



**I M QUARRIES LIMITED**  
(Incorporated in the Republic of Singapore)  
(UEN 201120428N | ARBN 154 095 897)

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting of I M Quarries Limited (the “Company”) will be held at the following place, date and time:

**Place:** The Annual General Meeting shall be held online by way of a video conference, the log-in details which are as follows:

**URL:** <https://zoom.us/join>

**Meeting ID:** 795 7413 3692 | Password: 9Yqh1v

**Date:** 19 August 2021

**Time:** 10:00 a.m.

to transact the following business:

- (A.) To accept the Directors’ Report, Statement by directors and audited financial statements of the Company for the financial year ended 31 March 2021 (collectively, the “2021 Annual Report”).

Explanatory Note:

Note 1 of the attached Explanatory Notes sets out information and instruction on how to obtain your copy of the 2021 Annual Report.

- (B.) To consider and, if thought fit, to pass with or without modification the following proposed resolutions:-

### AS ORDINARY RESOLUTIONS

1. THAT Mr. LIN Zhiyi Linus who retires pursuant to Article 20.2 and, being eligible, had offered himself for reappointment, be and is hereby reappointed as a director of the Company.

Explanatory Note:

Note 2 of the attached Explanatory Notes sets out the reason for and the effect of this Resolution, if passed.

2. THAT Ms. CHUA Soon Beng, Ellen who retires pursuant to Article 20.2 and, being eligible, had offered herself for reappointment, be and is hereby reappointed as a director of the Company.

Explanatory Note:

Note 3 of the attached Explanatory Notes sets out the reason for and the effect of this Resolution, if passed.

3. THAT pursuant to Section 161 of the Companies Act (Cap. 50), full authority be and is hereby given to the directors of the Company to issue such number of the Company's unissued share capital to such persons at such times and for such consideration as the directors in their discretion shall determine to be in the best interests of the Company AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting PROVIDED ALWAYS that such number of new shares issued under this mandate (if any) shall not exceed 15% of the Company's issued and paid up share capital and all other terms of such issue thereof shall at all times be in accordance with the Listing Rules (the "Listing Rules") of the National Stock Exchange of Australia ("NSX").

Explanatory Note:

Note 4 of the attached Explanatory Notes sets out the reason for and the effect of this Resolution, if passed.

4. THAT MGI Singapore PAC be and is hereby reappointed as auditors of the Company for the next financial year AND THAT the directors be and are hereby authorised to fix their remuneration.

By Order of the Board



ELLEN CHUA SOON BENG  
Non-Executive Chairman  
Singapore  
13 July 2021

## VOTING EXCLUSION STATEMENT

Mr. LIN Zhiyi Linus will abstain from voting on the proposed Resolution 1, and the Company will disregard any votes cast on the proposed Resolution 1 by Mr. LIN Zhiyi Linus and his associates.

Ms. CHUA Soon Beng, Ellen will abstain from voting on the proposed Resolution 2, and the Company will disregard any votes cast on the proposed Resolution 2 by Ms. CHUA Soon Beng, Ellen and his associates.

## EXPLANATORY NOTES

### Explanatory Note 1:

A copy of the 2021 Annual Report may be obtained, free of cost, after 2:30PM AEST on 13 July 2021 in one or more of the following manner:

1. by downloading an electronic copy thereof from:
  - (a.) NSX's market announcements portal on NSX's official website (URL: [www.nsx.com.au](http://www.nsx.com.au)) under the "Market Data | Announcements" tab.
  - (b.) the Company's official website (URL: [www.imquarries.com](http://www.imquarries.com))
2. by requesting for an electronic copy thereof to be e-mailed to you by sending your request by e-mail to [ir@imquarries.com](mailto:ir@imquarries.com) ; or
3. by requesting for a printed copy thereof to be posted to you by ordinary mail by sending your request:
  - (a.) by e-mail to [ir@imquarries.com](mailto:ir@imquarries.com);
  - (b.) by telephone to 02 82807100.

