

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Seventeenth Annual General Meeting of Global Maritime Ventures Berhad will be held on Monday, 24 May 2010 at 10:00 a.m. at Dewan Utama, Level 6, Menara Bank Pembangunan, Bandar Wawasan, No. 1016, Jalan Sultan Ismail, 50250 Kuala Lumpur for the following purposes :

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2009 **(Resolution 1)** together with the Reports of the Directors and Auditors thereon.
2. To re-elect Y.Bhg. Datin Husniarti binti Tamin as Director, who retires in accordance with Article 61 **(Resolution 2)** of the Articles of Association of the Company.
3. To re-elect the following Directors retiring pursuant to Article 66 of the Articles of Association of the Company :
 - (i) Encik Mohd Zafer bin Mohd Hashim; and **(Resolution 3)**
 - (ii) Captain A. Ghani bin Ishak. **(Resolution 4)**
4. To approve the payment of Directors' fees for the financial year ended 31 December 2009. **(Resolution 5)**
5. To re-appoint Messrs. Ernst & Young as Auditors and to authorize the Board of Directors to fix their remuneration. **(Resolution 6)**

AS SPECIAL BUSINESSES

6. To consider and if thought fit, to pass the following resolutions of the Company :-

6.1 ORDINARY RESOLUTION

- AUTHORITY TO ALLOT SHARES PURSUANT TO SECTION 132D OF THE COMPANIES ACT 1965

(Resolution 7)

"That, subject to the provision of Section 132D of the Companies Act, 1965, the Company's Articles of Association and the approvals of the relevant government/regulatory authorities, the Directors of the Company be and are hereby empowered to allot and issue shares in the Company at such time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

6.2 SPECIAL RESOLUTION

- PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION

(Resolution 8)

"That the Articles of Association of the Company be amended as follows :

a) by deleting the existing Article 65(a) and Articles 65(b) in its entirety as follows :

Article 65(a)

The composition of the Main Board members should comprise the four members of the Board and nominees of major institutional investors up to a maximum of eleven members. The quorum necessary for the Main Board to transact business of the directors shall be six.

Article 65 (b)

The composition of the Executive Board members should comprise the present members of the Board and two additional members of the Main Board. The quorum necessary for the Executive Board to transact business of the directors shall be four.

b) by deleting the existing Article 67, 67(a) and 67(b) in its entirety and substituting with the new Article 67 as follows :

Article 67

The Company may by ordinary resolution remove any director before the expiration of his period of office, and may by an ordinary resolution appoint another person in his stead; the person so appointed shall be subject to retirement at the same time as if he had become a director on the day on which the director in whose place he is appointed was last elected a director."

7. To transact any other business of which due notice shall have been given in accordance with the Companies Act, 1965.

By Order of the Board



Hasman Razali
Company Secretary
MAICSA 0772752

Kuala Lumpur
29 April 2010

NOTES :-

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and, on a poll to vote in his stead. A proxy may not be a member of the Company.
2. In the case of a Corporate Member, the instrument appointing a proxy shall be under its Common Seal or under the hand of an officer of the Corporation or attorney duly authorised.
3. The Proxy Form must be deposited at the Registered Office of the Company at Aras 16, Menara Bank Pembangunan, Bandar Wawasan, No. 1016, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof.
4. Failure to lodge your Proxy Form within the stipulated time may result in your proxy being precluded from attending and voting at the Meeting or any adjournment thereof.
5. The lodging of the Proxy Form does not preclude a member from attending and voting in person at the Meeting should the member subsequently decide to do so.
6. Where a member appoints more than one proxy the appointment shall be invalid unless the proportion of his shareholding to be represented by each proxy is specified.