

CIRCULAR DATED 11 FEBRUARY 2021

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.**

Capitalised terms appearing on the cover of this Circular shall have the same meanings as defined herein. If you have sold or transferred all your shares in the capital of Alpha Energy Holdings Limited (the “**Company**”) held through The Central Depository (Pte) Limited (“**CDP**”), you need not forward this Circular with the Notice of Extraordinary General Meeting (“**EGM**”) and the attached Proxy Form to the purchaser or transferee as arrangements will be made by CDP for a separate Circular to be sent to the purchaser or transferee.

*This Circular has been reviewed by the Company’s sponsor, PrimePartners Corporate Finance Pte. Ltd. (the “**Sponsor**”). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the “**Exchange**”) and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.*

*The contact person for the Sponsor is Ms. Ng Shi Qing, 16 Collyer Quay, #10-00 Income at Raffles, Singapore 049318, [sponsorship@ppcf.com.sg](mailto:sponsorship@ppcf.com.sg).*

This Circular has been made available on SGXNet ([www.sgx.com](http://www.sgx.com)). A printed copy of this Circular will NOT be despatched to Shareholders.

**Due to the current COVID-19 restriction orders in Singapore, this EGM would be held by electronic means and therefore Shareholders will not be able to attend the EGM.** Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM by (a) watching or listening to the EGM proceedings through a “live” webcast comprising both video (audiovisual) and audio feeds, (b) submitting questions in advance of the EGM, and/or (c) voting by proxy for resolution tabled at the EGM.

Please refer to paragraph 5 of this Circular for further information, including the steps to be taken by Shareholders to participate at the EGM.



**ALPHA ENERGY HOLDINGS LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200310813H)

**CIRCULAR TO SHAREHOLDERS**  
in relation to:

**THE PROPOSED CHANGE OF NAME FROM “ALPHA ENERGY HOLDINGS LIMITED” TO  
“ALPHA DX GROUP LIMITED”**

**Important Dates and Times**

Last date and time for lodgement of Proxy Form	:	3 March 2021 at 3 p.m.
Date and time of Extraordinary General Meeting	:	5 March 2021 at 3 p.m.
Place of Extraordinary General Meeting	:	By way of electronic means

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## DEFINITIONS

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In this Circular, the following definitions apply throughout except where the context otherwise requires:

<b>“ACRA”</b>	:	The Accounting and Corporate Regulatory Authority of Singapore
<b>“Board” or “Directors”</b>	:	The board of Directors of the Company as at the Latest Practicable Date
<b>“Catalist”</b>	:	The Catalist board of the SGX-ST
<b>“Catalist Rules”</b>	:	Section B: Rules of Catalist of the SGX-ST listing manual, as amended, modified or supplemented from time to time
<b>“CDP”</b>	:	The Central Depository (Pte) Limited
<b>“Circular”</b>	:	This circular to Shareholders dated 11 February 2021
<b>“Companies Act”</b>	:	The Companies Act (Chapter 50) of Singapore as amended, modified or supplemented from time to time
<b>“Company” or “Alpha Energy”</b>	:	Alpha Energy Holdings Limited (Company Registration No. 200310813H) having its registered office at 438B Alexandra Road, #05-08/10 Alexandra Technopark, Singapore 119968
<b>“Constitution”</b>	:	The Constitution of the Company, as amended, modified or supplemented from time to time
<b>“EGM”</b>	:	The extraordinary general meeting of the Company in relation to the Proposed Resolution to be held via electronic means on 5 March 2021 at 3 p.m., notice of which is set out in pages N-1 to N-3 of this Circular
<b>“Latest Practicable Date”</b>	:	9 February 2021, being the latest practicable date prior to the finalisation and release of this Circular
<b>“Notice of EGM”</b>	:	The notice of the EGM which is set out in pages N-1 to N-3 of this Circular
<b>“Proposed Change of Name”</b>	:	The proposed change of name of the Company from “Alpha Energy Holdings Limited” to “Alpha DX Group Limited” as described in Section 2 of this Circular
<b>“Proposed Resolution”</b>	:	Refers to the Special Resolution
<b>“Proxy Form”</b>	:	The proxy form in respect of the EGM as attached to this Circular
<b>“Register of Members”</b>	:	The register of members of the Company
<b>“Securities Account”</b>	:	A securities account maintained by a depositor with CDP but does not include a securities sub-account maintained with a depository agent

