



MIKRO MSC BERHAD

(Company No. 738171-M)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Mikro MSC Berhad ("Mikro" or the "Company") ("EGM") will be held at No. 1, Jalan TP 7/7, Sime UEP Industrial Park, 40400 Shah Alam, Selangor on Thursday, 6 July 2017 at 3.00 p.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following ordinary resolution, with or without any modification:-

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 123,714,520 NEW ORDINARY SHARES IN MIKRO ("MIKRO SHARES" OR "SHARES") ("BONUS SHARES") ON THE BASIS OF TWO (2) BONUS SHARES FOR EVERY FIVE (5) EXISTING MIKRO SHARES HELD BY THE ENTITLED SHAREHOLDERS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("ENTITLEMENT DATE") ("PROPOSED BONUS ISSUE")

"**THAT** subject to the approvals of all relevant regulatory authorities for the listing and quotation of the Bonus Shares on the ACE Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**") having been obtained, approval be and is hereby given for a sum of up to RM12,371,452 standing to the share premium and retained earnings accounts of the Company to be capitalised by way of issuance of up to 123,714,520 Bonus Shares, credited as fully paid-up, on the basis of two (2) Bonus Shares for every five (5) existing Shares held by the shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. (Malaysia time) on the Entitlement Date ("**Entitled Shareholders**");

THAT authority be and is hereby given to the Board of Directors of the Company ("**Board**") to allot and issue up to 123,714,520 Bonus Shares, to be credited as fully paid-up, to the Entitled Shareholders on the basis of two (2) Bonus Shares for every five (5) existing Shares held by the Entitled Shareholders on the Entitlement Date (which Entitlement Date shall be as determined by the Board), and to deal with any fractional entitlements in such manner as the Board may in its absolute discretion deem fit or expedient and in the best interests of the Company;

THAT the Bonus Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the then existing Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to the shareholders of the Company, where the entitlement date precedes the date of allotment of such Bonus Shares;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to and to complete the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or deemed necessary by the Board and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as he may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.

AND THAT this resolution constitutes a specific approval for the issuance of securities in the Company contemplated herein which is made pursuant to an offer, agreement or option and shall continue in full force and effect until all Bonus Shares to be issued pursuant to or in connection with the Proposed Bonus Issue have been duly allotted and issued in accordance with the terms of the Proposed Bonus Issue."

BY ORDER OF THE BOARD MIKRO MSC BERHAD

M. Chandrasegaran A/L S. Murugasu (MAICSA 0781031)
Goh Yoke Chee (MIA 20583)
Company Secretaries

Kuala Lumpur, Malaysia
15 June 2017

Notes:-

- (1) For the purpose of determining a member who shall be entitled to attend, speak and vote at the Extraordinary General Meeting, the Company shall be requesting the Record of Depositors as at 30 June 2017. Only a depositor whose name appears on the Record of Depositors as at 30 June 2017 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote in his/her stead.
- (2) A member entitled to attend and vote at this meeting is entitled to appoint up to two (2) proxies to attend in his/her stead. A proxy may but need not be a member of the Company and a member may appoint any person to be his/her proxy. Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
- (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 with ordinary shares of the Company standing to the credit of the said securities account.
- (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.
- (5) The instrument appointing a proxy, in the case of an individual, shall be signed by the appointer or by his attorney duly authorised in writing, and in the case of a corporation, shall be executed under its Common Seal or under the hand of an officer or attorney of the corporation duly authorised.
- (6) The instrument appointing the proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power of attorney, must be deposited at the Registered Office of the Company at No. 1, Jalan TP 7/7, Sime UEP Industrial Park, 40400 Shah Alam, Selangor Darul Ehsan not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof.