



ACCSOFT TECHNOLOGY BERHAD

(Company No. 517487-A)

(Incorporated in Malaysia under the Companies Act, 1965 and deemed registered under the Companies Act, 2016)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Accsoft Technology Berhad ("**Accsoft**" or the "**Company**") will be held at Level 4, Menara Lien Hoe, No. 8 Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Friday, 9 February 2018 at 10.30 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions with or without any modifications:-

ORDINARY RESOLUTION 1

PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY 10 EXISTING ORDINARY SHARES IN ACCSOFT INTO 25 ORDINARY SHARES IN ACCSOFT ("SPLIT SHARES") ("PROPOSED SHARE SPLIT")

"THAT subject to all approvals being obtained from the relevant authorities and parties (if required), approval be and is hereby given to the Company to undertake and give effect to the Proposed Share Split;

THAT the Split Shares shall rank *pari passu* in all respects with one another;

AND THAT the Board of Directors of the Company ("**Board**") be and is hereby authorised with full power to do all such acts, deeds and things and to execute and deliver on behalf of the Company all such documents and/or agreements as the Board may deem fit, necessary or expedient or appropriate in the best interest of the Company, in order to finalise, implement and/or give effect to the Proposed Share Split with full power to assent to any terms, conditions, modifications, variations and/or amendments as may be imposed or required by the relevant authorities or deemed necessary or desirable by the Board."

ORDINARY RESOLUTION 2

PROPOSED AMENDMENTS TO THE DEED POLL DATED 9 DECEMBER 2015 CONSTITUTING THE WARRANTS 2016/2019 OF THE COMPANY ("WARRANTS") ("DEED POLL") ("PROPOSED AMENDMENTS")

"THAT subject to the approval being obtained from the holders of the Warrants ("**Warrant Holders**") at the Warrant Holders' Meeting for the Proposed Amendments and all other approvals being obtained from the relevant authorities and parties (if required), approval be and is hereby given to the Company to amend, modify and/or vary the existing Deed Poll in the manner as set out in Section 3 of the circular to the shareholders of the Company dated 17 January 2018 ("**Circular to Shareholders**") and to be effected by way of a supplemental deed to be executed by the Company in respect of the Deed Poll ("**Supplemental Deed Poll**");

THAT the Board be and is hereby authorised to execute the Supplemental Deed Poll on behalf of the Company with full powers to assent to any conditions, variations, modifications and/or amendments in the manner as set out in Section 3 of the Circular to Shareholders and implement and give effects to the terms and conditions of the Supplemental Deed Poll, and take all steps as the Board deems fit or expedient in order to implement, finalise and give full effect to the Proposed Amendments;

AND THAT the Board be and is hereby authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents (including, without limitation, the affixing of the Company's common seal, where necessary) as the Board may consider necessary, expedient or relevant to give effect to and complete the Proposed Amendments with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Board may deem necessary or expedient in order to implement, finalise and give full effect to the Proposed Amendments."

By Order of the Board

PANG KAH MAN (MIA 18831)

Company Secretary

Kuala Lumpur

17 January 2018

Notes:-

1. Only depositors whose names appear in the Record of Depositors as at 2 February 2018 shall be regarded as members and be entitled to attend, participate, speak and vote at the Extraordinary General Meeting ("**EGM**").
2. A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
3. 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.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.
6. 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 of attorney, must be deposited at the registered office of the Company at 3-2, 3rd Mile Square, No. 151 Jalan Kelang Lama, Batu 3½, 58100 Kuala Lumpur not less than 24 hours before the time appointed for holding this meeting or any adjournment thereof as Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad requires all resolutions set out in the Notice of EGM to vote by poll.