
NOTICE OF EXTRAORDINARY GENERAL MEETING

SOUTHERN ALLIANCE MINING LTD.

(Incorporated in the Republic of Singapore)
(Company Registration No. 201931423D)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Southern Alliance Mining Ltd. (the “**Company**”) will be held at Room 3-3, ISCA House, 60 Cecil Street, Singapore 049709 on 2 September 2025, at 2.00 p.m., for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolutions as set out below.

*Unless otherwise defined herein, all capitalised terms in this Notice of EGM which are not defined herein shall have the same meaning ascribed to them in the circular dated 18 August 2025 (the “**Circular**”) issued by the Company.*

ORDINARY RESOLUTION 1 – THE PROPOSED ACQUISITION AS A DISCLOSEABLE TRANSACTION AND AN INTERESTED PERSON TRANSACTION

THAT, subject to and contingent upon the passing of Ordinary Resolutions 2, 3, 4 and 5:

- (a) For the purposes of Chapter 9 of the Catalist Rules, approval be and is hereby given for the proposed acquisition by the Company’s wholly-owned subsidiary, SAM Advance Minerals Holding Sdn. Bhd., as purchaser, of 40.0% of the issued and paid-up share capital of MCRE Resources Sdn. Bhd. from the Vendors for a consideration of RM242.4 million (approximately S\$73.2 million), subject to and otherwise in accordance with the terms and conditions of the Sale and Purchase Agreement (the “**Proposed Acquisition**”); and
- (b) The Directors, and each and any of them be and are/is hereby authorised to take any and all steps and to do and/or procure to be done any and all acts and things (including without limitation, finalising, approving and executing all such documents as may be required) as they and/or he may in their and/or his absolute discretion consider necessary, desirable or expedient in order to implement, complete or give effect to all matters and transactions as contemplated in this resolution.

ORDINARY RESOLUTION 2 – THE PROPOSED ALLOTMENT

THAT, subject to and contingent upon the passing of Ordinary Resolutions 1, 3, 4 and 5:

- (a) Pursuant to Section 161 of the Companies Act 1967 of Singapore and Rule 804, Rule 805(1) and Rule 812 of the Catalist Rules, approval be and is hereby given for the proposed allotment and issuance of 147,982,380 Consideration Shares at an issue price of S\$0.4471 for each Consideration Share to the Vendors, subject to and otherwise in accordance with the terms and conditions of the Sale and Purchase Agreement; and
- (b) The Directors and each and any of them be and are/is hereby authorised to take any and all steps and to do and/or procure to be done any and all acts and things (including without limitation, finalising, approving and executing all such documents as may be required) as they and/or he may in their and/or his absolute discretion consider necessary, desirable or expedient in order to implement, complete or give effect to all matters and transactions as contemplated in this resolution.

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ORDINARY RESOLUTION 3 – THE PROPOSED ALLOTMENT AND ISSUANCE OF CONSIDERATION SHARES TO DATO' SRI PEK KOK SAM

THAT, subject to and contingent upon the passing of Ordinary Resolutions 1, 2, 4 and 5:

- (a) Pursuant to Section 161 of the Companies Act 1967 of Singapore and Rule 804, Rule 805(1) and Rule 812 of the Catalist Rules, approval be and is hereby given for the proposed allotment and issuance of 64,120,770 Consideration Shares at an issue price of S\$0.4471 for each Consideration Share to Dato' Sri Pek Kok Sam, subject to and otherwise in accordance with the terms and conditions of the Sale and Purchase Agreement; and
- (b) The Directors and each and any of them be and are/is hereby authorised to take any and all steps and to do and/or procure to be done any and all acts and things (including without limitation, finalising, approving and executing all such documents as may be required) as they and/or he may in their and/or his absolute discretion consider necessary, desirable or expedient in order to implement, complete or give effect to all matters and transactions as contemplated in this resolution.

