



ALAM MARITIM RESOURCES BERHAD

(Company No. 200501018734 (700849-K)
(Incorporated in Malaysia)

NOTICE IS HEREBY GIVEN THAT the Twentieth Annual General Meeting (“20th AGM”) of Alam Maritim Resources Berhad (“the Company” or “AMRB”) will be held at HIVE 5 (Enterprise 4), Taman Teknologi MRANTI, Lebuhraya Puchong-Sungai Besi, 57000 Bukit Jalil, Kuala Lumpur on Wednesday, 3 December 2025 at 10.30 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolutions with or without any modification:-

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 30 June 2025 (“FY2025”) together with the Reports of the Directors and Auditors thereon. *Please refer to Explanatory Note (i)*
2. To re-elect the following Directors who retire pursuant to Article 100 & 101 of the Company’s Constitution and being eligible, have offered themselves for re-election: *Please refer to Explanatory Note (ii)*
 - (i) Mr Yap Shuh Jian; and **Ordinary Resolution 1**
 - (ii) Puan Nur Aznita binti Taip. **Ordinary Resolution 2**
3. To approve the payment of Directors’ fees and remuneration to the Non-Executive Directors amounting to RM406,860 for the FY2025. **Ordinary Resolution 3**
4. To approve the payment of Directors’ fees and remuneration based on the remuneration structure as disclosed in Explanatory Note (iii) for the period from 1 July 2025 until the conclusion of the next AGM. *Please refer to Explanatory Note (iii)* **Ordinary Resolution 4**
5. To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to determine their remuneration. **Ordinary Resolution 5**

AS SPECIAL BUSINESS

To consider and, if thought fit, with or without modification, to pass the following resolutions which will be proposed as Ordinary Resolutions:

6. **Authority for Puan Fina Norhizah binti Haji Baharu Zaman to continue in office as Independent Non-Executive Director of the Company**

“THAT authority be and is hereby given for Puan Fina Norhizah binti Haji Baharu Zaman who has served as Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next AGM, in accordance with the Malaysia Code on Corporate Governance.” **Ordinary Resolution 6**

7. **Authority to Issue Shares Pursuant to Section 75 and Section 76 of the Companies Act, 2016** **Ordinary Resolution 7**

"**THAT** pursuant to Section 75 and Section 76 of the Companies Act, 2016, the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental and/or regulatory authority (if any), the Directors be and are hereby empowered to issue shares in the Company at any time at such price and upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares so issued does not exceed 10% of the issued capital of the Company for the time being and the Directors be and are also empowered to obtain the approval of the Bursa Securities for listing of and quotation for the additional shares so issued and that such authority shall continue in force until the conclusion of the next AGM of the Company."

8. **Proposed of Share Buy-Back Authority** **Ordinary Resolution 8**

"**THAT** subject to the Act, rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution, the Main Market Listing Requirements of Bursa Securities and any other relevant authorities, the Company be and is hereby authorised to purchase such amount of shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company **PROVIDED THAT:-**

- (a) the aggregate number of shares in the Company ("AMRB Shares") which may be purchased and/or held by the Company shall not exceed 10% of the total number of issued shares of the Company at any point of time, subject to a restriction that the share capital of the Company does not fall below the applicable minimum share capital requirements of the Main Market Listing Requirements of Bursa Securities;
- (b) the maximum funds to be allocated by the Company for the purpose of purchasing the AMRB Shares shall not exceed the Company's retained profits at any point of time;
- (c) the authority conferred by this resolution will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:-
 - (i) the conclusion of the next AGM at which time it shall lapse unless by Ordinary Resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
 - (iii) revoked or varied by Ordinary Resolution passed by the shareholders of the Company in a general meeting, whichever occurs first; and
- (d) upon completion of the purchase(s) of the AMRB Shares by the Company, the Directors of the Company be and are hereby authorised to cancel the AMRB Shares so purchased

9. To transact any other business of which due notice shall have been given in accordance with the Act and the Company's Constitution.

BY ORDER OF THE BOARD

SITI NURDIANA BINTI MD SAH
(SSM PC No. 202008000748) (LS 0009636)

Company Secretary
Kuala Lumpur
31 October 2025

EXPLANATORY NOTES:-

- (i) **Agenda Item No. 1 – Audited Financial Statements for the FY2025** is meant for discussion only as the provision of Section 340(1) (a) of the Companies Act, 2016 does not require the formal approval of shareholders for the Audited Financial Statements. As such, this item is not put forward for voting.
- (ii) **Ordinary Resolutions 1 and 2**
Mr Yap Shuh Jian, a Director who retires by rotation in accordance with Article 100 of the Company's Constitution and Puan Nur Aznita binti Taip, a Director who was appointed during the year, shall retire pursuant to Article 101 of the Company's Constitution, are being eligible, have offered themselves for re-election.
- (iii) **Ordinary Resolution 4 – Payment of Directors' Remuneration to the Non-Executive Directors for the period from 1 July 2025 until the conclusion of the next AGM of the Company.**

