



**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:** 734 3305 2317 | Password: Zrg5Li

**Date:** 31 August 2023

**Time:** 10:30 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 2023 (collectively, the “2023 Annual Report”).

Explanatory Note:

Note 1 of the attached Explanatory Notes sets out information and instruction on how to obtain your copy of the 2023 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

31 July 2023

## 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.