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## DEFINITIONS

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<b>“Securities and Futures Act” or “SFA”</b>	:	The Securities and Futures Act (Chapter 289) of Singapore, as amended, modified or supplemented from time to time
<b>“SGX-ST”</b>	:	Singapore Exchange Securities Trading Limited
<b>“Shareholders”</b>	:	Registered holders of ordinary shares in the capital of the Company, except where the registered holder is CDP, in which case the term “Shareholders” shall in relation to such Shares mean the Depositors whose Securities Accounts maintained with CDP are credited with Shares
<b>“Shares”</b>	:	Ordinary share(s) in the share capital of the Company
<b>“Special Resolution”</b>	:	The special resolution to approve the Proposed Change of Name
<b>“Sponsor”</b>	:	PrimePartners Corporate Finance Pte. Ltd.
<b>“Substantial Shareholder”</b>		Shall have the meaning ascribed to it in Section 81 of the Companies Act and Section 2(4) of the SFA, being a person who:  (a) has an interest or interests in one (1) or more voting Shares in the Company; and  (b) the total votes attached to that Share, or those Shares, is not less than 5% of the total votes attached to all the voting Shares in the Company

The terms **“Depositor”**, **“Depository Agent”** and **“Depository Register”** shall have the respective meanings ascribed to them in Section 81SF of the SFA and the terms **“subsidiary”** and **“related corporations”** shall have the meanings ascribed to them respectively in the Companies Act.

Words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter gender and vice versa. References to persons shall, where applicable, include firms, corporations and other entities.

Any reference in this Circular to any enactment is a reference to that statute or enactment for the time being amended or re-enacted up to the Latest Practicable Date. Any term defined under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof and used in this Circular shall, where applicable, have the meaning assigned to it under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof, as the case may be, unless otherwise provided.

Any reference in this Circular to **“Rule”** or **“Chapter”** is a reference to the relevant rule or chapter in the Catalist Rules as for the time being, unless otherwise stated.

Any discrepancies in the tables included herein between the amounts in the columns of the tables and the totals thereof and relevant percentages (if any) are due to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that precede them.

Any reference to a time of day in this Circular shall be a reference to Singapore time unless otherwise stated.

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## CAUTIONARY NOTE ON FORWARD-LOOKING STATEMENTS

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All statements other than statements of historical facts included in this Circular are or may be forward looking statements. Forward-looking statements include but are not limited to, those using words such as “expect”, “seek”, “anticipate”, “estimate”, “believe”, “intend”, “project”, “plan”, “strategy”, “forecast” and similar expressions or future or conditional verbs such as “will”, “would”, “should”, “could”, “may” and “might”. These statements reflect the Company’s current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information as at the Latest Practicable Date. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results or outcomes may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and neither the Company nor the Sponsor undertakes any obligation to update publicly or revise any forward-looking statements for any reasons, even if new information becomes available or other events occur in the future, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.

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## LETTER TO SHAREHOLDERS

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**ALPHA ENERGY HOLDINGS LIMITED**  
(Incorporated in the Republic of Singapore)  
(Company Registration No. 200310813H)

**Directors:**

Mr. Daiji Yamada (Chief Executive Officer and Executive Director)  
Mr. Ng Chee Weng @ Max Ng Chee Weng (Independent Non-Executive Director)  
Mr. Yoshiyasu Naruse (Non-Independent Non-Executive Director)  
Mr. Tan Ser Ko (Non-Independent Non-Executive Director)  
Mr. Fabian Sven Bahadur Scheler (Non-Independent Non-Executive Director)

**Registered Office:**

438B Alexandra Road  
#05-08/10 Alexandra  
Technopark  
Singapore 119968

11 February 2021

To: **Shareholders of Alpha Energy Holdings Limited**

Dear Sir / Madam

**THE PROPOSED CHANGE OF NAME FROM “ALPHA ENERGY HOLDINGS LIMITED” TO “ALPHA DX GROUP LIMITED”**

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**1. INTRODUCTION**

**1.1. EGM**

The Directors are convening an EGM by way of electronic means on 5 March 2021 at 3 p.m. to seek Shareholders’ approval in relation to the Proposed Change of Name of the Company from “Alpha Energy Holdings Limited” to “Alpha DX Group Limited” (the “**Proposed Resolution**”).

