

MAGNUS ENERGY GROUP LTD.

(Incorporated in Singapore)

(Registration No. 198301375M)

PROPOSED RE-ELECTION & APPOINTMENT OF DIRECTORS FOR UPCOMING EGM

Unless otherwise specified, all capitalised terms shall have the same meaning ascribed to them in the Previous Announcements (as defined below).

The Board of Directors (“**Board**”) of Magnus Energy Group Ltd (“**Company**” and, together with its subsidiaries, the “**Group**”) refer to the announcements dated 29 October 2019, 12 November 2019, 13 November 2019, 19 November 2019, 4 December 2019, 5 December 2019, 11 December 2019 and the announcement on the Notice of Extraordinary General Meeting and Circular on 18 December 2019 (“**Previous Announcements**”).

The Board is pleased to announce that the Company shall convene the Extraordinary General Meeting on 9 January 2020 (“**EGM**”), at York Hotel, Carlton Hall, Level 2, 21 Mount Elizabeth, Singapore 228516 at 10.00 a.m. and has issued, together with the Requisitioning Shareholders, a circular dated 18 December 2019 (“**Circular**”) on the SGXNet and the Company’s website.

The Company is pleased to propose the re-election of Mr. Lee Chong Ping (“**Mr. Lee**”) as an independent director and proposed appointments of Mr. See Soon Hong (“**Mr. See**”) as an Executive Director of the Company, Mr. Wong Ann Chai (“**Mr. Wong**”) as an Independent Director of the Company and Mr. Steven Lam Kuet Keng, BBM (“**Mr. Lam**”) as the Lead Independent Director of the Company (collectively as “**Company Proposed New Directors**”).

THE RESOLUTIONS FOR THE EGM

The Board wishes to draw the attention of Shareholders to:

Resolutions 1 to 8 are resolutions proposed by the Requisitioning Shareholders

Please refer to the Circular, specifically Section 3 in relation to the resolutions proposed by the Requisitioning Shareholders, and Appendix III in relation to the Requisitioning Shareholders Proposed New Directors Business Plan.

Resolutions 9 to 12 are proposed by the Company for the Re-election and Appointment of Directors

Resolution 9 is for the Re-election of Mr. Lee Chong Ping

Mr. Lee is a qualified accountant and has been involved in several corporate restructurings during his employment in Oceanus Group Limited, Patek Advisory Ltd, China Sky Chemical Co., Ltd and CFM Holdings Limited.

Mr. Lee was an audit senior in KPMG from 2006 to 2009. After he left KPMG, he has held several finance positions in listed companies in Singapore, such as the Corporate Accounts Manager of Sen Yue Holdings Limited (FKA PNE Micron Holdings Ltd) (2011 to 2012), Financial Controller of China Sky Chemical Fibre Co., Ltd (2012 to 2015), Chief Financial Officer of Transcorp Holdings Limited (2015) and Chief Financial Officer of CFM Holdings Limited (2016 to 2020). Mr. Lee has accumulated more than 10 years of experience in financial and accounting functions, with experience in managing the finance departments of several listed companies.

Mr. Lee has a Degree in Technology (Management) from University Technology of Malaysia. He is a fellow member of the Association of Chartered Certified Accountants (FCCA), a non-practicing member of Institute of Singapore Chartered Accountants (ISCA) and Malaysian Institute of Accountants (MIA).

Mr. Lee Chong Ping does not have any prior experience as a director of a public listed company although he has worked as an executive officer of listed companies, including as chief financial officer.

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Resolution 10 is for the appointment of Mr. See Soon Hong

The Nominating Committee (“NC”) has considered Mr. See’s past working experience and is of view that his experiences and business networks can contribute to the skills of the Board and the Company as an Executive Director.

Mr. See is an entrepreneur with business contacts in Asia and also a private equity investor with a focus in mergers and acquisitions, with an accumulated 15 years of experience in corporate finance, corporate restructuring advisory and corporate management. Mr. See has worked in industries such as search engine marketing and infrastructure project management. Mr. See was director of a few companies which also included HD Capital Pte Ltd (2014 to 1 November 2019), Brilliant Food Pte Ltd (2003 to October 2019) and W360 Group Pte Ltd (2018 to August 2019), which is a company whose core business focuses includes Search Engine Marketing for Facebook, Google, ORM & Programmatic.

Through the course of his business dealings and career, Mr. See has established networks and working relations in China, Vietnam and Bangladesh. He has facilitated collaborations with companies in several acquisitions arrangements.

Mr. See also served as Honorary Vice Consul to Madagascar in Singapore from 2008 to 2014 and trade advisor to the Consulate of Madagascar in Singapore from 2005 to 2008. Mr. See is currently a volunteer at the People’s Association.

Resolution 11 is for appointment of Mr. Steven Lam Kuet Keng, BBM

The NC has considered Mr. Lam’s past working experience in the corporate world and the legal sector and his Professional qualifications, and is of view that his skills to be complementary to the skills of the Board as an Independent Director.

Mr. Lam is currently a director in a Singaporean law firm, Templars Law LLC. In addition, Mr. Lam is Panel Arbitrator for Singapore Institute of Arbitrators, and as well as Panel Arbitrator for The Law Society’s Arbitration Scheme (1 August 2018 and 31 January 2020). Mr. Lam is a Fellow of the Chartered Institute of Arbitrators (London) since 2008. Mr. Lam is also Consultant and Panel Solicitor of Legal Aid Bureau of the Ministry of Law since 2000.

