



HARN LEN CORPORATION BHD

(Company No. 502606-H)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Harn Len Corporation Bhd ("HLCB" or the "Company") will be held at Meranti Hall, 4th Floor, Johor Tower, 15 Jalan Gereja, 80100 Johor Bahru on Thursday, 19 December 2013 at 10.00 a.m., for the purpose of considering and if thought fit, passing with or without modification, the following ordinary resolutions:-

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY UNIGLOBAL SDN BHD ("USB" OR "VENDOR"), A WHOLLY-OWNED SUBSIDIARY OF HLCB, OF TWO (2) PARCELS OF PLANTATION LAND HELD RESPECTIVELY UNDER CL115345401 AND CL115378115 IN THE DISTRICT OF LAHAD DATU, SABAH, MEASURING APPROXIMATELY 5,955.77 ACRES (OR 2,409.80 HECTARES) TO BOUSTEAD RIMBA NILAI SDN BHD ("BRNSB" OR "PURCHASER"), A WHOLLY-OWNED SUBSIDIARY OF BOUSTEAD PLANTATIONS BERHAD, WHICH IN TURN IS A WHOLLY-OWNED SUBSIDIARY OF BOUSTEAD HOLDINGS BERHAD FOR A TOTAL CONSIDERATION OF RM184,596,825 TO BE FULLY SETTLED IN CASH ("PROPOSED DISPOSAL")

"THAT, subject to and conditional upon the approvals of all relevant regulatory authorities being obtained, where required, approval be and is hereby given for USB, a wholly owned subsidiary of HLCB, to dispose of the Properties to BRNSB for a total consideration of RM184,596,825 ("Disposal Consideration") to be settled fully in cash, in accordance with the terms and conditions of the sale and purchase agreement dated 27 September 2013 entered into between USB and BRNSB ("SPA").

AND THAT the Board of Directors of the Company be and is hereby authorised to give full effect to the Proposed Disposal with full powers to assent to any terms, conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Board of Directors of the Company may deem necessary or expedient in the best interest of the Company and to do all acts, deeds and things and to execute, sign and deliver for and on behalf of the Company all such documents as may be necessary and/or expedient in the best interests of the Company."

By Order of the Board
HARN LEN CORPORATION BHD

Woo Min Fong (MAICSA No. 0532413)
Fong Siew Kim (MAICSA No. 7022188)
Company Secretaries

Johor Bahru
4 December 2013

Notes:-

- Only members registered in the Record of Depositors as at 11 December 2013 are eligible to attend, speak and vote at the Company's Extraordinary General Meeting or to appoint proxy to attend, speak and vote on his/her behalf.*
- A member who is entitled to attend and vote at the meeting of the Company is entitled to appoint not more than two (2) proxies to attend and vote instead of the member at the meeting. A proxy need not be a member and there shall be no restriction as to the qualification of the proxy and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.*
- Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus 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 SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA.*
- Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.*
- Where the Form of Proxy is executed by a corporation, it must be either under its Common Seal or under the hand of its attorney duly authorised.*
- The Form of Proxy must be deposited with the Company Secretary at the Registered Office, 6th Floor, Johor Tower, 15, Jalan Gereja, 80100 Johor Bahru, Johor, not less than 48 hours before the time set for the meeting.*