



## LAFARGE MALAYSIA BERHAD

(Company No.: 1877-T)

(Incorporated in Malaysia under the Companies Act, 1965)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of Lafarge Malaysia Berhad ("**LMB**" or "**Company**") will be held at Zamrud Room, The Saujana Hotel Kuala Lumpur, Saujana Resort, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor, Malaysia on Friday, 6 November 2015 at 3.30 p.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing, with or without modifications, the following resolution:

#### ORDINARY RESOLUTION

#### **PROPOSED ACQUISITION OF THE ENTIRE EQUITY INTEREST IN HOLCIM (MALAYSIA) SDN BHD ("**HMSB**") BY LMB OR ITS NOMINATED WHOLLY-OWNED SUBSIDIARY FROM PT HOLCIM INDONESIA TBK ("**HOLCIM INDONESIA**") FOR A CASH CONSIDERATION OF RM330.0 MILLION ("**PROPOSED ACQUISITION**")**

"**THAT** subject to the requisite approvals being obtained from all relevant authorities and/or parties as may be required, approval be and is hereby given to LMB for the acquisition of the entire equity interest in HMSB by LMB or its nominated wholly-owned subsidiary from Holcim Indonesia for a cash consideration of RM330.0 million upon the terms and conditions set out in the conditional share purchase agreement dated 18 September 2015;

**AND THAT** the Board of Directors of LMB ("**Board**") be and is hereby authorised to give effect to the Proposed Acquisition with full power to assent to any modification, revaluation, variation, arrangement, condition and/or amendment in relation to the Proposed Acquisition as it may deem fit in the best interest of LMB and/or as may be required and/or imposed by the relevant authorities;

**AND FURTHER THAT** the Board be and is hereby authorised to take all steps as it may deem fit and expedient in order to implement, finalise, complete and do all acts, deeds and things as the Directors may deem fit or expedient in the best interest of LMB (including to execute, sign and deliver on behalf of LMB all such documents as may be necessary) so as to give full effect to the Proposed Acquisition."

By Order of the Board

**KOH POI SAN (L.S. NO. 9701)**

**KATINA NURANI BINTI ABD RAHIM (L.S. NO. 9652)**

Company Secretaries

Petaling Jaya

Selangor Darul Ehsan

16 October 2015

#### Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her and such proxy need not be a member of the Company. A proxy appointed to attend and vote at the meeting of the Company shall have the same rights as the member to speak at the meeting.
2. Where a member of the Company is an authorised nominee as defined under the Central Depositories Act, it may appoint at least one proxy in respect of each securities account it holds with ordinary shares in the Company standing to the credit of the said securities account. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A (1) of SICDA.
3. The instrument appointing a proxy must, to be valid, be deposited at the registered office of the Company at Level 12, Bangunan TH Uptown 3, No. 3 Jalan SS21/39, 47400 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time set for the meeting.
4. If the form of proxy is executed by a corporation, it must be either under its seal or under the hand of any authorised officer or attorney.
5. In respect of deposited securities, only members whose names appear in the Record of Depositors on 30 October 2015 shall be entitled to attend, speak and vote at the meeting.