## **Explanatory Note 2**

### *Reason for proposed Resolution 1*

1. Article 20.2 requires that one-third of the directors for the time being (excluding director(s) appointed under Article 19.4) retire at an annual general meeting. This article is not applicable to the Company's Managing Director. Article 20.3 allows a director retiring under Article 20.2 to be eligible for reappointment as director.
2. The Company's board currently comprise Ms. Chua Soon Beng Ellen, Mr. Linus Lin Zhiyi, Mr. Mah Seong Kung, Mr. Bryan Phillip Loh Chuun-Ming and Mr. Chong Hock Tat Robin. Ms. Chua Soon Beng Ellen will retire at the Annual General Meeting under Article 20.2 and Mr. Chong Hock Tat Robin is the Company's Managing Director. Accordingly, Mr. Linus Lin Zhiyi, being the director longest in office since his last election, will be the director retiring pursuant to Article 20.2 and, being eligible, offer himself for reappointment.

### *Effect of proposed Resolution 1*

The proposed Resolution 1, if passed, will allow Mr. Linus Lin Zhiyi to hold office as director from the passing thereof until he resigns, otherwise cease as or retires as a director (whichever is earlier).

## **Explanatory Note 3**

### *Reason for proposed Resolution 2*

3. Article 20.2 requires that one-third of the directors for the time being (excluding director(s) appointed under Article 19.4) retire at an annual general meeting. This article is not applicable to the Company's Managing Director. Article 20.3 allows a director retiring under Article 20.2 to be eligible for reappointment as director.
4. The Company's board currently comprise Ms. Chua Soon Beng Ellen, Mr. Linus Lin Zhiyi, Mr. Mah Seong Kung, Mr. Bryan Phillip Loh Chuun-Ming and Mr. Chong Hock Tat Robin. Mr. Linus Lin Zhiyi will retire at the Annual General Meeting under Article 20.2 and Mr. Chong Hock Tat Robin is the Company's Managing Director. Accordingly, Ms. CHUA Soon Beng, Ellen, will be the director retiring pursuant to Article 20.2 and, being eligible, offer himself for reappointment.

### *Effect of proposed Resolution 2*

The proposed Resolution 2, if passed, will allow Ms. CHUA Soon Beng, Ellen to hold office as director from the passing thereof until he resigns, otherwise cease as or retires as a director (whichever is earlier).

## **Explanatory Note 4**

### *Reason for proposed Resolution 3*

Singapore law requires that the issue of any new shares or securities be approved by Shareholders of the Company. This proposed resolution does not seek Shareholders' approval to issue shares and/or convertible securities to related parties such as Directors of the Company and their associates or to issue such number of shares in excess of that directors may issue without shareholders' approval under the Listing Rules. Therefore, the proposed resolution, if passed:

- (a.) will empower the Directors to issue such number of shares and/or convertible securities representing up to 15% of the Company's existing share capital;
- (b.) is not a Shareholders' approval under Listing Rule 6.25 to issue securities in excess of such number of shares directors are permitted to issue without shareholders' approval; and
- (c.) is not a Shareholders' approval under Listing Rule 6.44 to issue securities to a related party or person.



**I M Quarries Limited**  
ARBN 154 095 897

## LODGE YOUR VOTE



**ONLINE**  
[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)



**BY MAIL**  
I M Quarries Limited  
C/- Link Market Services Limited  
Locked Bag A14  
Sydney South NSW 1235 Australia



**BY FAX**  
+61 2 9287 0309



**BY HAND**  
Link Market Services Limited  
1A Homebush Bay Drive, Rhodes NSW 2138



**ALL ENQUIRIES TO**  
Telephone: +61 1300 554 474

## LODGEMENT OF A CDI VOTING INSTRUCTION FORM

This Voting Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am on Tuesday, 17 August 2021**, being not later than 48 hours before the commencement of the Meeting. Any Voting Form received after that time will not be valid for the scheduled Meeting.

Voting Forms may be lodged:



### ONLINE

[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

Login to the Link website using the holding details as shown on the CDI Voting Instruction Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, stockholders will need their "Holder Identifier" - Securityholder Reference Number (SRN) or Holder Identification Number (HIN).

## HOW TO COMPLETE THIS CDI VOTING INSTRUCTION FORM

### YOUR NAME AND ADDRESS

This is your name and address as it appears on the Company's CDI register. If this information is incorrect, please make the correction on the form. CDI Holders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your CDIs using this form.**

### DIRECTION TO CHESS DEPOSITARY NOMINEES PTY LTD

Each CHESS Depositary Interest (CDI) is evidence of an indirect ownership in the Company's shares of common stock (Shares). The underlying Shares are registered in the name of CHESS Depositary Nominees Pty Ltd (CDN). As holders of CDIs are not the legal owners of the Shares, CDN is entitled to vote at the Meetings of stockholders on the instruction of the registered holders of the CDIs.

