

ASTRAL SUPREME BERHAD

(Company No. 442371-A)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fifteenth Annual General Meeting of Astral Supreme Berhad will be held at Ixora Hotel, Jalan Baru, Bandar Perai Jaya, 13600 Prai, Penang on Wednesday, 26 June 2013 at 10.00 a.m. for the following purposes:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 December 2012 together with the Reports of the Directors and the Auditors thereon. [Please refer to Explanatory Notes (i)]
2. To approve the Directors' fees for the financial year ended 31 December 2012. (Ordinary Resolution 1)
3. To re-elect Mr. Siew Boon Yeong who shall retire in accordance with Article 79 of the Company's Articles of Association and who being eligible, offered himself for re-election. (Ordinary Resolution 2)
4. To re-elect Mr. Cherng Chin Guan who shall retire in accordance with Article 80 of the Company's Articles of Association and who being eligible, offered himself for re-election. (Ordinary Resolution 3)
5. To re-appoint Messrs. Morison Anuarul Azizan Chew as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. (Ordinary Resolution 4)

6. As Special Business:-

To consider and, if thought fit, to pass the following ordinary and special resolutions:-

Ordinary Resolution

- **Authority to issue shares pursuant to Section 132D of the Companies Act, 1965**

"THAT subject always to the Companies Act, 1965 ("Act") and the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby authorised pursuant to Section 132D of the Act to issue shares in the Company at any time until the conclusion of the next Annual General Meeting upon such terms and conditions and for such purposes that the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed 10% of the issued share capital of the Company for the time being."

(Ordinary Resolution 5)

7. Special Resolution

- **Proposed Amendments to the Articles of Association of the Company**

"That the proposed alterations, modifications, deletions and/or additions to the Articles of Association of the Company as set out in Appendix I of the Annual Report be and are hereby approved and adopted AND THAT, the Board of Directors be and is hereby authorised to give effect to the said alterations, modification, additions or deletions."

(Special Resolution)

8. To transact any other business for which due notice has been given.

By Order of the Board

Chua Siew Chuan (MAICSA 0777689)
Chin Mun Yee (MAICSA 7019243)
Company Secretaries

Kuala Lumpur
4 June 2013

Notes:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint more than two (2) proxies who may but need not be a member/members of the Company. In the event the proxy/proxies is/are not a member/members, he/she needs not be an advocate, an approved company auditor or a person approved by the Registrar of Companies.
2. Where a member appoints more than two (2) proxies, the appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.
3. Where a member of the Company is an exempt authorised nominee holding ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing. In the event the appointer is a corporation, the instrument appointing a proxy must be either under the appointer's Common Seal or under the hand of its officer or attorney duly authorised.
5. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a notarially certified copy thereof, must be deposited at the Registered Office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time set for holding the Annual General Meeting or any adjournment thereof.
6. For the purpose of determining a member who shall be entitled to attend this Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with the Articles of Association of the Company and Section 34(1) of the SICDA to issue a General Meeting Record of Depositors as at 18 June 2013. Only a depositor whose name appears on the Record of Depositors as at 18 June 2013 shall be entitled to attend the Annual General Meeting or appoint proxies to attend and/or speak and/or vote on his/her behalf.
7. Mr. Wee Tiew Toon who retires pursuant to Section 129(6) of the Companies Act, 1965, has expressed his intention not to seek re-appointment. Hence, he will retain office until the close of the Fifteenth Annual General Meeting.
8. Explanatory Notes

(i) Item 1 of the Agenda

The Agenda item is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.

(ii) Authority to issue shares pursuant to Section 132D of the Companies Act, 1965

The Ordinary Resolution 5 proposed under agenda item 6 above, if passed, will empower the Directors of the Company to issue and allot not more than 10% of the issued share capital of the Company subject to the approvals of all the relevant governmental and/or other regulatory bodies and for such purposes as the Directors consider would be in the interest of the Company.

This is a renewal of a general mandate. The Company did not utilise the mandate granted in the preceding year's Annual General Meeting.

The authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purposes of funding future investment project(s), working capital and/or acquisitions.

This authorisation will, unless revoked or varied by the Company in a general meeting, expire at the next Annual General Meeting of the Company.

(iii) Proposed Amendments to Articles of Association of the Company

The proposed adoption of Special Resolution in item 7 is to streamline the Articles of Association of the Company with the recent amendments to the Main Market Listing Requirements of Bursa Malaysia securities Berhad. The amendments are aimed at providing greater clarity to the market.