
NOTICE OF EXTRAORDINARY GENERAL MEETING

FIRST RESOURCES LIMITED

(Company Registration No. 200415931M)
(Incorporated in the Republic of Singapore)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (the “**EGM**”) of First Resources Limited (the “**Company**”) will be held at Suntec Singapore Convention & Exhibition Centre, 1 Raffles Boulevard, Level 3, Room 308, Suntec City, Singapore 039593 on 30 April 2018 at 3.30 p.m. (or as soon as practicable immediately following the conclusion or adjournment of the Annual General Meeting of the Company to be convened at 2.30 p.m. on the same day and at the same venue) for the purpose of considering and, if thought fit, passing with or without any modifications, the following resolutions. All capitalised terms used in this notice which are not defined herein shall have the meanings ascribed to them in the circular to the shareholders of the Company dated 6 April 2018 (the “**Circular**”).

SPECIAL RESOLUTION 1:

PROPOSED ADOPTION OF THE NEW CONSTITUTION

IT IS RESOLVED THAT:

- (a) the regulations contained in the New Constitution submitted to this meeting and, for the purpose of identification, as set out in Appendix A of the Circular, be approved and adopted as the Constitution of the Company in substitution for, and to the exclusion of, the Existing Constitution.
- (b) the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider necessary, desirable, expedient or in the interests of the Company to give effect to this resolution.

ORDINARY RESOLUTION 2:

PROPOSED ADOPTION OF IPT MANDATE

IT IS RESOLVED THAT:

- (a) pursuant to Chapter 9 of the Listing Manual, approval be and is hereby given for the Company, and any of its subsidiaries and associated companies that is an “entity at risk” (as defined in Chapter 9 of the Listing Manual), to enter into any of the Interested Person Transactions (as defined in the Circular) with any of the Interested Persons (as defined in the Circular), provided that such transactions are made on normal commercial terms which are not prejudicial to the interests of the Company and its minority Shareholders (as defined in the Circular) and are in accordance with the Review Procedures (as defined in the Circular) for such Interested Person Transactions as set out in the Circular;
- (b) the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including but not limited to the execution of all such agreements and

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documents as may be required) as they may consider necessary, desirable, expedient or in the interests of the Company to give effect to this resolution; and

- (c) the authority conferred by this resolution shall, unless revoked or varied by the Company in a general meeting, continue to be in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held, whichever is earlier.

By Order of the Board

Lai Kuan Loong, Victor
Company Secretary

Singapore, 6 April 2018

IMPORTANT : Please read notes below.

NOTES:

1. A Member who is not a relevant intermediary, is entitled to appoint not more than two proxies to attend and vote in his/her stead at the Extraordinary General Meeting (the "Meeting").
2. A Member who is a relevant intermediary, is entitled to appoint more than two proxies to attend and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Member.

"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act, Cap. 50.

3. A proxy need not be a Member of the Company.
4. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 8 Temasek Boulevard #36-02, Suntec Tower Three, Singapore 038988 not less than forty-eight (48) hours before the time appointed for holding the Meeting.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.