



Malaysian  
Genomics  
Resource  
Centre

## MALAYSIAN GENOMICS RESOURCE CENTRE BERHAD

(Company No. 652790-V)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting (“EGM”) of Malaysian Genomics Resource Centre Berhad (“MGRC” or “Company”) will be held at Westside Room 1, Level 8, St Giles Boulevard-Premier Hotel, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur on Thursday, 8 June 2017 at 9.30 a.m. or any adjournment thereof for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

#### ORDINARY RESOLUTION

**PROPOSED ACQUISITION BY MALAYSIAN GENOMICS RESOURCE CENTRE BERHAD (“MGRC” OR “COMPANY”) OF 49,000 ORDINARY SHARES OF MPATH SDN BHD (“MPATH”), REPRESENTING 50% EQUITY INTEREST OF MPATH AND 8,993,500 REDEEMABLE CONVERTIBLE PREFERENCE SHARES (“RCPS”) OF MPATH, REPRESENTING 50% OF MPATH RCPS FOR A TOTAL PURCHASE CONSIDERATION OF RM11.50 MILLION (“PROPOSED ACQUISITION”)**

“**THAT**, subject to the necessary approvals being obtained from the relevant authorities (where required), MGRC be and is hereby authorised to acquire 49,000 ordinary shares of MPath, representing 50% equity interest of MPath and 8,993,500 MPath RCPS, representing 50% of MPath RCPS from Ajmaks Sdn Bhd (“Ajmaks”) for a total purchase consideration of RM11.50 million, to be fully settled in cash, upon the terms and conditions as stated in the conditional share sale agreement entered into between MGRC and Ajmaks on 27 April 2017.

**AND THAT** the Board of Directors of the Company be and is hereby authorised to take the necessary steps, execute the necessary documents and enter into any arrangements, agreements and/or undertakings with any party or parties as it may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and/or give effect to the Proposed Acquisition with full power to assent to any terms, conditions, modifications, variations and/or amendments or as a consequence of any such requirement or as may be deemed necessary and/or expedient in the best interest of the Company.”

#### BY ORDER OF THE BOARD

**CHUA SIEW CHUAN (MAICSA 0777689)**

**MAK CHOOI PENG (MAICSA 7017931)**

Company Secretaries

Kuala Lumpur

22 May 2017

#### Notes:

- (i) *In respect of deposited securities, only members whose names appear in the Record of Depositors on 2 June 2017 (“EGM Record of Depositors”) shall be eligible to attend the EGM.*
- (ii) *A member entitled to attend, vote and speak at the EGM is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualifications of the proxy. Where a member appoints more than one (1) proxy, 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.*
- (iii) *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.*
- (iv) *Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint up to 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.*
- (v) *The instrument appointing a proxy shall be in writing in such form as the Directors may from time to time prescribe under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.*
- (vi) *The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the EGM or adjourned meeting at which the person named in the instrument proposes to vote.*