



## **M2L HOLDINGS LIMITED**

(now known as I M Quarries Limited)  
(Incorporated in the Republic of Singapore)  
( UEN 201120428N | ARBN 154 095 897)

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

***A Circular to Shareholders in connection with this Notice of Extraordinary General Meeting dated the same date of this Notice will be dispatched to you separately***

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of M2L Holdings Limited (now known as I M Quarries Limited ) (the “**Company**”) will be held at the following place, date and time:

**Place:** Gardenasia  
240 Neo Tiew Crescent  
Singapore 718898

**Date:** 12 September 2015

**Time:** 11:30 a.m.

to consider and, if thought fit, to pass with or without modification the following proposed resolutions:-

#### **AS ORDINARY RESOLUTIONS**

1. THAT for the purpose of Rule 6.41 of the Listing Rules of the National Stock Exchange of Australia Limited, the change in nature and scale of the Company's activities on completion of the Proposed Transactions (as defined in the Circular to Shareholders dated 11 August 2015 (the “**Circular**”) which a copy of this Notice of Extraordinary General Meeting is attached to and which is separately dispatched to Shareholders) be and is hereby approved.
2. THAT conditional upon Resolution 1 above and Resolution 3 below being passed:
  - (a) the Proposed Acquisition (as defined in the Circular) be and is hereby approved; and
  - (b) for the purposes of:
    - (i) Rule 6.25 of the Listing Rules of the National Stock Exchange of Australia Limited; and
    - (ii) Section 161 of the Companies Act (Chapter 50),

the issue and allotment of 14,000,000 new shares in the issue and paid-up share capital of the Company at an issue price of S\$0.10 per share credited as

being fully paid to the Vendor (as defined in the Circular) and to the Introducer (as defined in the Circular) and/or persons nominated by them be and is hereby approved,

AND THAT the directors of the Company and each of them be and are hereby authorised to complete and/or do all such acts and things as they or he may consider necessary, desirable or expedient to give effect to this Resolution.

3. THAT conditional upon Resolutions 1 and 2 above being passed:

(a) the Proposed Arranger Fee (as defined in the Circular) be and is hereby approved; and

(b) for the purposes of:

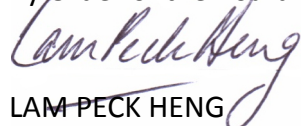
(i) Rule 6.25 of the Listing Rules of the National Stock Exchange of Australia Limited; and

(ii) Section 161 of the Companies Act (Chapter 50),

the issue and allotment of 1,600,000 new shares in the issue and paid-up share capital of the Company at an issue price of S\$0.10 per share credited as being fully paid to the Introducer and/or persons nominated by them be and is hereby approved,

AND THAT the directors of the Company and each of them be and are hereby authorised to complete and/or do all such acts and things as they or he may consider necessary, desirable or expedient to give effect to this Resolution.

By Order of the Board



LAM PECK HENG

Non-Executive Chairman

Singapore

11 August 2015



**M2L HOLDINGS LIMITED**  
(now known as I M Quarries Limited)  
ARBN 154 095 897

## LODGE YOUR VOTE



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



**BY MAIL**  
M2L Holdings 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 CDI Voting Instruction Form (and any Power of Attorney under which it is signed) must be received at an address given above by **11:30am on Thursday, 10 September 2015**, being not later than 48 hours before the commencement of the Meeting. Any CDI Voting Instruction Form received after that time will be invalid.

CDI Voting Instruction Forms may be lodged using the reply paid envelope or:



### 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) as shown on the front of the CDI Voting Instruction Form).

## 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 Extraordinary General 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, all of the holders should 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.

# CDI VOTING INSTRUCTION FORM

STEP 1

## DIRECTION TO CHESS DEPOSITARY NOMINEES PTY LTD

I/We being a holder of CHESS Depositary Interests (CDIs) of M2L Holdings Limited (Company) hereby direct CHESS Depositary Nominees Pty Ltd (CDN) to vote the shares underlying my/our CDI holding at the Extraordinary General Meeting of stockholders of the Company to be held at **11:30am on Saturday, 12 September 2015 at Gardenasia, 240 Neo Tiew Crescent, Singapore 718898**, 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 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) 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 Extraordinary General 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 48 hours before the Meeting.**

**Please read the voting instructions overleaf before marking any boxes with an ☒.**

### Resolutions

1 THAT for the purpose of Rule 6.41 of the Listing Rules of the National Stock Exchange of Australia Limited, the change in nature and scale of the Company's activities on completion of the Proposed Transactions (as defined in the Circular to Shareholders dated 11 August 2015 (the "Circular") which a copy of this Notice of Extraordinary General Meeting is attached to and which is separately dispatched to Shareholders) be and is hereby approved.

For Against Abstain\*

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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2 THAT conditional upon Resolution 1 above and Resolution 3 below being passed:

(a) the Proposed Acquisition (as defined in the Circular) be and is hereby approved; and

(b) for the purposes of:

(i) Rule 6.25 of the Listing Rules of the National Stock Exchange of Australia Limited; and

(ii) Section 161 of the Companies Act (Chapter 50),

the issue and allotment of 14,000,000 new shares in the issue and paid-up share capital of the Company at an issue price of S\$0.10 per share credited as being fully paid to the Vendor (as defined in the Circular) and to the Introducer (as defined in the Circular) and/or persons nominated by them be and is hereby approved,

AND THAT the directors of the Company and each of them be and are hereby authorised to complete and/or do all such acts and things as they or he may consider necessary, desirable or expedient to give effect to this Resolution.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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3 THAT conditional upon Resolutions 1 and 2 above being passed:

(a) the Proposed Arranger Fee (as defined in the Circular) be and is hereby approved; and

(b) for the purposes of:

(i) Rule 6.25 of the Listing Rules of the National Stock Exchange of Australia Limited; and

(ii) Section 161 of the Companies Act (Chapter 50),

the issue and allotment of 1,600,000 new shares in the issue and paid-up share capital of the Company at an issue price of S\$0.10 per share credited as being fully paid to the Introducer and/or persons nominated by them be and is hereby approved,

AND THAT the directors of the Company and each of them be and are hereby authorised to complete and/or do all such acts and things as they or he may consider necessary, desirable or expedient to give effect to this Resolution.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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\* 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)

Joint CDI Holder 2 (Individual)

Joint CDI Holder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

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

MLH PRX502J

