



**Nationwide Express Courier Services Berhad (133096-M)**  
(Incorporated in Malaysia under the Companies Act, 1965)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Nationwide Express Courier Services Berhad ("**NECSB**" or "**Company**") will be held at Training Room, Nationwide Express Courier Services Berhad, Lot 11A, Persiaran Selangor, Section 15, 40200 Shah Alam, Selangor Darul Ehsan, Malaysia on Tuesday, 30 August 2016 at 12.30 p.m. or immediately following the conclusion of the Court Convened Meeting for shareholders of the Company (which will be held at the same venue and on the same day at 11.30 a.m.) whichever is later, or at any adjournment thereof, to consider and if thought fit, to pass with or without modification the following resolution:

**SPECIAL RESOLUTION  
PROPOSED INTERNAL REORGANISATION**

**"THAT** subject to the sanction of the High Court of Malaya and approval of the shareholders for the Proposed Scheme of Arrangement as set out in the Notice of Court Convened Meeting for shareholders dated 8 August 2016, the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and approval of all other relevant authorities (if any) being obtained, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to implement the following:

- (a) proposed exchange of the entire issued and paid-up ordinary shares of RM1.00 each in NECSB ("**NECSB Shares**") for ordinary shares of RM0.50 each in Nationwide Express Holdings Berhad ("**NewCo**") ("**NewCo Shares**") on the basis of two (2) new NewCo Shares for every one (1) NECSB Share held ("**Proposed Share Exchange**"); and
- (b) proposed assumption of the listing status of NECSB by NewCo and the admission of NewCo to, and withdrawal of NECSB from, the Official List of Bursa Securities with the listing and quotation for the new NewCo Shares on the Main Market of Bursa Securities ("**Proposed Transfer of Listing**")

(collectively referred to as the "**Proposed Internal Reorganisation**"),

**AND THAT** the Board be and is hereby authorised to complete and give effect to the Proposed Internal Reorganisation and to do all acts and things for and on behalf of the Company as the Directors may consider necessary or expedient with full power to:

- (a) execute any other agreements in relation to the Proposed Internal Reorganisation and such other agreements, deeds, instruments, undertakings, declarations and/or arrangements including any supplementary or variation agreements and documents in connection therewith and to give full effect to and complete the Proposed Internal Reorganisation; and
- (b) assent to any conditions, modifications, variations and/or amendments as may be imposed or permitted by Bursa Securities and any other relevant authorities or as may be deemed necessary by the Directors in the best interest of the Company and to take all steps and do all acts and things in any manner as they may deem necessary and/or expedient to finalise, implement, to give full effect to and complete the Proposed Internal Reorganisation

**AND THAT** all previous actions taken by the Directors of the Company for the purpose of or in connection with the Proposed Internal Reorganisation be and are hereby adopted, approved and ratified."

By Order of the Board  
**Nationwide Express Courier Services Berhad**

**AMILIA BINTI SABTU (CA18550)**  
**MUSTAFFA BIN ADBUL RAZAK (LS0009746)**

Company Secretaries  
Shah Alam, Selangor

8 August 2016

**Notes:**

1. Only members whose names appear in the Record of Depositors as at 24 August 2016 will be entitled to attend and vote at the meeting or appoint a proxy to attend and vote in his/her stead. A member entitled to attend and vote at the meeting may appoint one (1) proxy to attend and vote on his/her behalf. A proxy may but need not be a member of the Company and if not a member, he/she need not be a qualified legal practitioner, and approved company auditor or a person approved by the Registrar.
2. The instrument appointing a proxy shall be signed by (a) the individual member or (b) the individual member's attorney duly supported by a certified true copy of the power of attorney.
3. For a corporate member, the instrument appointing a proxy shall be executed under (a) its common seal or (b) the hand of a duly authorised officer or attorney. In the case of (b), it shall be supported by a certified true copy of (i) the resolution appointing such officer, or (ii) the relevant power of attorney.
4. In the case of a member who is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit as to the number of proxies it may appoint. If more than one (1) proxy is appointed, the Exempt Authorised Nominee shall specify the number of shares to be represented by each proxy.
5. The instrument appointing a proxy must be deposited at the Registered Office of the Company at Lot 11A, Persiaran Selangor, Section 15, 40200 Shah Alam, Selangor Darul Ehsan, Malaysia, not less than 24 hours before the time for holding the meeting or any adjourned meeting thereof.