



**ALAM MARITIM RESOURCES BERHAD (700849-K)**  
(Incorporated in Malaysia)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING**

**DATE** : **2 JUNE 2014 (MONDAY)**

**TIME** : **10.00 A.M.**

**VENUE** : **THE THEATRETTE  
LOWER GROUND FLOOR  
PALACE OF GOLDEN HORSES  
JALAN KUDA EMAS  
MINES WELLNESS CITY  
43300 SERI KEMBANGAN  
SELANGOR**

**PRESENT**

1. Puan Fina Norhizah binti Haji Baharu Zaman - *Chairman pursuant to Article 122 of the Company's Articles of Association*
2. Datuk Azmi bin Ahmad - *Group Chief Executive Officer*
3. Encik Shahrudin bin Warno @ Rahmad - *Group Chief Operating Officer*
4. Encik Ahmad Hassanudin bin Ahmad Kamaluddin
5. Dato' Haji Ab Wahab bin Haji Ibrahim
6. Encik Mohd Abd Rahman bin Mohd Hashim

**IN ATTENDANCE**

- Fatan Hamamah Khalid (MAICSA 7039265) - *Company Secretary*

**SHAREHOLDERS PRESENT**

As per the attendance list [Total: 20 representing 266,036 Ordinary shares of RM1.00 each or 0.03% of the total shareholdings]

**PROXIES PRESENT**

As per the attendance list [Total: 29 representing 497,047,407 ALAM shares or 62.01% of the total shareholdings of which 66,291,748 represented by Chairman]

The Company Secretary with the permission of the Meeting informed that Dato' Captain Ahmad Sufian @ Qurnain bin Abdul Rashid has resigned as Chairman and Director on 1 January 2014. The Company Secretary further informed that pursuant to Article 122 of the Company's Articles of Association, the Board has appointed Puan Fina Norhizah binti Haji Baharu Zaman who is an Independent and Non-Executive Director as Chairman for this meeting.

#### **1. CHAIRMAN'S REMARK**

The Chairman addressed the shareholders and all attendees to the Company's Extraordinary General Meeting with a warm welcome.

The meeting began with a doa recital and safety briefing by Yg Berusaha Ustaz Mohd Jaafarudin Bin Md Ali Al-Hafiz from ALAM and Mr Richard Pahang from Palace of Golden Horses, respectively.

The Chairman then took the opportunity to introduce the Board Members and Management to the shareholders and then called the meeting to order.

#### **2. QUORUM**

As confirmed by the Company Secretary and pursuant to Article 72 of the Company's Articles of Association, the requisite quorum being present, the Chairman declared the meeting duly convened.

#### **3. NOTICE OF MEETING**

The Chairman with the permission of the Meeting declared the Notice of Extraordinary General Meeting dated 16 May 2014 to be taken as read.

#### **4. PROCEDURES FOR TABLING AND APPROVING RESOLUTION**

The Company Secretary read through the correct procedure for tabling and approving the resolution and guide the shareholders and proxies who wish to vote at the meeting.

#### **5. 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")**

The resolution was proposed by Puan Aznozihan binti Ayub, a proxy and seconded by Cik Sheblynn Hasnira binti Abdul Majid, a proxy.

By show of hand, the meeting unanimously **RESOLVED:-**

**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.

## **6. TERMINATION**

There being no other business, the meeting terminated at 10.20 a.m. with a note of thanks to the Chair.

Confirmed as correct,

**FINA NORHIZAH BINTI HAJI BAHARU ZAMAN**  
Chairman

Date :