**1.2. Purpose of the Circular**

The purpose of this Circular is to provide Shareholders with the rationale for, and information relating to, the Proposed Resolution, and to seek Shareholders’ approval at the EGM for the Proposed Resolution.

The Notice of EGM is set out at pages N-1 to N-3 of this Circular.

**2. THE PROPOSED CHANGE OF NAME**

**2.1. Background and Rationale**

The Directors are proposing to change the Company’s name from “Alpha Energy Holdings Limited” to “Alpha DX Group Limited”.

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## LETTER TO SHAREHOLDERS

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On 9 October 2020, the Company obtained shareholder's approval for the diversification of its business activities to include the provision of learning and education services and in an announcement dated 22 January 2021, the Company announced that it has completed the acquisition of Kydon Learning Systems Institute Pte. Ltd. ("**KLSI**"), a company principally engaged in the business of digital transformation (DX) in the learning & education technology sector, which may involve the deployment of the LMS (Learning Management System) platforms, course wares, virtual modeling, virtual simulations, AR (Augmented Reality) tools, VSR (Virtual Simulated Reality), audio visual contents, as well as other related products and services for clients on online platforms.

Accordingly, the Board is of the view that the Proposed Change of Name is necessary for the Company as it has entered into the new industry with completely different business model. The Proposed Change of Name will also send the public and the Company's business partners a clear message that the Company is in learning and education sector and in the digital transformation space.

Shareholders should note that the change of the Company's name does not affect the (i) legal status of the Company, (ii) any of the rights and obligations of the Company, (iii) any of the rights of Shareholders. The existing Shares will continue to be traded on the Catalist of the SGX-ST.

### 2.2. **Approvals**

An application was made to ACRA for the reservation of the proposed name "**Alpha DX Group Limited**". ACRA had on 7 February 2021 approved the application. The proposed name has been reserved until 7 June 2021 and no further extension of name reservation period is allowed.

The Proposed Change of Name is subject to shareholders' approval and will be tabled as a special resolution at the EGM.

Upon shareholders' approval and registration by ACRA, the Company shall change its name to "**Alpha DX Group Limited**" with effect from the date of issue of the notice of change of name by ACRA and the name "Alpha Energy Holdings Limited" shall be substituted by "**Alpha DX Group Limited**" wherever the former name appears in the Company's Constitution. The Company will make an announcement when the Proposed Change of Name takes effect.

### 2.3. **No replacement of existing share certificates required**

Shareholders should note that notwithstanding the Proposed Change of Name, the Company will not be recalling existing share certificates of the Company from Shareholders. Existing share certificates of the Company bearing the current name, that is, "Alpha Energy Holdings Limited", issued prior to the date on which the Proposed Change of Name takes effect, will continue to be *prima facie* evidence of legal title. No further action is required on the part of Shareholders in respect of their existing share certificates.

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## LETTER TO SHAREHOLDERS

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### 3. DIRECTORS' RECOMMENDATION

Having considered the rationale of the Proposed Change of Name, the Directors are unanimously of the opinion that the Proposed Change of Name is in the best interests of the Company and accordingly recommend that Shareholders vote in favour of the Special Resolution relating to the Proposed Change of Name, to be proposed at the EGM as set out in the Notice of the EGM.

### 4. EXTRAORDINARY GENERAL MEETING

The EGM, notice of which is set out on pages N-1 to N-3 of this Circular, will be held by way of electronic means on 5 March 2021 at 3 p.m. for the purpose of considering and, if thought fit, passing with or without modifications, the Proposed Resolution set out in the Notice of EGM.

