



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Forty-Second Annual General Meeting of the Company will be held at The Hwa Tai Grand Conference Room, Ground Floor, No. 12, Jalan Jorak, Kawasan Perindustrian Tongkang Pecah, 83010 Batu Pahat, Johor Darul Takzim, Malaysia on Thursday, 18 May 2017 at 11.00 a.m.

AGENDA	RESOLUTION NO.
1. To present the Audited Financial Statements for the financial year ended 31 December 2016 together with the Directors' and Auditors' Reports thereon.	-
2. To approve payment of Directors' fee of RM95,000 for the financial year ended 31 December 2016.	1
3. To approve an amount of RM10,000 per month as allowance to the Non-Executive Chairman from 31 January 2017 to the next Annual General Meeting of the Company.	2
4. To re-elect the following Directors who retire in accordance with the Company's Articles of Association (the Company's constitution):-	
4.1 YBhg. Datuk Soo Chung Yee	3
4.2 Mr. Kamal Bin Abd Karim	4
4.3 Ms. Aisyah Kamaliah Binti Abu Bakar	5
5. To re-elect the following Directors, who each had served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as Independent Non-Executive Directors of the Company in accordance with the Malaysian Code on Corporate Governance 2012:-	
5.1 YBhg. Col. (Rtd.) Dato' Ir. Cheng Wah	6
5.2 Mr. Soo Wei Chian	7
6. To appoint Messrs. Baker Tilly Monteiro Heng as Auditors of the Company for the financial year ending 31 December 2017 and to authorise the Directors to fix their remuneration.	8
7. To transact any other business appropriate to an Annual General Meeting, for which due notice shall have been given in accordance with the Company's Articles of Association (the Company's constitution) and/or the Companies Act, 2016.	-
8. As SPECIAL BUSINESS , to consider and, if thought fit, pass the following resolution:-	
ORDINARY RESOLUTION - AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016	9
<p>"That, subject to the Companies Act, 2016 and approvals from the relevant governmental or regulatory authorities, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act, 2016 to allot and issue shares in the Company from time to time upon such terms and conditions and for such purposes as the Directors may in their discretion deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued shares of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."</p>	

By Order of the Board
JESSICA CHIN TENG LI (MAICSA 7003181)
Company Secretary

Johor Darul Takzim, Malaysia
25 April 2017

Notice of Annual General Meeting (continued)

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 (the Company's constitution) and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a Record of Depositors as at 12 May 2017. Only a depositor whose name appears on the Record of Depositors as at 12 May 2017 shall be entitled to attend the Meeting or appoint proxies to attend and vote on his/her behalf.

Audited Financial Statements (Agenda No. 1)

Item 1 of the Agenda is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act, 2016 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 statements. Hence, this item of the Agenda is not put forward for voting.

Auditors (Agenda No. 6)

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 Sections 75 and 76 of the Companies Act, 2016 (Agenda No. 8)

The proposed Ordinary Resolution on Authority to the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016, 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 shares 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 18 June 2016, which mandate will lapse at the conclusion of the forthcoming Annual General Meeting.