### APPOINTMENT OF A PROXY

If you wish to attend the Meeting in person or appoint some person or company other than CDN, who need not be a stockholder, to attend and act on your behalf at the Meeting or any adjournment or postponement thereof, please insert your name(s) or the name of your chosen appointee in the box in Step 2. Link will then send you a legal form of proxy which will grant you or the person specified by you the right to attend and vote at the Meeting. Please remember that a legal proxy is subject to all terms and conditions that apply to proxies as outlined in the *Notice of Annual Meeting* including any cut off time for receipt of valid proxies.

### SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, either holder may sign.

**Power of Attorney:** to sign under Power of Attorney, you must lodge the Power of Attorney with Link. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** with respect to an Australian company, where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place. With respect to a U.S. company or other entity, this form may be signed by one officer. Please give full name and title under the signature.

NAME SURNAME  
ADDRESS LINE 1  
ADDRESS LINE 2  
ADDRESS LINE 3  
ADDRESS LINE 4  
ADDRESS LINE 5  
ADDRESS LINE 6



X99999999999

## CDI VOTING INSTRUCTION FORM

STEP 1

### DIRECTION TO CHESS DEPOSITARY NOMINEES PTY LTD

I/We being a holder of CHES Depositary Interests (CDIs) of I M Quarries Limited (Company) hereby direct CHES Depositary Nominees Pty Ltd (CDN) to vote the shares underlying my/our CDI holding at the Annual Meeting of stockholders of the Company to be held at **10:00am on Thursday, 19 August 2021** and at any adjournment or postponement of that Meeting, in accordance with the following directions. By execution of this CDI Voting Instruction Form the undersigned hereby authorises CDN to appoint such proxies or their substitutes in their discretion to vote in accordance with the directions set out below.

STEP 2

### PROXY APPOINTMENT – this only needs to be completed if you wish to attend the Meeting or appoint another person to attend the Meeting

If you wish to attend the Meeting in person or appoint another person or company other than CDN, who need not be a stockholder, to attend and act on your behalf at the Meeting or any adjournment or postponement thereof, please insert their name(s) in this box.

Link will then send you a legal form of proxy which will grant you or the person specified by you the right to attend and vote at the Meeting. Please remember that a legal proxy is subject to all terms and conditions that apply to proxies as outlined in the *Notice of Annual Meeting* including any cut off time for receipt of valid proxies.

STEP 3

### VOTING INSTRUCTIONS

Voting instructions will only be valid and accepted by CDN if they are signed and received no later than 72 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an ☒.

#### Resolutions

|   | For                      | Against                  | Abstain*                 |
|---|--------------------------|--------------------------|--------------------------|
| 1 THAT Mr. LIN Zhiyi Linus who retires pursuant to Article 20.2 and, being eligible, had offered himself for reappointment, be and is hereby reappointed as a director of the Company.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2 THAT Ms. CHUA Soon Beng, Ellen who retires pursuant to Article 20.2 and, being eligible, had offered herself for reappointment, be and is hereby reappointed as a director of the Company.  | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3 THAT pursuant to Section 161 of the Companies Act (Cap. 50), full authority be and is hereby given to the directors of the Company to issue such number of the Company's unissued share capital to such persons at such times and for such consideration as the directors in their discretion shall determine to be in the best interests of the Company AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting PROVIDED ALWAYS that such number of new shares issued under this mandate (if any) shall not exceed 15% of the Company's issued and paid up share capital and all other terms of such issue thereof shall at all times be in accordance with the Listing Rules (the "Listing Rules") of the National Stock Exchange of Australia ("NSX"). | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4 THAT MGI Singapore PAC be and is hereby reappointed as auditors of the Company for the next financial year AND THAT the directors be and are hereby authorised to fix their remuneration.   | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |



\* If you do not mark the "For", "Against" or "Abstain" box your vote will not be counted.

STEP 4

### SIGNATURE OF CDI HOLDERS – THIS MUST BE COMPLETED

CDI Holder 1 (Individual)

Sole Director and Sole Company Secretary

Joint CDI Holder 2 (Individual)

Director/Company Secretary (Delete one)

Joint CDI Holder 3 (Individual)

Director

This form should be signed by the CDI Holder in accordance with the instructions overleaf.

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