



A-RANK BERHAD

(Company No: 633621-X)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of A-Rank Berhad (“A-Rank” or “the Company”) will be held at Ujong Pandang Room, Staffield Country Resort, Batu 13, Jalan Seremban-Kuala Lumpur (Country Road), 71700 Mantin, Negeri Sembilan Darul Khusus on Thursday, 7 April 2016 at 11.00 a.m. for the purpose of considering and, if thought fit, passing the following resolution with or without modifications:-

ORDINARY RESOLUTION – PROPOSED NEW SHAREHOLDERS’ MANDATE FOR THE COMPANY AND/OR ITS SUBSIDIARIES TO ENTER INTO RECURRENT RELATED PARTY TRANSACTIONS (“RRPT”) OF A REVENUE OR TRADING NATURE (“THE MANDATE”)

“THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Mandate be and is hereby given to the Company and/or its subsidiaries to enter into new recurrent related party transactions of a revenue or trading nature from time to time with the Related Parties as specified in Section 2.2 of the Circular to Shareholders dated 23 March 2016, provided that such transactions are in the ordinary course of business, on normal commercial terms and on terms which are not more favourable to the related parties than those generally available to the public and the RRPT are not to the detriment of the minority shareholders of the Company;

AND THAT such authority shall commence upon the passing of the resolution and to be in force until-

- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the EGM at which such mandate was passed, at which time it will lapse, unless the authority is renewed by a resolution passed at the meeting;
- (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (“Act”) but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act; or
- (iii) revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is the earlier.

THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Mandate contemplated and/or authorised by the ordinary resolution.”

By Order of The Board

A-RANK BERHAD

NG BEE LIAN (MAICSA 7041392)

WONG WAI FOONG (MAICSA 0799764)

Company Secretaries

Seremban

23 March 2016

Notes:-

1. A member of the Company who is entitled to attend and vote at the meeting is entitled to appoint one (1) or more proxies to attend and vote in his stead. Where a member appoints two (2) or more proxies, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy. A proxy needs not be a member of the Company. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointer is a corporation, either under its common seal or under the hands of a duly authorised officer or attorney.
2. All proxy forms must be deposited at the Company’s Registered Office at Chamber E, Lian Seng Courts, No. 275, Jalan Haruan 1, Oakland Industrial Park, 70200 Seremban, Negeri Sembilan Darul Khusus not less than 48 hours before the time appointed for holding the Extraordinary General Meeting or at any adjournment thereof.
3. Where a member is an authorised nominee, as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each securities account it holds which is credited with ordinary shares of the Company.
4. Only members whose names appears in the Record of Depositors as at 31 March 2016 (at least 3 market days before the Extraordinary General Meeting date) will be entitled to attend and vote at the said meeting or appoint a proxy(ies) to attend and vote on such member’s behalf.
5. 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 (“omnibus account”), there is no limit to the number of proxies which the exempt authorised nominees may appoint in respect of each omnibus account it holds.