



Techfast®

**TECHFAST HOLDINGS BERHAD**

(Company No. 647820-D)

(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Techfast Holdings Berhad (“**THB**” or the “**Company**”) will be held at Room Alhambra I, Level M1, Melia Kuala Lumpur, 16 Jalan Imbi, 55100 Kuala Lumpur on Friday, 6 October 2017 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following ordinary resolution:-

**ORDINARY RESOLUTION**

**PROPOSED BONUS ISSUE OF UP TO 57,037,266 NEW ORDINARY SHARES IN TECHFAST HOLDINGS BERHAD (“THB” OR THE “COMPANY”) (“THB SHARE(S)”) (“BONUS SHARE(S)”) ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY THREE (3) EXISTING THB SHARES HELD BY THE SHAREHOLDERS OF THB ON AN ENTITLEMENT DATE TO BE DETERMINED (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE”)**

“**THAT**, subject to the approvals of all relevant authorities or parties, including but not limited to the approval of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) for the listing of and quotation for all Bonus Shares to be issued under the Proposed Bonus Issue being obtained, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to capitalise the sum of up to approximately RM5.7 million from the Company’s share premium account and to apply the same for the purpose of issuing such Bonus Shares to be credited as fully paid-up to all Shareholders of the Company whose names appear in the Record of Depositors (“**Entitled Shareholders**”) as at the close of business on an Entitlement Date to be determined and announced by the Board, on the basis of one (1) Bonus Share for every three (3) existing THB Shares held in the Company;

**AND THAT** such Bonus Shares shall, upon allotment and issuance, rank pari passu in all respects with the then existing THB 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 Entitled Shareholders, the entitlement date of which is prior to the date of allotment of the Bonus Shares;

**AND THAT** any fractional entitlements pursuant to the Proposed Bonus Issue, if any, shall be dealt with in such manner as the Board in its absolute discretion deems fit, expedient and in the best interest of the Company;

**AND FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds and things and enter into any arrangements, transactions and/or documents as the Board deems necessary and expedient in order to implement, finalise and/or give full effect to and complete the Proposed Bonus Issue with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required or imposed by the relevant regulatory authorities, for and on behalf of the Group and in the best interest of the Group or consequent upon the implementation of the said terms, conditions, modifications, variations and/or amendments.”

**BY ORDER OF THE BOARD**

CHIN OOI WEE (LS No. 0006616)

LIM LI SHIANG (MIA 19661)

Company Secretaries

Kuala Lumpur

21 September 2017

**Notes:**

1. *Only members registered in the Record of Depositors as at 29 September 2017 shall be eligible to attend, the meeting or appoint a proxy to attend and vote on his/her behalf.*
2. *Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) but not more than two (2) proxies in respect of each securities account it holds which is credited with ordinary shares of the Company. The appointment of two (2) proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.*
3. *Where a member is an exempt authorised nominee (“EAN”) as defined under the Securities Industry (Central Depositories) Act 1991 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 EAN may appoint in respect of each omnibus account it holds. The appointment of two (2) or more proxies in respect of any particular Omnibus account shall be invalid unless the EAN specifies the proportion of its shareholding to be represented by each proxy.*
4. *A member entitled to attend and vote at the general meeting is entitled to appoint not more than two (2) proxies. Where a member appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy, failing which the appointment shall be invalid. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting. A proxy may but need not be a member of the Company, an advocate, an approved company auditor or person approved by the Registrar of Companies.*
5. *The instrument appointing a proxy must be deposited at the Company’s Registered Office at Suites 7.21 & 7.22, 7th Floor, Imbi Plaza, Jalan Imbi, 55100 Kuala Lumpur not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.*
6. *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.*