



## ALAM MARITIM RESOURCES BERHAD

(Company No. 700849-K)

(Incorporated in Malaysia under the Companies Act, 1965)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting (“EGM”) of Alam Maritim Resources Berhad (“**ALAM**” or “**Company**”) will be held at the Theatre, Lower Ground Floor, Palace of Golden Horses, Jalan Kuda Emas, MINES Wellness City, 43300 Seri Kembangan, Selangor Darul Ehsan on Monday, 2 June 2014 at 10.00 a.m., for the purpose of considering and, if thought fit, passing the following resolution:

#### ORDINARY RESOLUTION

**PROPOSED ISSUANCE AND ALLOTMENT OF 123,000,000 NEW ORDINARY SHARES OF RM0.25 EACH IN ALAM (“ALAM SHARE(S)”) (“SUBSCRIPTION SHARES”) TO ASSOCIATED LAND SENDIRIAN BERHAD AND CAPRICE CAPITAL INTL LTD (“COLLECTIVELY REFERRED TO AS THE SUBSCRIBERS”), REPRESENTING APPROXIMATELY 15.35% OF THE EXISTING ISSUED AND PAID-UP SHARE CAPITAL OF THE COMPANY, AT AN ISSUE PRICE OF RM1.35 PER SUBSCRIPTION SHARE, FOR AN AGGREGATE CONSIDERATION OF RM166.05 MILLION TO BE SATISFIED IN CASH (“PROPOSED SHARE ISSUANCE”)**

“**THAT** subject to the approval of the relevant authorities/parties, authority be and is hereby given to the Company to issue and allot the Subscription Shares at an issue price of RM1.35 per Subscription Share to the Subscribers upon the terms and conditions of the subscription agreement dated 23 April 2014 entered into between the Company and the Subscribers of which the salient terms are set out in **Section 2.1** of the Circular.

**THAT** the Subscription Shares shall be credited as fully paid-up and upon allotment and issuance, rank pari passu in all respect with the existing ALAM Shares except that they shall not be entitled to any dividends, rights, bonuses, issues or other allotment or distribution which relevant book closing date is prior to the date of allotment and issuance of the Subscription Shares.

**THAT** the proceeds from the Proposed Share Issuance will be utilised for such purposes as set out in **Section 2.5** of the Circular and the Directors be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Directors may deem fit, necessary or expedient, subject to (where applicable) the approval of the relevant authorities.

**AND THAT** the Board of Directors of ALAM (“**Board**”) be and is hereby authorised to do all such acts and things and enter into any arrangements, guarantees and/or documents as the Board deems necessary and expedient in order to implement, finalise and/or give full effect to and complete the Proposed Share Issuance; and where applicable with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required by the relevant regulatory authorities or as the Board may deem necessary or expedient to implement, finalise and/or give full effect to and complete the Proposed Share Issuance.”

#### BY ORDER OF THE BOARD

**FATAN HAMAMAH KHALID**

(MAICSA 7039265)

Company Secretary

Kuala Lumpur

16 May 2014

#### Notes:

1. Only a depositor whose name appears on the Record of Depositors as at 27 May 2014 shall be entitled to attend, speak, vote at the said meeting or appoint proxy/proxies to attend and/or vote on his/her behalf.
2. A proxy need not be a member.
3. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
4. In accordance with the Company's Articles of Association, where two (2) proxies are appointed, the proportion of shares to be represented by each proxy must be specified.
5. The instrument appointing a proxy must be deposited at the Share Registrar's office not less than forty-eight (48) hours before the time for holding the meeting.