

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fourteenth Annual General Meeting of the Company will be held at the Meeting Room, TAFI Industries Berhad, PLO 3 Kawasan Perindustrian Bukit Pasir, Mukim Sg. Raya, 84300 Bukit Pasir, Muar, Johor, Malaysia on Friday, 25 May 2018, at 11:00 a.m., for the following purposes:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Directors' Report, Audited Financial Statements and Auditors' Report for the financial year ended 31 December 2017. **(Please refer to Explanatory Note 1)**
2. To approve the payment of Directors' fees for an amount not exceeding RM200,000 for the financial year ending 31 December 2018 as recommended by the Directors. **(Resolution 1)**
3. To approve the payment of Directors' benefits of RM4,252 for the financial year ended 31 December 2017. **(Resolution 2)**
4. To approve the payment of Directors' benefits for an amount not exceeding RM10,000 for the financial year ending 31 December 2018. **(Resolution 3)**
5. To re-elect the following Directors who retire in accordance with Article 84 and Article 90 of the Company's Constitution, and being eligible, have offered themselves for re-election:-
 - (i) Siew Chee Choong (Article 84) **(Resolution 4)**
 - (ii) Lau Kee Sern (Article 90) **(Resolution 5)**
6. To re-appoint Messrs. Deloitte PLT as Auditors of the Company for the financial year ending 31 December 2018 and to authorise the Board of Directors to fix their remuneration. **(Resolution 6)**
7. To transact any other business of which due notice shall have been given in accordance with the Act.

By Order of the Board

TAFI INDUSTRIES BERHAD

NG BEE LIAN (MAICSA 7041392)

TAY PECK KEE (LS 0009672)

Company Secretaries

Melaka

23 April 2018

NOTES:

- i. *A proxy may but need not a member of the Company, an advocate, an approved company auditor or a person approved by the Registrar of the Companies.*

- ii. *In the case of a corporate member, the instrument appointing a proxy shall be (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power attorney.*
- iii. *A member shall not, subject to Paragraphs (iv) and (v) below, be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy to attend and vote at the same meeting, each proxy appointed shall represent a minimum of 100 shares and such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.*
- iv. *Where a member is an authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with the 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.*
- v. *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 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.*
- vi. *Any alteration to the instrument appointing a proxy must be initialed. The instrument appointing a proxy must be deposited at the registered office of the Company at 35-1 (Room A), Jalan Dato’ Hj. Hassan, 84000 Muar, Johor, Malaysia, not less than 48 hours before the time appointed for holding the meeting.*
- vii. *Pursuant to Paragraph 8.29A of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”), all resolutions set out in the Notice of 14th AGM will be put to vote on a poll.*

Explanatory Notes:-

Item 1 of the Agenda

1. *This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act, 2016 (the “Act”) does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting by the shareholders of the Company.*

Items 2, 3 and 4 of the Agenda

2. *Section 230(1) of the CA2016 provides that the fees of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. Pursuant thereto, shareholders’ approval will be sought at this AGM on the Directors’ fees and Directors’ benefits for the financial year ended 31 December 2017 and for the financial year ending 31 December 2018.*