ORDINARY RESOLUTION 4 – THE PROPOSED ALLOTMENT AND ISSUANCE OF CONSIDERATION SHARES TO DATO' TEH TECK TEE

THAT, subject to and contingent upon the passing of Ordinary Resolutions 1, 2, 3 and 5:

- (a) Pursuant to Section 161 of the Companies Act 1967 of Singapore and Rule 804, Rule 805(1) and Rule 812 of the Catalist Rules, approval be and is hereby given for the proposed allotment and issuance of 64,120,770 Consideration Shares at an issue price of S\$0.4471 for each Consideration Share to Dato' Teh Teck Tee, subject to and otherwise in accordance with the terms and conditions of the Sale and Purchase Agreement; and
- (b) The Directors and each and any of them be and are/is hereby authorised to take any and all steps and to do and/or procure to be done any and all acts and things (including without limitation, finalising, approving and executing all such documents as may be required) as they and/or he may in their and/or his absolute discretion consider necessary, desirable or expedient in order to implement, complete or give effect to all matters and transactions as contemplated in this resolution.

ORDINARY RESOLUTION 5 – THE PROPOSED DIVERSIFICATION

THAT, subject to and contingent upon the passing of Ordinary Resolutions 1, 2, 3 and 4:

- (a) Approval be and is hereby given for the Company to undertake the Proposed Diversification to broaden the scope of its business activities to include the New Business as additional core businesses of the Group ("**Proposed Diversification**");
- (b) subject to compliance with the Catalist Rules requiring approval from Shareholders in certain circumstances, the Company (directly and/or through its subsidiaries) be and is hereby authorised to invest in, purchase, lease or otherwise acquire or dispose of, from time to time any such assets, businesses, investments and shares or interests in any entity that is in the New 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 and things as they deem desirable, necessary or expedient to give effect to any such investment, purchase, lease, acquisition or disposal; and

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- (c) The Directors and each and any of them be and are/is hereby authorised to take any and all steps and to do and/or procure to be done any and all acts and things (including without limitation, finalising, approving and executing all such documents as may be required) as they and/or he may in their and/or his absolute discretion consider necessary, desirable or expedient in order to implement, complete or give effect to all matters and transactions as contemplated in this resolution.

Shareholders should note that:

Resolution 1 (in respect of the Proposed Acquisition), **Resolution 2** (in respect of the Proposed Allotment of Consideration Shares to the Vendors), **Resolution 3** (in respect of the Proposed Allotment and Issuance of Consideration Shares to Dato' Sri Pek Kok Sam), **Resolution 4** (in respect of the Proposed Allotment and Issuance of Consideration Shares to Dato' Teh Teck Tee) and **Resolution 5** (in respect of the Proposed Diversification) are inter-conditional upon each other. This means that if any of these Resolutions are not approved, none of these Resolutions will be passed.

Each of Dato' Sri Pek, Dato' Teh, Dato' Lee and Mr. Lim Wei Hung will abstain, and will ensure that their respective associates will abstain, from voting in respect of the resolutions in connection with Ordinary Resolution 1 in respect of the Proposed Acquisition, Ordinary Resolution 2 in respect of the Proposed Allotment, Ordinary Resolution 3 in respect of the Proposed Allotment and Issuance of Consideration Shares to Dato' Sri Pek and Ordinary Resolution 4 in respect of the Proposed Allotment and Issuance of Consideration to Dato' Teh, nor accept any nominations to act as proxy for any Shareholder at the EGM unless specific instructions as to voting are given by such Shareholder in the proxy form.

BY ORDER OF THE BOARD

Kong Wei Fung and Chin Yee Seng
Company Secretaries
18 August 2025

Notes:

1. The members of the Company are invited to attend physically at the EGM. There will be no option for members to participate virtually.
2. Printed copies of this Notice of EGM and the accompanying Proxy Form will be despatched via post to Shareholders and have also been published on the Company's website (together with the Circular) at <https://southernallianceminining.com/> and will also be made available on SGXNet at <https://www.sgx.com/securities/company-announcements>.

