



## KS ENERGY SERVICES LIMITED

(COMPANY REGISTRATION NO.: 198300104G)  
(INCORPORATED IN THE REPUBLIC OF SINGAPORE)

### NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of the Company will be held at No. 4, Tuas Avenue 5, Singapore 639331 on Friday, 25 April 2008 at 1:30 p.m. for the purpose of transacting the following businesses:

#### ORDINARY BUSINESS

1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 December 2007 together with the Directors' Report and the Auditors' Report thereon. **(Resolution 1)**
2. To declare a Final Dividend of 3.0 cents per ordinary share (one-tier tax exempt) for the financial year ended 31 December 2007. **(Resolution 2)**
3. To approve Directors' Fees of S\$235,000 for the financial year ended 31 December 2007. **(Resolution 3)**
4. (a) To re-elect the following directors who are retiring under Article 91 of the Articles of Association of the Company and have offered themselves for re-election:
  - (i) Mr. Lim Ho Seng (See Additional Information No. 1) **(Resolution 4)**
  - (ii) Mr. Lee Beng Cheng, Billy (See Additional Information No. 2) **(Resolution 5)**
- (b) To note the retirement of Mr. Tan Fuh Gih (See Additional Information No. 3)
5. To re-elect Mr. Koh Soo Keong, a Director who is retiring under Article 97 of the Articles of Association of the Company and has offered himself for re-election. **(Resolution 6)**
6. To re-appoint Messrs. KPMG as Auditors and to authorise the Directors to fix their remuneration. **(Resolution 7)**

#### SPECIAL BUSINESS

To consider and, if thought fit, to pass the following as Ordinary Resolution, with or without modifications:

7. Authority to issue shares  
"That pursuant to Section 161 of the Companies Act, Cap. 50 and in accordance with Rule 806 of the Listing Manual of the Singapore Exchange Securities Trading Limited, approval be and is hereby given to the Directors to issue:-
  - (a) shares in the Company (whether by way of bonus, rights or otherwise); or
  - (b) convertible securities; or
  - (c) additional convertible securities arising from adjustments made to the number of convertible securities previously issued in the event of rights, bonus or capitalisation issues; or
  - (d) shares arising from the conversion of convertible securities,at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that :-
  - (i) the aggregate number of shares and convertible securities that may be issued shall not be more than 50% of the total number of issued shares excluding treasury shares, in the capital of the Company or such other limit as may be prescribed by the Singapore Exchange Securities Trading Ltd ("SGX-ST") as at the date the general mandate is passed;
  - (ii) the aggregate number of shares and convertible securities to be issued other than on a pro-rata basis to existing shareholders shall not be more than 20% of the total number of issued shares excluding treasury shares in the capital of the Company or such other limit as may be prescribed by the SGX-ST as at the date the general mandate is passed;
  - (iii) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraphs (i) and (ii) above, the total number of issued shares excluding treasury shares shall be calculated based on the total number of issued shares excluding treasury shares in the capital of the Company as at the date the general mandate is passed after adjusting for new shares arising from the conversion or exercise of any convertible securities or employee stock options in issue as at the date the general mandate is passed and any subsequent bonus issue, consolidation or subdivision of the Company's shares; and
  - (iv) unless earlier revoked or varied by the Company in general meeting, such authority shall continue in force until 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 Additional Information No. 4) **(Resolution 8)**
8. To transact any other business which may be properly transacted at an AGM.

BY ORDER OF THE BOARD

Lawrence Kwan  
Company Secretary

Singapore, 10 April 2008

#### Notes:

- i. A member entitled to attend and vote at this meeting is entitled to appoint not more than two proxies to attend and vote in his stead.
- ii. Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- iii. A proxy need not be a member of the Company.
- iv. The instrument appointing a proxy must be deposited at the registered office of the Company at No. 4, Tuas Avenue 5, Singapore 639331 not less than 48 hours before the time appointed for holding the meeting.

#### ADDITIONAL INFORMATION RELATING TO ITEMS OF ORDINARY AND SPECIAL BUSINESSES

1. Mr. Lim Ho Seng, if re-elected, will remain as Chairman of the Audit Committee and member of the Remuneration Committee; and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.
2. Mr. Lee Beng Cheng, Billy, if re-elected, will remain as Chairman of the Remuneration Committee and members of Audit Committee and Nominating Committee; and will be considered independent for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.
3. In accordance with Article 91 of the Articles of Association of the Company, Mr. Tan Fuh Gih retires from office. Mr. Tan Fuh Gih is not seeking re-election.
4. Ordinary Resolution 8 is to authorise the Directors of the Company from the date of the above Meeting until the next AGM to issue shares and/or convertible securities in the Company up to an amount not exceeding in aggregate 50 percent of the issued share capital of the Company of which the total number of shares and convertible securities issued other than on a pro-rata basis to existing shareholders shall not exceed 20 percent of the issued share capital of the Company at the time the resolution is passed, for such purposes as they consider would be in the interests of the Company. This authority will, unless revoked or varied at a general meeting, expire at the next AGM of the Company.

#### NOTICE OF BOOKS CLOSURE

NOTICE IS HEREBY GIVEN that the Transfer of Books and the Depository Register of the Company will be closed on 30 April 2008, for the preparation of dividend warrants for shareholders of ordinary shares registered in the books of the Company. Duly completed registrable transfers of ordinary shares in the capital of the Company ("Shares") received by the Company's Share Registrar, Tricor Barbinder Share Registration Services, 8 Cross Street, #11-00, PWC Building, Singapore 048424 up to 5.00 p.m. on 29 April 2008 will be entitled to the proposed dividend.

Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with Shares at 5.00 p.m. on 29 April 2008 will be entitled to the proposed dividend. Payment of the dividend if approved by members at the Annual General Meeting, will be made on 12 May 2008.

BY ORDER OF THE BOARD

Lawrence Kwan  
Company Secretary

Singapore, 10 April 2008