### 5. ACTION TO BE TAKEN BY SHAREHOLDERS

In light of the current COVID-19 measures in Singapore, this EGM would be held by electronic means and therefore Shareholders will NOT be able to attend the EGM in person. Instead, alternative arrangements have been put in place to allow Shareholders to participate at the EGM through a "live" webcast or "live" audio feed as set out below:

#### 5.1. Watching the EGM proceedings via Webinar

Shareholders must pre-register at the pre-registration website at the URL <http://alphaenergyEGM1.kydonlsg.com> from now till 3 p.m. on 1 March 2021 to enable the Company to verify their status as Shareholders.

Following the verification, authenticated Shareholders will receive an email by 3 March 2021. The email will contain login credentials and instructions to access the live audio-visual webcast of the EGM proceedings. Shareholders who do not receive an email by 3 p.m. on 3 March 2021, but have registered by 3 p.m. on 1 March 2021, should contact the Company at [enquiries@alphaenergy.com.sg](mailto:enquiries@alphaenergy.com.sg).

#### 5.2. Submitting questions in advance of the EGM

Shareholders will not be able to ask questions during the live audio-visual webcast of the EGM proceedings. Therefore, it is important for Shareholders to pre-register and submit their questions in advance of the EGM.

Shareholders can submit questions related to the special resolution to be tabled for approval at the EGM to the Chairman of the EGM, in advance, via email to the Company at [enquiries@alphaenergy.com.sg](mailto:enquiries@alphaenergy.com.sg) or in hard copy by sending personally or by post and lodging the same at the registered office of the Company. All questions must be submitted by 3 p.m. on 26 February 2021 and the Company will not be able to address questions received after the cut-off time and date. The Company shall address substantial and relevant questions (as may be determined by the Company in its sole discretion) received from the Shareholders relating to the Proposed Resolution prior to the EGM via SGXNet and/or during the EGM proceedings.

The Company will publish the minutes as well as responses to the questions received of the EGM on the SGXNet within one month after the EGM.



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## LETTER TO SHAREHOLDERS

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### 5.3. Submitting Proxy Form

Shareholders (other than CDP) holding Shares who wish to vote, should complete, sign and return the Shareholder Proxy Form attached to the Notice of EGM in accordance with the instructions printed therein as soon as possible and, must appoint the Chairman of the EGM as their proxy by completing and submitting the Proxy Form to the Company in the following manner:

- (a) If submitted by post, be deposited at registered office of the Company at 438B Alexandra Road, #05-08/10 Alexandra Technopark, Singapore 119968; or
- (b) If submitted electronically, be submitted via email to the Company at [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com),

in either case not later than forty-eight (48) hours before the time fixed for holding the EGM, which is by 3 p.m. on 3 March 2021.

In appointing the Chairman of the EGM as Proxy, a member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting in the Proxy Form, failing which the appointment will be treated as invalid.

If the appointor is a corporate, the Proxy Form must be executed under seal or the hand of its duly authorised officer or attorney.

**In view of the current COVID-19 measures which may make it difficult for Shareholders to submit completed proxy forms by post, Shareholders are strongly encouraged to submit completed proxy forms electronically via email.**

The Company shall be entitled to reject the instrument appointing the Chairman of the EGM as proxy if it is incomplete, improperly complete, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the EGM as proxy (such as in the case the appointor submits more than one instrument of proxy).

A Depositor's name must appear on the Depository Register maintained by the CDP at least 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to vote on the resolution at the EGM by appointing the Chairman of the EGM as his/her proxy to do so on his/her behalf. In view of Section 81SJ(4) of the Securities and Futures Act (Cap. 289), Singapore, a Depositor shall not be regarded as a shareholder of the Company entitled to attend the EGM and to speak and vote thereat unless his/her name appears in the Depository Register maintained by the CDP at least seventy-two (72) hours before the EGM. Any Shareholder who is holding his/her shares via the CDP but whose name is not registered with the CDP seventy-two (72) hours before the EGM will not be entitled to attend and vote at the EGM. Accordingly, even if such Shareholder deposits his/her proxy form forty-eight (48) hours before the EGM, the Chairman of the EGM who is appointed as his/her proxy will not be entitled to vote on his/her behalf at the EGM.