Mr. Lam is a Volunteer Mediator of the Consumer Association of Singapore (CASE) Mediation Centre (24 October 2017 to 31 October 2020) and Associate Mediator of Singapore Mediation Centre (1 April 2019 to 31 March 2020). He is also a Court Volunteer Mediator, State Courts of Singapore (1 February 2019 to 31 January 2022) and a Member of the Singapore Institute of Directors.

From 2006 to 2008, Mr. Lam was formerly a General Counsel and Head of the Corporate Affairs office of a Hong Kong and overseas listed company, Titan Petrochemicals Group Limited. Subsequently, Mr. Lam became a partner and senior lawyer in various international law firms: M/S Kennedys (2008 to 2009) and M/s Joseph Tan Jude Benny LLP (2009 to 2014), handling commercial and corporate matters (specialising in mergers and acquisitions and joint ventures of medical institutions and energy and oil & gas related companies) and dispute resolutions and arbitrations.

Through the course of his career, Mr. Lam is and was involved in many international commercial arbitrations, specialising in shipping, international trade, reinsurance and insurance disputes and cross-borders mergers and acquisitions.

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In addition, Mr. Lam is volunteering at various entities under the auspices of the People's Association and the Ministry of Social & Family Development. For his contributions to society, Mr. Lam was conferred the Public Service Medal (PBM) in 2005 and the Public Service Star (BBM) in 2012.

Mr. Lam is also a lecturer in Company Law and Corporate Governance at the Singapore University of Social Science, and an Associate Lecturer in Company Law at Murdoch University.

Mr. Lam graduated from the University of London with an 2nd Class Upper Honours Degree in Law and holds a Postgraduate Professional Honours Degree from the Bar Council of England and Wales (2nd Class Lower) and also a Master's Degree in Law from the National University of Singapore and a further Joint Master's Degree in Law from the University of Nottingham and NUS specialising in International Commercial Law.

Mr. Steven Lam Kuet Keng, BBM does not have any prior experience as a director of a public listed company in Singapore but has extensive knowledge of company laws and corporate governance of listed companies in Singapore.

Resolution 12 is for the Appointment of Mr. Wong Ann Chai

The NC has considered Mr. Wong's past working experiences as independent director in two listed companies and is of view that his skills to be complementary to the skills of the Board as an Independent Director..

Mr. Wong is currently the CEO of Nano Sun Pte Ltd ("**Nanosun**"). In 2014, Mr. Wong founded Nanosun, a high-tech nano-materials company in the Clean Technology Sector.

He worked in DBS Bank Ltd from 2007 to 2010 heading the Equity Capital Market Department and the planning function of DBS Bank Ltd. In DBS Bank Ltd., Mr Wong directed acquisitions, joint ventures in the financial institutions space, and developing organic growth initiatives with commercial, consumer banking, asset management and treasury business units. From 2010 to 2012, Mr. Wong was the Executive Director in the Investment Banking Division for Southeast Asia, Asia ex-Japan at Nomura Investment Bank Limited ("**Nomura**"). At Nomura, he was part of the team for the buyout and corporate investments. Mr. Wong was an Independent Director in Oceanus Group Limited (2015 to 2019) and SP Corporation Limited (2008 to 2013), both of which are Singapore listed companies.

Mr. Wong read Engineering Science at University of Oxford (UK), and won the Barnett Prize for Engineering and Exhibition Award for First Class Honours at Moderations. He also took an MBA at MIT Sloan School of Management (USA) and was named Sloan Fellow.

Please refer to the Circular, specifically in relation to Section 4 in relation to the resolutions proposed by the Company, and Appendix IV in relation to the Company Proposed New Directors Business Plan.

CIRCULAR

The Board believes that the Circular contains all relevant information to the Shareholders in relation to the proposed resolutions therein and would urge all Shareholders to attend the EGM and to vote for the future of the Company.

CLARIFICATION ON THE NEWS ARTICLE PUBLISHED ON BUSINESS TIMES ON 20 DECEMBER 2019

The Board also notes that a news article has been published on Business Times on 20 December 2019 ("**Article**"). In the Article, Mr. See, a Company Proposed New Director (refer to Resolution 10 for more information on Mr. See), was interviewed and shared some of the business plans which the Company

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Proposed New Directors have proposed, with Mr. See stating “the need to create recurring income and get the shares trading again”. The Article further states that “the new directors are not taking any fees, unlike the team of directors proposed by the Requisitioning Shareholders”.

The Board would like to clarify that Shareholders should read the Article together with the Circular, specifically in relation to the Company Proposed New Directors Business Plan as set out in Appendix IV to the Circular. Further, the Board would also like to clarify that the Company Proposed New Directors may be paid directors’ fees, which will be recommended by the Remuneration Committee and be subject to approval by Shareholders in the annual general meeting for financial year 30 June 2020.

FURTHER UPDATES

The Company shall provide further updates to the Shareholders when there are material developments on the EGM.

CAUTIONARY STATEMENT

Shareholders are advised to exercise caution when dealing with the Company’s securities. Shareholders should seek advice from their stockbrokers, bankers, solicitors, accountants, tax advisers or other professional advisers if they have any doubt about the actions that they should take.

BY ORDER OF THE BOARD

Magnus Energy Group Ltd.

Lee Chong Ping

Non-executive Independent Director

20 December 2019

About Magnus Energy Group Ltd. (www.magnusenergy.com.sg)

Listed since 04 August 1999

Incorporated in 1983, SGX Catalist Board-listed Magnus Energy Group Ltd. (“**Magnus**”) is an investment holding company with a diversified portfolio comprising oil and gas equipment distribution, renewable energy and property and infrastructure development.

Magnus aims to maximise shareholder value through strategic investments in profitable projects and acquisitions globally with the goal of broadening the Group’s earnings base and shareholder value.

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

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