



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Eighth Annual General Meeting of the Company will be held at Ifrah Hall, Cinta Sayang Resort, Persiaran Cinta Sayang, 08000 Sungai Petani, Kedah on Friday, May 25, 2018 at 9.30 a.m. for the following purposes:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended December 31, 2017 together with the reports of the Directors and Auditors thereon. (Please refer to Note A)
2. To approve a Directors' Fees of up to RM214,500 for the period from June 1, 2018 until the next Annual General Meeting of the Company. (Resolution 1)
3. To approve the Directors' benefits (excluding Directors' Fee) payable of up to RM83,800 for the period from June 1, 2018 until the next Annual General Meeting of the Company. (Resolution 2)
4. To re-elect the following Directors who are retiring pursuant to Article 99(1) of the Articles of Association of the Company, and who, being eligible offered themselves for re-election:-
 - a) Hsueh, Chih-Yu; (Resolution 3)
 - b) Goh Chooi Eam. (Resolution 4)
5. To re-appoint Messrs. Deloitte PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. (Resolution 5)
6. AS SPECIAL BUSINESSES
To consider and, if thought fit, to pass the following Resolution:-
Ordinary Resolution
 - a) **Authority to Issue Shares**
"That pursuant to Companies Act 2016 and approvals from the Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant governmental/regulatory authorities where such authority shall be necessary, the Board of Directors be authorised to issue and allot shares in the Company from time to time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Board of Directors may, in its absolute discretion, deem fit provided that the aggregate number of shares to be issued shall not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being, and that the Board of Directors be empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Securities." (Resolution 6)
7. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016.

By Order of the Board

HOW WEE LING (MAICSA 7033850)
OOI EAN HOON (MAICSA 7057078)
Secretaries

Penang
Date: April 30, 2018

Notes:

- A. *This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 and the Company's Articles of Association do not require a formal approval of the shareholders and hence, is not put forward for voting.*
- B. *For the purpose of determining a member who shall be entitled to attend and vote at this Twenty-Eighth Annual General Meeting, the Company shall be requesting the Record of Depositors as at May 15, 2018. Only a depositor whose name appears on the Record of Depositors as at May 15, 2018 shall be entitled to attend, speak and vote at the said meeting or appoint proxy(ies) to attend, speak and vote on his/her behalf.*
 1. *A member (Except Exempt Authorised Nominee) shall be entitled to appoint up to two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) or more proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.*
 2. *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.*
 3. *The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.*
 4. *The instrument appointing a proxy must be deposited at the Registered Office of the Company at 57-G Persiaran Bayan Indah, Bayan Bay, Sungai Nibong, 11900 Penang not less than twenty-four(24) hours before the time set for holding of the Meeting i.e. by Thursday, May 24, 2018 at 9.30 a.m. or at any adjournment thereof.*

Explanatory Note On Special Business:

1. Authority to issue Shares

The proposed Resolution No. 6 [Item 6(a)], if passed, will grant a renewed general mandate (Mandate 2018) and empower the Directors of the Company to issue and allot shares up to an amount not exceeding in total ten per centum (10%) of the number of issued shares of the Company from time to time and for such purposes as the Directors consider would be in the interest of the Company. In order to avoid any delay and costs involved in convening a general meeting, it is thus appropriate to seek shareholders' approval. This authority will, unless revoked or varied by the Company in general meeting, expire at the next Annual General Meeting of the Company.

The Mandate 2018 will provide flexibility to the Company for allotment of shares for any possible fund raising activities, including but not limited for further placing of shares, for the purpose of funding future investment(s), acquisition(s) and/or working capital.

As at the date of this Notice, the Company did not issue any shares pursuant to the mandate granted to the Directors at the Twenty-Seventh Annual General Meeting. The Company did not issue any share pursuant to the mandate granted because there was no investment, acquisition or working capital that required fund raising activity.