Board/Board Committee	Chairperson (RM/Year)	Member (RM/Year)
Board of Directors	RM90,000	RM75,000
Board Audit Committee	RM19,000	RM12,000
Board Risk Management Committee	RM6,000	RM5,000
Board Nomination & Remuneration Committee	RM6,000	RM5,000
Allowance: Meeting Attendance	RM1,000/day	RM1,000/day

EXPLANATORY NOTES ON SPECIAL BUSINESSES:-

- (i) **Ordinary Resolutions 6 – Proposed Continuation in Office as Independent Non-Executive Directors** resolution is in line with the recommendation under the **Malaysian Code on Corporate Governance 2021**.

Puan Fina Norhizah binti Haji Baharu Zaman was appointed to the Board on 22 October 2010 and has served as an Independent Non-Executive Director for more than fifteen (15) years, exceeding the nine (9)-year tenure limit prescribed under the Malaysian Code on Corporate Governance ("MCCG") 2021.

The Nomination and Remuneration Committee and the Board, having conducted an assessment, are satisfied that Puan Fina remains independent in character and judgment and continues to demonstrate integrity, objectivity, and commitment to the Board and its Committees.

The Board recommends that she be retained as an Independent Non-Executive Director based on the following justifications:

- (i) **Continued Independence:** She has confirmed her independence in accordance with Paragraph 1.01 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- (ii) **Integrity and Objectivity:** She has no conflict of interest with the Company and has not entered into any material contract with the Company or its subsidiaries.
- (iii) **Experience and Leadership:** She provides valuable continuity, insight, and experience developed over her tenure, contributing significantly to the Board's effectiveness.
- (iv) **Champion of Diversity:** As a **woman Independent Director and Chairman of the Board**, her continued presence supports the MCCG's best practices on gender diversity and balanced leadership representation. Her continued service strengthens the Company's governance culture and aligns with national aspirations for greater female representation in corporate leadership.

In compliance with the revised MCCG (effective 28 April 2021), the Company will adopt a two-tier voting process to seek shareholders' approval for her retention as an Independent Non-Executive Director beyond the nine (9)-year tenure limit.

- (ii) **Ordinary Resolution 7 - Authority to issue and allot shares pursuant to the Act**

The proposed Ordinary Resolution 7, if passed, will empower the Directors to issue and allot new shares in the Company from time to time provided that the aggregate number of shares issued pursuant to this mandate does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being. This mandate sought is a renewal of the mandate which was approved by shareholders at the past AGM. As at the date of this notice, the Company has not issued any new shares under this mandate which will lapse at the conclusion of the AGM. The renewal of the general mandate, if approved, will provide flexibility to the Company for any possible fund raising activities, including but not limited to placement of shares for the purpose of funding future investment project(s), working capital and/or acquisition(s) and to avoid any delay and costs involved in convening a general meeting for such issuance of shares. This mandate will, unless revoked or varied by the Company in the general meeting, expire at the conclusion of the next AGM of the Company, or the expiration of the period within which the next AGM of the Company is required by law to be held, whichever is earlier.

(iii) **Ordinary Resolution 8 - Proposed Share Buy-Back Authority**

The proposed adoption of Ordinary Resolution 9 is for the purpose of renewing the authority granted by the shareholders of the Company at the last AGM. The aforesaid proposed will allow the Directors to exercise the power of the Company to purchase not more than ten per centum (10%) of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the total retained profits of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company, or the expiration of the period within which the next AGM of the Company is required by law to be held, whichever is earlier. Further information on the Proposed of Share Buy-Back Authority is set out in the Circular/Statement to Shareholders.

**Statement Accompanying Notice of AGM
PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS**

The details of the Directors who are standing for re-election and the Directors' interest in the securities of the Company and/or its related companies are disclosed on pages 67, 70 and 71 of the Company's Annual Report 2025 respectively, which available on the Company's website at <https://www.alam-maritim.com.my/AMRB2025/AR2025>

Notes:-

1. Only members whose names appear in the Record of Depositors on 25 November 2025 shall be entitled to attend and vote at this AGM.
2. A member entitled to attend and vote at this meeting is entitled to appoint at least one proxy to attend and vote in his stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak and vote at the meeting.
3. Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
4. Where a member is an exempt authorised nominee (EAN) as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the EAN may appoint in respect of each omnibus account it holds.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, under its Common Seal or the hand of its attorney duly authorised.
6. The instrument appointing a proxy must be deposited at the office of the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, deposit in the drop-in box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or submitted electronically via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com>, not less than 48 hours before the time set for holding the meeting or any adjournment hereof.
7. In compliance with the Main Market Listing Requirements of Bursa Securities, all resolutions set out in the Notice will be voted by poll.