SRS Investors who wish to appoint the Chairman of the EGM as proxy should approach their respective SRS Operators at least seven (7) working days before the EGM (i.e. by 3 p.m. on 24 February 2021), to ensure that their votes are submitted.

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## LETTER TO SHAREHOLDERS

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### 6. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm, after making all reasonable enquiries that, to the best of their knowledge and belief, this Circular constitutes full and true disclosure of all material facts about the Proposed Change of Name, and the Directors are not aware of any facts the omission of which would make any statement in this Circular misleading. Where information in this Circular has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Circular in its proper form and context.

### 7. CONSENTS

Morgan Lewis Stamford LLC, as the legal adviser to the Company for the Circular, has given and has not withdrawn its written consent to the issue of this Circular and the inclusion of its name and to act in such capacity in relation to this Circular.

### 8. DOCUMENTS FOR INSPECTION

Copies of the following documents may be inspected at the registered office of the Company at 438B Alexandra Road, #05-08/10 Alexandra Technopark, Singapore 119968 during normal business hours from 9.00 a.m. to 5.00 p.m. for three (3) months from the date of this Circular:

- (a) the existing Constitution of the Company;
- (b) the approval of ACRA for the Company's application for the reservation of the name "Alpha DX Group Limited"; and
- (c) the annual report of the Company for the financial year ended 31 December 2019.

Shareholders who wish to inspect these documents at the registered office of the Company are required to send an email request to [enquiries@alphaenergy.com.sg](mailto:enquiries@alphaenergy.com.sg) to make an appointment in advance. The Company will arrange a date when each Shareholder can come to the registered office to inspect accordingly. The inspection of documents will be arranged with each Shareholder to limit the number of people who are present at the registered office at any one point in time and such arrangements are subject to the prevailing regulations, orders, advisories and guidelines relating to safe distancing which may be implemented by the relevant authorities from time to time.

Yours faithfully

For and on behalf of the Board of Directors of  
**ALPHA ENERGY HOLDINGS LIMITED**

**Daiji Yamada**  
Chief Executive Officer and Executive Director

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**NOTICE OF EXTRAORDINARY GENERAL MEETING**

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**ALPHA ENERGY HOLDINGS LIMITED**  
(Incorporated in the Republic of Singapore)  
**(Company Registration Number: 200310813H)**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (“**EGM**”) of Alpha Energy Holdings Limited (the “**Company**”) will be held by way of electronic means on 5 March 2021 at 3 p.m. for the purpose of considering and, if thought fit, passing the following resolution which will be proposed as a special resolution:

*Please refer to the section titled “IMPORTANT INFORMATION” below for details.*

*All capitalised terms in this Notice which are not defined herein shall have the same meaning as ascribed to them in the Company’s circular dated 11 February 2021 (the “**Circular**”).*

**SPECIAL RESOLUTION: THE PROPOSED CHANGE OF NAME**

**THAT:**

- (a) subject to the approval of the Accounting and Corporate Regulatory Authority of Singapore (“**ACRA**”), the name of the Company be changed to “Alpha DX Group Limited” and the name “Alpha Energy Holdings Limited” be substituted by “Alpha DX Group Limited” wherever the former name appears in the Company’s Constitution; and
- (b) the Directors and each of them be and are hereby authorised to complete, enter and do all acts and things (including without limitation, prepare and finalise, approve, sign, execute and deliver all such documents or agreements as may be required) and do all deeds and things as they may consider necessary, desirable, incidental or expedient for the purposes of or to give effect to this Special Resolution and implement any of the foregoing as they think fit and in the interests of the Company.

