



TRIVE PROPERTY GROUP BERHAD

(Company No. 667845-M)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Trive Property Group Berhad ("**Trive**" or the "**Company**") ("**EGM**") will be held at Maharaja Suite, Pulai Springs Resort, 20km, Jalan Pontian Lama, 81110 Johor, Malaysia on Friday, 27 October 2017 at 11.00 a.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 432,629,350 NEW ORDINARY SHARES IN TRIVE ("TRIVE SHARES" OR "SHARES") ("BONUS SHARES") ON THE BASIS OF 1 BONUS SHARE FOR EVERY 6 EXISTING TRIVE 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 or parties, including but not limited to the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing and quotation of the Bonus Shares on the Main Market of Bursa Securities, the Board of Directors of Trive ("**Board**") be and is hereby authorised to capitalize the sum of up to RM10,815,733.75 standing to the share premium account of the Company for purposes of the Proposed Bonus Issue;

THAT the Board be and is hereby authorised to issue up to 432,629,350 Bonus Shares to be credited as fully paid-up to all shareholders of the Company whose name appear in the Record of Depositors of the Company as at the close of business at 5.00 pm (Malaysian time) on a date to be determined and announced later by the Board, on which the entitled shareholders are entitled to the Proposed Bonus Issue ("**Entitlement Date**"), on the basis of 1 Bonus Share for every 6 existing Trive Shares held in the Company on the Entitlement Date;

THAT the Board be and is hereby authorised 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
TRIVE PROPERTY GROUP BERHAD**

**LEE PENG LOON (MACS 01258)
P'NG CHIEW KEEM (MAICSA 7026443)**
Company Secretaries

Penang, Malaysia
12 October 2017

Notes:-

- (1) A proxy may but need not be a member of the Company.
- (2) For a proxy to be valid, the Form of Proxy, duly completed must be deposited at the Registered Office of the Company, 51-21-A, Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Penang not less than 24 hours before the time appointed for the taking of the poll or at any adjournment thereof. Provided that in the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his / their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy have been duly completed by the member(s).
- (3) A member shall be entitled to appoint two (2) or more proxies to attend and to vote at the same meeting. However, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- (4) Where a member 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) If the appointer is a corporation, the Form of Proxy must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
- (6) Only a depositor whose name appears on the Record of Depositors as at 20 October 2017 (General Meeting Record of Depositors) shall be eligible to attend, vote and speak at the meeting or appoint proxies to attend, vote and speak on his/her behalf.
- (7) Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by poll.