A member who wishes to request for a physical copy of the Circular may do so by completing and returning the request form which is sent to him/her/it by email or post to the Company no later than 26 August 2025.

3. Members may submit questions related to the Resolutions which will be tabled for approval at the EGM, in advance of the EGM by email to the Company at general@SAMiningLtd.com by 26 August 2025. When submitting the questions, please provide the Company with the following details, for verification purpose:—
 - (i) Full name as it appears on his/her/its CDP/Scrip/SRS share records;
 - (ii) NRIC/Passport/UEN number;
 - (iii) Current mailing address;
 - (iv) Contact number; and
 - (v) Number of shares held.

Please also indicate the manner in which you hold shares in the Company (e.g. via CDP, Scrip or SRS). The Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

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4. The Company will respond to substantive and relevant questions received from members by publishing the responses to such questions on both the Company's website at <https://southernallianceminig.com/> and on SGXNet at <https://www.sgx.com/securities/company-announcements> by 28 August 2025, after trading hours. Any subsequent clarifications sought, or follow-up questions, or substantive and relevant questions received after the Cut-Off Time will be consolidated and addressed at the EGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed. The Company will publish the minutes of the EGM on SGXNet within one (1) month of EGM and the minutes will include the responses to the substantial and relevant questions which are addressed during the EGM.
5. A member of the Company (other than a Relevant Intermediary*) entitled to attend and vote at the EGM of the Company may appoint not more than two proxies to attend, speak and vote in his/her stead. Where a member appoints more than one proxy, he/she shall specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy in the proxy form. A member of the Company, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.

An investor who holds shares under the Supplementary Retirement Scheme ("SRS Investor") (as may be applicable) and who wishes to appoint the Chairman of the EGM as proxy should approach their SRS Operators to submit their votes at least seven (7) working days before the EGM.

6. The instrument appointing a proxy(ies), together with the power of attorney or other authority, if any, under which the instrument of proxy(ies) is signed or a duly certified copy of that power of attorney or other authority (failing previous registration with the Company) shall be attached to the instrument of proxy(ies) and must be left at the office or such other place (if any) as is specified for the purpose in the notice convening the EGM not less than 72 hours before the time appointed for the holding of the EGM or adjourned EGM (or in the case of a poll before the time appointed for the taking of the poll) at which it is to be used failing which the instrument may be treated as invalid.
7. The instrument appointing a proxy(ies) must:
 - (i) if sent by hand or by post, be deposited at the registered office of the Company's Share Registrar, In.Corp Corporate Services Pte. Ltd., at 36 Robinson Road #20-01 City House Singapore 068877; or
 - (ii) if submitted electronically, to be submitted via email to In.Corp Corporate Services Pte. Ltd. at shareregistry@incorp.asia,

in either case, by no later than 2.00 p.m. (Singapore time) on 30 August 2025, being not less than 72 hours before the time appointed for the EGM, and in default the instrument of proxy(ies) shall not be treated as valid.

Members are strongly encouraged to submit completed proxy forms electronically by email to the Company at shareregistry@incorp.asia.

* A Relevant Intermediary is:

- (a) a banking corporation licensed under the Banking Act 1970 or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity; or
- (b) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 and who holds shares in that capacity; or
- (c) the Central Provident Fund Board established by the Central Provident Fund Act 1953, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

PERSONAL DATA PRIVACY

By (a) attending, speaking or voting at the EGM and/or adjournment thereof; (b) submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof; or (c) submitting any questions prior to, or at, the EGM, 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 or service providers) for the purpose of processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the EGM (including any adjournment thereof), addressing substantive and relevant questions from members received prior to, or at, the EGM, preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) 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 or service providers), 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 or service providers) 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 (or its agents or service providers) in connection with any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of the representation and warranty.