By Order of the Board  
**ALPHA ENERGY HOLDINGS LIMITED**

**Tan Wee Sin**  
Company Secretary

Singapore  
11 February 2021

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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### **IMPORTANT INFORMATION**

Shareholders of the Company (“Shareholders”) should take note of the following arrangements for the EGM:

- (a) **Participation in the EGM via Live EGM Webcast and Live EGM Audio Feed:** The EGM will be conducted by electronic means and Shareholders will not be able to attend the EGM physically. All Shareholders or their corporate representatives (in the case of Shareholders which are legal entities) will be able to participate in the EGM proceedings by watching a “live” webcast (the “**Live EGM Webcast**”) or listen to a “live” audio feed (the “**Live EGM Audio Feed**”). Shareholders/Investors holding shares through relevant intermediaries (**other than SRS investors**) will not be able to pre-register for the “live” broadcast of the EGM. Such Shareholders/investors who wish to participate in the EGM proceedings should instead approach his/her relevant intermediary as soon as possible in order to make the necessary arrangements.
- (b) **Live EGM Webcast and Live EGM Audio Feed:** All Shareholders who wish to follow the proceedings of the EGM will need to pre-register at <http://alphaenergyEGM1.kydonlsg.com> (the “**Pre-registration Link**”) from now till 3 p.m. on 1 March 2021 (the “**Registration Deadline**”) for verification of their status as Shareholders (or the corporate representatives of such Shareholders) of the Company. Following successful verification, each Shareholder or its corporate representative(s) will receive an email confirmation (“**Confirmation Email**”) by 3 p.m. on 3 March 2021 containing instructions to access the live EGM proceedings.

Shareholders or their corporate representative(s) must not forward the abovementioned information to any other persons who are not shareholders and who are not eligible to attend the EGM. This is also to avoid any technical disruptions to the Live EGM Webcast or Live EGM Audio Feed due to overloading.

Shareholders or their corporate representatives who have registered by the Registration Deadline but do not receive the Confirmation Email by 3 p.m. on 3 March 2021 may contact the Company for assistance at +65 6571 0200 or email [enquiries@alphaenergy.com.sg](mailto:enquiries@alphaenergy.com.sg).

- (c) **Submission of Questions in advance of the EGM:** Shareholders will not be able to ask questions “live” via the Live EGM Webcast. Shareholders may submit questions related to the special resolution to be tabled for approval at the EGM to the Chairman of the EGM, in advance, by post to the Company at 438B Alexandra Road, #05-08/10 Alexandra Technopark, Singapore 119968 or sent by email to [enquiries@alphaenergy.com.sg](mailto:enquiries@alphaenergy.com.sg). Questions must be submitted by 3 p.m. on 26 February 2021 so that they may be addressed prior to the EGM proceedings. Shareholders or their representatives (in the case of shareholders which are legal entities) must state his/her full name and whether he/she is a shareholder or a representative of a shareholder which is a legal entity. Any question without the identification details will not be addressed. The Company shall address relevant and substantial questions (as may be determined by the Company in its sole discretion) received by 3 p.m. on 26 February 2021 prior to the EGM via SGXNet and/or during the EGM proceedings. The Company will publish the minutes of the EGM, including substantial and relevant comments or queries from shareholders relating to the agenda of the EGM, and responses from the Company, on SGXNet within one month after the date of EGM.
- (d) **Voting solely via appointing Chairman of the Meeting as Proxy:** Shareholders may only exercise their voting rights at the EGM via proxy voting. Shareholders who wish to vote on the resolution at the EGM must appoint the Chairman of the EGM as their proxy to do so on their behalf. In the Proxy Form, a shareholder should specifically direct the Chairman on how he is to vote for or vote against (or abstain from voting on) the resolution to be tabled at the EGM, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid. The instrument appointing the Chairman of the EGM as proxy must be deposited at the registered office of the Company at 438B Alexandra Road, #05-08/10 Alexandra Technopark, Singapore 119968 or sent by email to [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com) not less than forty-eight (48) hours (i.e. by 3 p.m. on 3 March 2021), before the time appointed for holding the EGM. The Proxy Form can be downloaded from SGXNet ([www.sgx.com](http://www.sgx.com)). **In view of the current COVID-19 measures which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email to [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com).**
- (e) **Investors who hold through Relevant Intermediaries (including SRS Investors):** A Depositor’s name must appear on the Depository Register maintained by The Central Depository (Pte) Limited (the “**CDP**”) at least 72 hours before the time fixed for holding the EGM in order for the Depositor to be entitled to vote on the resolution at the EGM by appointing the Chairman of the EGM as his/her proxy to do so on his/her behalf. In view of Section 81SJ(4) of the Securities and Future Act, Chapter 289 of Singapore, a Depositor shall not be regarded as a shareholder of the Company entitled to attend the EGM and to speak and vote thereat unless his/her name appears in the Depository Register maintained by the CDP at least seventy-two (72) hours before the EGM. Any shareholder who is holding his shares via the CDP but whose name is not registered with the CDP seventy-two (72) hours before the EGM will not be entitled to attend and vote at the EGM. Accordingly, even if such shareholder deposits his proxy form forty-eight (48) hours before the EGM, the Chairman of the EGM who is appointed as his/her proxy will not be entitled to vote at the EGM. SRS Investors who wish to appoint the Chairman of the EGM as proxy should approach their respective SRS Operators at least seven (7) working days before the EGM (i.e. by 3 p.m. on 24 February 2021), to ensure that their votes are submitted.

