire issued share capital of FIPC for a cash consideration of USD212.5 million (or equivalent to approximately RM879.5 million), subject to adjustments, pursuant to and in accordance with the terms of the Sale and Purchase Agreement dated 1 June 2021 in relation to the Proposed Acquisition, as further elaborated in the Company’s circular to shareholders dated 13 December 2021.

**AND THAT** the Directors of the Company, be and are hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or agreements (including, without limitation, the affixing of the Company’s common seal, where necessary) as the Directors may consider necessary, expedient or relevant to give effect to and complete the Proposed Acquisition and with full power to assent to any conditions, terms, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Directors may deem necessary, expedient or relevant in the best interest of the Company and to take such steps as they may deem necessary, expedient or relevant in order to implement, finalise and give full effect to the Proposed Acquisition.”

#### BY ORDER OF THE BOARD

Tai Yit Chan (MAICSA 7009143) (SSM PC No. 202008001023)  
Tan Ai Ning (MAICSA 7015852) (SSM PC No. 202008000067)  
Secretaries

Selangor Darul Ehsan  
13 December 2021

**Notes:**

1. *In light of the Coronavirus (“COVID-19”) pandemic and in line with the Guidance and Frequently Asked Questions (“FAQs”) on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, the EGM of the Company will be conducted entirely on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (“RPV”) facilities. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd (“TIIH”) as the Poll Administrator for this EGM to facilitate the RPV via TIIH Online website at <https://tiih.online>. The procedures for members to register, participate and vote remotely via the RPV facilities are provided in the Administrative Guide for this EGM.*
2. *The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016, which requires the Chair of the meeting to be present at the main venue. Members/proxies **are NOT** to be physically present at the Broadcast Venue on the day of this EGM.*
3. *For purposes of determining who shall be entitled to attend this EGM in accordance with Clauses 72(b) and 72(c) of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 21 December 2021 and only Depositors whose name appear on such Record of Depositors shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote via RPV at this EGM.*
4. *A member shall be entitled to appoint up to two (2) proxies to attend and vote at the EGM via RPV. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. A proxy appointed to attend and vote at the EGM via RPV shall have the same right as a member to speak (in the form of real time submission of typed texts) at the EGM.*
5. *A proxy or attorney or a duly authorised representative may, but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.*
6. *Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 which is exempted from compliance with the provisions of subsection 25A(1) of the Securities Industry (Central Depositories) Act, 1991 (Exempt Authorised Nominee) which holds Ordinary Shares in the Company for multiple beneficial owners in one (1) securities account (Omnibus Account), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds. Where the Exempt Authorised Nominee appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.*
7. *A member who has appointed a proxy or attorney or authorised representative to attend and vote at this EGM via RPV must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>.*  
*Please follow the procedures for RPV set out in the Administrative Guide.*
8. *For members who wish to appoint a proxy, the appointment of a proxy may be made in hard copy form or by electronic means.*

*Proxy Forms must be submitted in the following manner, not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned meeting provided that in the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chair of the meeting as his/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy has been duly completed by the member(s):*

(i) *In hard copy form*

(a) *To be valid, the Form of Proxy duly completed must be deposited at the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd's address at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.*

(b) *If the Form of Proxy is signed under the hands of an appointor or his attorney duly authorised (or if the appointor is a corporation, the Form of Proxy must be executed under its common seal or under the hands of an officer or attorney duly authorised), it should be accompanied by a statement reading "signed as authorised officer under Authorisation Document which is still in force, no notice of revocation having been received". If the Form of Proxy is signed under the attorney duly appointed under a power of attorney, it should be accompanied by a statement reading "signed under Power of Attorney which is still in force, no notice of revocation having been received". A copy of the Authorisation Document or the Power of Attorney, which should be valid in accordance with the laws of the jurisdiction in which it was created and is exercised, should be enclosed in the Form of Proxy.*

(ii) *Via Tricor Online System (TIH Online)*

*The Proxy Form can be electronically submitted via TIH Online at <https://tiih.online>. Please follow the procedures set out in the Administrative Guide.*

9. *Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in the Notice of this EGM will be put to vote by way of poll. An Independent Scrutineer will be appointed to verify the poll results.*

## **PERSONAL DATA POLICY**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak (in the form of real time submission of typed texts) 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, 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.