



LCTH Corporation Berhad

(Company No.: 633871-A)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of LCTH Corporation Berhad will be held at Kayangan Suite, Pulau Springs Resort, 20KM Jalan Pontian Lama, 81110 Pulau, Johor, Malaysia on Thursday, 8 March 2018 at 2.00 p.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following special resolution:

SPECIAL RESOLUTION

PROPOSED SELECTIVE CAPITAL REDUCTION AND REPAYMENT EXERCISE OF LCTH CORPORATION BERHAD ("LCTH" OR "COMPANY") UNDER SECTION 116 OF THE COMPANIES ACT 2016 ("ACT") ("PROPOSED SCR")

"THAT, subject to the relevant approvals being obtained from all relevant authorities and the confirmation of the High Court of Malaya pursuant to Section 116 of the Act, approval be and is hereby given for the Company to undertake and effect the Proposed SCR in the following manner:

- (i) to cancel 105,704,357 ordinary shares in LCTH ("**LCTH Shares**") held by the shareholders of LCTH (save for Fu Yu Investment Pte Ltd) whose names appear on the Record of Depositors of LCTH as at the close of business on an entitlement date to be determined and announced later ("**Entitlement Date**") by the board of directors of LCTH ("**Entitled Shareholders**"); and
- (ii) thereafter, to effect a capital repayment of RM0.58 in cash for each LCTH Share held by the Entitled Shareholders on the Entitlement Date which has been cancelled.

THAT, pursuant to the aforesaid reduction of share capital and capital repayment, the board of directors of LCTH ("**Board**") be and are hereby authorised to take all such steps as they may deem necessary in connection with the Proposed SCR including:

- (i) to determine the Entitlement Date;
- (ii) to effect the capital repayment of RM0.58 in cash for each LCTH Share held by Entitled Shareholders on the Entitlement Date;
- (iii) to lodge an application to seek the confirmation from the High Court of Malaya for the reduction of share capital under Section 116 of the Act;
- (iv) to assent to any term(s), condition(s), stipulation(s), modification(s), variation(s) and/or amendment(s) as the Board may deem fit, necessary and/or expedient in the best interests of the Company or as a consequence of any requirement(s) imposed by the relevant authorities, the High Court of Malaya and/or by the Registrar of Companies and/or as may be required to comply with any applicable laws, in relation to the Proposed SCR;
- (v) to lodge a copy of the order of the High Court of Malaya granted pursuant to Section 116 of the Act confirming the reduction of share capital with the Registrar of Companies on such date as the Board may determine; and
- (vi) to do all such acts, deeds and/or things as the Board may consider fit, necessary and/or expedient in the best interest of the Company in order to implement, finalise, complete and to give full effect to the Proposed SCR, including to execute any documents, to enter into any arrangements and/or agreements with any party and to give any undertakings."

By Order of the Board

Leong Oi Wah (MAICSA 7023802)
Company Secretary

Petaling Jaya
14 February 2018

Notes:

1. A member of the Company who is entitled to attend and vote at this meeting is entitled to appoint a proxy or in the case of a corporation a duly authorised representative to attend and to vote in his stead.
2. A member may appoint more than 2 proxies to attend and the proxies shall not be valid unless the member specifies the proportion of his securities holdings to be represented by each proxy.
3. The instrument appointing proxy shall be in writing under the hands of the appointor or of his attorney duly authorised in writing or, if such appointor is a corporation, under its common seal or the hand of its attorney.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than 2 proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
5. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in 1 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.
6. The instrument appointing a proxy shall be left at the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Wilayah Persekutuan at least 48 hours before the time appointed for the holding of the meeting or adjourned meeting.
7. Only depositors whose names appear on the Record of Depositors as at 2 March 2018 shall be regarded as a member of the Company entitled to attend the Extraordinary General Meeting or appoint a proxy to attend and vote on his behalf.