### **Access to documents or information relating to the EGM**

In accordance with the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital

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## NOTICE OF EXTRAORDINARY GENERAL MEETING

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Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, all documents and information relating to the business of the EGM (including the Circular and the Proxy Form) have been published on SGXNet ([www.sgx.com](http://www.sgx.com)). Printed copies will not be sent to Shareholders.

### Further Updates

In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures as may be appropriate up to the date of the EGM, including any precautionary measures required or recommended by government agencies, in order to curb the spread of COVID-19. Shareholders should continually check for announcements by the Company for updates on the EGM. The Company would like to thank all shareholders for their patience and co-operation in enabling the Company to continue holding its EGM amidst the COVID-19 situation.

### Personal Data Privacy

By (a) submitting an instrument appointing the Chairman of the EGM as a proxy to vote at the EGM and/or any adjournment hereof, or (b) completing the Pre-registration in accordance with this Notice, or (c) submitting any question prior to the EGM in accordance with this Notice, a shareholder of the Company consents to the collection, use and disclosure of the shareholders' personal data by the Company (or its agents or service providers) for the following purposes:

- (i) the processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the EGM as a proxy for the EGM (including any adjournment thereof);
- (ii) the processing of the Pre-registration for purposes of granting access to shareholders (or their representatives in the case of shareholders which are legal entities) to the live webcast or live audio feed of the EGM proceedings and providing them with any technical assistance where necessary;
- (iii) addressing relevant and substantial questions from Shareholders received before the EGM and if necessary, following up with the relevant shareholders in relation to such questions;
- (iv) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.

## PROXY FORM

### ALPHA ENERGY HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration No. 200310813H)

### PROXY FORM EXTRAORDINARY GENERAL MEETING

(Please see notes overleaf before completing this  
Proxy Form)

#### IMPORTANT:

1. Shareholders who wish to vote on the resolution at the Extraordinary General Meeting ("EGM") must appoint the Chairman of the EGM as their proxy to do so on their behalf.
2. For investors who have used their SRS monies to buy Alpha Energy Holdings Limited's shares, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
3. SRS investors who wish to appoint Chairman of the EGM as their proxy should contact their respective Agent Banks or SRS Operators at least seven (7) working days before the EGM to specify voting instructions and to ensure that their votes are submitted.

#### PERSONAL DATA PRIVACY:

By submitting an instrument appointing the Chairman of the EGM as Proxy, the shareholder accepts and agrees to the personal data privacy terms set out in the Proxy Form and Notice of Extraordinary General Meeting dated 11 February 2021.

\*I/We, \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC/Passport/Co Reg No.)  
of \_\_\_\_\_ (Address)  
being a shareholder/shareholders\* of **ALPHA ENERGY HOLDINGS LIMITED** (the "**Company**"), hereby  
appoint the Chairman of the EGM as \*my/our \*proxy to vote for \*me/us on \*my/our behalf at the EGM  
to be held by electronic means on 5 March 2021 at 3 p.m. and at any adjournment thereof.

No.	Special resolution relating to:	No. of Votes For <sup>(1)</sup>	No. of Votes Against <sup>(1)</sup>	No. of Votes Abstain <sup>(2)</sup>
1	The Proposed Change of Name			

<sup>(1)</sup> Voting will be conducted by poll. If you wish the Chairman of the EGM as your proxy to cast all your votes "For" or "Against" a resolution, please tick (✓) within the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution.

