

*Notice of  
Annual General Meeting (cont'd)*

**NOTES:****Entitlement to Attend and Proxy**

A member entitled to attend and vote at the Meeting is entitled to appoint at least 1 proxy to attend and vote instead of him/her. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. A proxy need not be a member of the Company. The instrument appointing a proxy must be deposited at the Registered Office of the Company at No. 12, Jalan Jorak, Kawasan Perindustrian Tongkang Pecah, 83010 Batu Pahat, Johor Darul Takzim, Malaysia, not less than 48 hours before the time appointed for holding the Meeting.

For the purpose of determining a member who shall be entitled to attend the Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Article 49(B) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a Record of Depositors as at 15 June 2015. Only a depositor whose name appears on the Record of Depositors as at 15 June 2015 shall be entitled to attend the Meeting or appoint proxies to attend and vote on his/her behalf.

**Audited Financial Statements**

Item 1 of the Agenda is meant for discussion only, as the provision of Section 169(1) of the Companies Act, 1965 requires the Directors to only lay before the Company at its annual general meeting its annual financial statements and thus, does not require a formal approval of the Shareholders for the audited financial statement. Hence, this item of the Agenda is not put forward for voting.

**Directors' Fee**

The details of the proposed Directors' Fee for the financial year ended 31 December 2014 are set out in Note 16(a) of the Audited Financial Statements for the financial year ended 31 December 2014.

**Auditors**

The Auditors, Messrs. Baker Tilly Monteiro Heng, have expressed their willingness to continue in office.

**Ordinary Resolution – Authority to the Directors to issue and allot shares pursuant to Section 132D of the Companies Act, 1965**

The proposed Ordinary Resolution on Authority to the Directors to issue and allot shares pursuant to Section 132D of the Companies Act, 1965, if passed, will give a renewed mandate to the Directors of the Company with full power to issue shares in the Company up to an amount not exceeding in total 10% of the issued share capital of the Company for such purposes as the Directors consider would be in the interest of the Company. This would enable the Directors to take swift action in case of a need for any possible fund raising corporate exercise or in the event of business opportunities arise which involve the issuance of new shares, thus avoiding any delay and cost involved in convening a general meeting to specifically approve such an issue of shares. This renewed mandate, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

As at the date of this Notice, no new shares of the Company were issued pursuant to the mandate granted to the Directors at the last Annual General Meeting held on 28 June 2014, which mandate will lapse at the conclusion of the forthcoming Annual General Meeting.

## Statement Accompanying Notice Of Annual General Meeting

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

No individual other than the retiring Directors is seeking appointment / election as a Director at the forthcoming Fortieth Annual General Meeting of the Company. The details of the retiring Directors standing for re-appointment / re-election are set out in the Directors' Profile appearing on pages 5 to 6 of this Annual Report. An assessment on all the retiring Directors had been conducted by the Nomination Committee.