



## KUB MALAYSIA BERHAD

(Company No. 6022-D)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting ('EGM') of KUB Malaysia Berhad ('KUB' or 'Company') will be held at Dewan Shah Alam 1, Ground Floor, Shah Alam Convention Centre, No. 4, Jalan Perbadanan 14/9, 40000 Shah Alam, Selangor Darul Ehsan on Wednesday, 2 August 2017 at 10.00 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution, with or without any modifications:

#### ORDINARY RESOLUTION

**PROPOSED ACQUISITION BY KUB MALUA PLANTATION SDN BHD (FORMERLY KNOWN AS KUB OIL & GAS SDN BHD) ('KUB MALUA'), A WHOLLY-OWNED SUBSIDIARY COMPANY OF KUB, OF A PARCEL OF OIL PALM PLANTATION LAND HELD UNDER COUNTRY LEASE 095316395 IN SUNGAI KINABATANGAN, DISTRICT OF KINABATANGAN, SABAH MEASURING APPROXIMATELY 1,534 HECTARES ('LAND') FROM KWANTAS PLANTATIONS SDN BHD ('KPSB'), A WHOLLY-OWNED SUBSIDIARY COMPANY OF KWANTAS CORPORATION BERHAD FOR A CASH CONSIDERATION OF RM100,448,621 ('PROPOSED ACQUISITION')**

**'THAT** subject to the provisions under the Companies Act, 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant authorities, if relevant, being obtained for the Proposed Acquisition, approval be and is hereby given to KUB Malua to acquire the Land from KPSB for a total cash consideration of RM100,448,621 subject to and upon the terms and conditions set out in the conditional sale and purchase agreement in relation to the Proposed Acquisition dated 19 April 2017 entered into between KUB Malua and KPSB.

**AND THAT** the Directors of KUB and/or KUB Malua be and are hereby authorised to act for and on behalf of the Company and/or KUB Malua and to take all such steps and do all such acts, matters and things (including entering into all such deeds, agreements, arrangements, transactions, undertakings, transfers and indemnities) as they deem fit or may consider necessary, desirable, appropriate or expedient to implement, finalise and give full effect to the Proposed Acquisition with full power to give all or any notices, directions, consents and authorisations in respect of any matter arising under or in connection with the Proposed Acquisition and to assent to any conditions, modifications, variations and/or amendments relating to the Proposed Acquisition as may be approved/required by the relevant regulatory authorities and/or as the Directors of KUB and/or KUB Malua deem fit and to do all such things as they may consider necessary, desirable, appropriate or expedient in the best interests of the Company and KUB Malua.'

#### By Order of the Board

**SHARINA SAIDON (LS 0006127)**  
**MOHD AFENDY MD YAZIM (MAICSA 7056481)**  
**NANI SURYANI AHMAD TAJUDIN (MAICSA 7045699)**

Company Secretaries  
Petaling Jaya

10 July 2017

#### Notes:

- (i) For the purpose of determining a member who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 68(iii) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 26 July 2017. Only a depositor whose name appears on the Record of Depositors as at 26 July 2017 shall be entitled to attend the said Meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.
- (ii) A member of the Company entitled to attend, speak and vote at the EGM may appoint a maximum of two (2) proxies, to attend and vote in his/her stead. Where a member appoints two (2) proxies, the member shall specify the proportion of the member's shareholding to be represented by each proxy, failing which the appointment shall be invalid. A proxy may but need not be a member of the Company.
- (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) as defined under the Securities Industry (Central Depositories) Act, 1991, 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) The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised or if the appointer is a corporation, either under its common seal or signed under the hand of its attorney or by an officer given the authority on behalf of the corporation.
- (v) The Proxy Forms must be deposited at the office of the Company's Share Registrar, **Symphony Share Registrars Sdn Bhd, Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan** by hand or fax to **+(603) 7841 8151** not less than **forty-eight (48) hours** before the time for holding the EGM or any adjournment thereof.