<sup>(2)</sup> If you wish the Chairman of the EGM as your proxy to abstain from voting a resolution, please tick (✓) within the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of votes that the Chairman of the EGM as your proxy is directed to abstain from voting in the "Abstain" box provided in respect of that resolution.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2021

\_\_\_\_\_  
Signature(s) of Shareholder(s)  
or Common Seal of Corporate Shareholder

\* Delete where inapplicable

Total Number of Shares in:	No. of shares
(a) CDP Register	
(b) Register of Members	

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

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## PROXY FORM

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### Notes:

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Future Act, Chapter 289 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
2. In accordance with the alternative arrangements under the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020, this EGM would be held by electronic means and therefore shareholders will not be able to attend the EGM in person. A shareholder (whether individual or a legal entity) must appoint the Chairman of the EGM as his/her/its proxy to vote on his/her/its behalf at the EGM if such shareholder wishes to exercise his/her/its voting rights at the EGM. This proxy form has been made available on SGXNet ([www.sqx.com](http://www.sqx.com)). A printed copy of this proxy form will NOT be despatched to shareholders.
3. A shareholder who is a relevant intermediary entitled to vote at the EGM must appoint the Chairman of the EGM to attend and vote at the EGM instead of the shareholder. SRS Investors who wish to appoint the Chairman of the EGM as proxy should approach their respective SRS Operators at least seven (7) working days before the EGM (i.e. by 3 p.m. on 24 February 2021), to ensure that their votes are submitted. Where a shareholder (whether individual or a legal entity) appoints the Chairman of the EGM as his/her/its proxy, he/she/it must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the form of proxy, failing which the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.  
  
*“Relevant intermediary” means:*
  - (a) a banking corporation licensed under the Banking Act, Chapter 19 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 Future Act, Chapter 289 of Singapore and who holds shares in that capacity; or
  - (c) the Central Provident Fund Board established by the Central Provident Fund Act, Chapter 36 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Central Provident Fund Act, Chapter 36 of Singapore, 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.
4. The instrument appointing the Chairman of the EGM as proxy must be deposited at the registered office of the Company at 438B Alexandra Road, #05-08/10 Alexandra Technopark, Singapore 119968 or sent by email to [sg.is.proxy@sg.tricorglobal.com](mailto:sg.is.proxy@sg.tricorglobal.com) not less than forty-eight (48) hours (i.e. by 3 p.m. on 3 March 2021), before the time appointed for holding the EGM. In view of the current COVID-19 measures which may make it difficult for shareholders to submit completed proxy forms by post, shareholders are strongly encouraged to submit completed proxy forms electronically via email.
5. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised. Where the instrument appointing a proxy or proxies is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
6. A corporation which is a shareholder may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the EGM, in accordance with Section 179 of the Companies Act, Chapter 50 of Singapore.

### General:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In the case of shareholder of the Company whose shares are entered against their names in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if such shareholder are not shown to have shares entered against their names in the Depository Register 72 hours before the time appointed for holding the EGM as certified by The Central Depository (Pte) Limited to the Company.

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## PROXY FORM

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**Personal data privacy:**

By (a) submitting an instrument appointing the Chairman of the EGM as a proxy to vote at the EGM and/or any adjournment thereof, or (b) completing the Pre-registration in accordance with the Notice of EGM, or (c) submitting any question(s) prior to the EGM in accordance with the Notice of EGM a shareholder of the Company consents to the collection, use and disclosure of the shareholders' personal data by the Company (or its agents or service providers) for the following purposes:

- (i) the processing and administration by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the EGM as a proxy for the EGM (including any adjournment thereof);
- (ii) the processing of the Pre-registration for purposes of granting access to shareholders (or their representatives in the case of shareholders which are legal entities) to the live webcast or live audio feed of the EGM proceedings and providing them with any technical assistance where necessary;
- (iii) addressing relevant and substantial questions from shareholders received before the EGM and if necessary, following up with the relevant shareholders in relation to such questions;
- (iv) the preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the EGM (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines.