

ECO WORLD DEVELOPMENT GROUP BERHAD

(Company No. 17777-V)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("**EGM**") of Eco World Development Group Berhad ("**EW Berhad**" or "**Company**") will be held at EcoWorld Gallery @ Eco Majestic, No. 1, Lingkaran Eco Majestic, Eco Majestic, 43500 Semenyih, Selangor Darul Ehsan, Malaysia on Thursday, 16 March 2017 at 12.30 p.m., or immediately after the conclusion or adjournment (as the case may be) of the 43rd Annual General Meeting of the Company to be held at the same venue on the same day at 11.45 a.m., whichever is later, or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without any modification the following resolution:

ORDINARY RESOLUTION

PROPOSED PROVISION OF FINANCIAL ASSISTANCE TO ECO HORIZON SDN BHD (FORMERLY KNOWN AS TERAJU PASIFIK SDN BHD) ("**EHSB**")

"THAT subject to the approval and/or consent of all relevant authorities and/or parties being obtained (where applicable), approval be and is hereby given to EW Berhad to provide financial assistance to EHSB comprising the following:

- (i) RM140,000,000 of shareholder's advances to part finance the cost comprising Lands (defined herein) and development expenditure in relation to the proposed development of the Lands as a mixed residential and commercial development known as "**Eco Horizon**" and "**Eco Sun**" ("**Development Cost**");
- (ii) a guarantee by EW Berhad to secure the repayment of all sums of monies due, owing, unpaid or outstanding by EHSB to the Employees Provident Fund Board or its wholly-owned subsidiary ("**EPF**"); and/or
- (iii) guarantee, indemnity or provision of collateral for a debt, in whatsoever manner by EW Berhad to the respective financiers to secure the repayment of monies owing due, unpaid or outstanding by EHSB in respect of any financing facility to be taken by EHSB from such financiers to fund the Development Cost,

(collectively referred to as "**Proposed Provision of Financial Assistance**")

subject to the terms and conditions of the subscription and shareholders' agreement dated 23 January 2017 entered into amongst EW Berhad, EPF and EHSB to jointly develop two (2) pieces of leasehold land in Mukim 13, Daerah Seberang Perai Selatan, Negeri Pulau Pinang measuring approximately 374.565 acres ("**Lands**").

AND THAT, the Board of Directors of the Company ("**Board**") be and is hereby authorised to do all acts, deeds, things and execute all necessary documents as they may consider necessary or expedient or in the best interest of the Company to give effect to the Proposed Provision of Financial Assistance with full powers to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto or deemed necessary by the Board, and to take all steps and do all such acts and matters as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed Provision of Financial Assistance."

By Order of the Board

ECO WORLD DEVELOPMENT GROUP BERHAD

Chua Siew Chuan (MAICSA 0777689)

Mak Chooi Peng (MAICSA 7017931)

Company Secretaries

Kuala Lumpur

27 February 2017

Notes:-

1. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 9 March 2017 shall be eligible to attend, speak and vote at the EGM.*
2. *A member entitled to attend and vote at the EGM is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but does not need to be a member of the Company. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to speak at the EGM. Notwithstanding this, a member entitled to attend and vote at the EGM is entitled to appoint any person as his proxy to attend and vote instead of the member at the EGM. There shall be no restriction as to the qualifications of the proxy.*
3. *In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.*
4. *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 nominee may appoint in respect of each Omnibus Account it holds. Where an exempt authorised nominee appoints more than one (1) proxy to attend and vote at the EGM, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing of the proxies, failing which, the appointment shall be invalid.*
5. *Where a member of the Company is an authorised nominee as defined under Securities Industry (Central Depositories) Act 1991, it may be entitled to appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where an authorised nominee appoints two (2) proxies to attend and vote at the EGM, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing of the proxies, failing which, the appointment shall be invalid.*
6. *The instrument appointing a proxy must be deposited at the Company's Registered Office at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia not less than 48 hours before the time for holding the EGM or any adjournment thereof.*