



COMPACT METAL INDUSTRIES LTD

(Incorporated in the Republic of Singapore)
(Company Registration No. 197500009H)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Shareholders of Compact Metal Industries Ltd (**Company**) will be held on 31 March 2015 at 10.30 a.m. at 120 Pioneer Road, Singapore 639597 for the purpose of considering and, if thought fit, passing, with or without amendment, the following Ordinary Resolutions:

All capitalised terms in the Ordinary Resolutions below and defined in the Circular dated 16 March 2015 (**Circular**) shall, unless otherwise defined herein, bear the respective meanings ascribed thereto in the Circular.

RESOLUTION 1: ORDINARY RESOLUTION

The Proposed Diversification of the core business of the Group to include the Cement Business

That:

- (A) approval be and is hereby given for the diversification by the Company and its subsidiaries of their businesses to include the business comprising the production, sale and/or distribution of cement in Central Asia, Africa and South-East Asia and such other territories as may be determined by the board of directors (**Board**) from time to time (**Cement Business**) and any other activities related to the Cement Business;
- (B) the Company be and is hereby authorised to invest in, develop, transfer, purchase or otherwise acquire or dispose of, from time to time any such assets, investments and shares/interests in any entity that is in the Cement Business or any activity related to the Cement Business on such terms and conditions as the Directors deem fit, and such Directors be and are hereby authorised to take such steps and exercise such discretion and do all such acts or things as they deem desirable, necessary or expedient or give effect to such to any such investment, development, transfer, purchase, acquisition or disposal; and
- (C) the Directors and each of them be and are hereby authorised to do all acts and things as they deem desirable, necessary or expedient to give effect to the matters referred to in paragraphs (a) and (b) of this Ordinary Resolution as they may in their absolute discretion deem fit in the best interests of the Company.

RESOLUTION 2: ORDINARY RESOLUTION

The Proposed Investment in the Proposed New Cement Plant

That contingent upon the passing of Ordinary Resolution 1:

- (A) approval be and is hereby given for the Company (directly and/or indirectly through its subsidiaries) to invest in the construction and operation of new cement plant in Almaty, Kazakhstan (with an annual capacity to produce between 1,200,000 to 1,500,000 metric tonnes of ordinary cement of various grades) as and when the Board decides in its absolute discretion to do so, any time within 12 months from the date this Ordinary Resolution is passed subject to the parameters described in paragraph 5.2 of the Circular (**Proposed Investment**); and
- (B) the Directors and each of them be and are hereby authorised to do all acts and things as they deem desirable, necessary or expedient to give effect to Proposed Investment as they may in their absolute discretion deem fit in the best interests of the Company.

RESOLUTION 3: ORDINARY RESOLUTION

The proposed placement of 160,000,000 Placement Shares to SL Capital Ventures Pte. Ltd. at the Placement Price of S\$0.05 for each Placement Share pursuant to the Placement Agreement

That, contingent upon the passing of Ordinary Resolution 1:

- (A) approval be and is hereby given for the Company to enter into the Placement Agreement dated 29 December 2014 (**Placement Agreement**) with SL Capital Ventures Pte. Ltd. (**Placee**) for the placement of 160,000,000 new ordinary shares in the capital of the Company (**Placement Shares**) to the Placee at an issue price of S\$0.05 per Placement Share (**Placement Price**), and the execution of the Placement Agreement by the Company be and is hereby ratified, confirmed and approved;
- (B) pursuant to Section 161 of the Companies Act (Cap. 50), the Directors be and are hereby authorised and empowered to allot and issue the Placement Shares at the Placement Price on and subject to the terms and conditions of the Placement Agreement (**Proposed Placement**); and
- (C) the Directors and each of them be and are hereby authorised to do all acts and things (including without limitation, executing all such documents as may be required in connection with the Proposed Placement) as they may deem desirable, necessary or expedient to give effect to this Ordinary Resolution as they or he may in their or his absolute discretion deem fit in the best interests of the Company.

RESOLUTION 4: ORDINARY RESOLUTION

The Proposed Expanded Use of the Rights Proceeds to include investments in the Cement Business

That, contingent upon the passing of Ordinary Resolution 1:

- (A) the Directors be authorised to expand the use of the Rights Proceeds to include investments in the Cement Business and/or the general working capital requirements of the Group; and
- (B) any Director be and is hereby authorised to do all such acts and things as he may consider necessary, desirable or expedient in the interests of the Company for the purpose of giving effect to this resolution, including without limitation to the foregoing, to sign, execute and deliver all documents, approve any amendments, alterations or modifications to any document (if required).

By Order of the Board

Compact Metal Industries Ltd
Heng Fook Chang (Xing Fuqiang) and Ang Siew Koon
Company Secretaries
Date: 16 March 2015

Notes:

1. A Shareholder of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy need not be a Shareholder of the Company.
2. The instrument appointing a proxy must be deposited at the registered office of the Company at 120 Pioneer Road Singapore 639597 not less than forty-eight (48) hours before the time appointed for holding of the meeting of the Company.