



AMTEL HOLDINGS BERHAD

(Company No: 409449-A)

(Incorporated in Malaysia under the Companies Act 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Amstel Holdings Berhad will be held at Bilik Selangor, Kelab Shah Alam Selangor, No. 1A, Jalan Aerobik 13/43, Persiaran Kayangan, 40704 Shah Alam, Selangor Darul Ehsan on Thursday, 30 August 2012 at 10.00 a.m. for the purpose of considering and, if thought fit, to pass the following ordinary resolution, with or without modification:-

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY METRARAMA SDN. BHD., A WHOLLY-OWNED SUBSIDIARY OF AMTEL HOLDINGS BERHAD ("AHB" OR "COMPANY") OF ALL THAT PARCEL OF FREEHOLD INDUSTRIAL LAND HELD UNDER GRN 215183, LOT 61789 (FORMERLY HELD UNDER HSD 225947, PT 99), BANDAR GLENMARIE, DISTRICT OF PETALING, STATE OF SELANGOR DARUL EHSAN MEASURING APPROXIMATELY 4,252 SQUARE METRES IN AREA TOGETHER WITH A THREE (3) STOREY OFFICE WAREHOUSE BUILDING WITH A MEZZANINE FLOOR ANNEXED FOR A TOTAL CASH CONSIDERATION OF RM15,000,000.00 ("PROPOSED ACQUISITION")

"**THAT** subject to the approval of any relevant authority being obtained, where required, approval be and is hereby given to Metrarama Sdn. Bhd., a wholly-owned subsidiary of AHB, to acquire from Ng Yoke Teng & Sons Sdn. Bhd. all that parcel of freehold industrial land held under GRN 215183, Lot 61789 (formerly held under HSD 225947, PT 99), Bandar Glenmarie, District of Petaling, State of Selangor Darul Ehsan measuring approximately 4,252 square metres in area and bearing postal address as No. 23, Jalan Jurunilai U1/20, Seksyen U1, Hicom Glenmarie Industrial Park, 40150 Shah Alam, Selangor Darul Ehsan erected thereon a three (3) storey office warehouse building with a mezzanine floor annexed for a total cash consideration of Ringgit Malaysia Fifteen Million (RM15,000,000.00) only, subject to and upon such terms and conditions as set out in the Sale and Purchase Agreement dated 29 May 2012 as varied in the Supplemental Sale and Purchase Agreement dated 23 July 2012 ("SPA") in relation to the Proposed Acquisition.

AND THAT any of the Directors of AHB be and are hereby authorised to take all such steps and to enter into all deeds, agreements, arrangements, undertakings, transfers and indemnities as they may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Proposed Acquisition under the terms and conditions of the SPA with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities and/or as the Directors deem fit, appropriate and in the best interest of AHB".

By Order of the Board

CHAN PHOOI SZE (MAICSA 7051780)

HOH YIT FOONG (LS 0018)

Secretaries

Petalang Jaya

13 August 2012

Notes:

1. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 23 August 2012 shall be entitled to attend, speak and vote at this meeting.*
2. *A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company.*
3. *The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if such appointer is a corporation, under its Common Seal or under the hand of an officer or attorney of the corporation duly authorised in that behalf, and shall be deposited at the Registered Office of the Company at No. 7, Jalan PJS7/19, Bandar Sunway, 46150 Petaling Jaya, Selangor Darul Ehsan, not less than 48 hours before the time appointed for holding this meeting or adjourned meeting.*
4. *Where a member appoints more than one (1) proxy, the appointment shall be invalid unless the proportion of holdings represented by each proxy is specified.*
5. *A member shall be entitled to appoint more than one (1) proxy to attend and vote at this meeting provided that the provisions of Section 149(1)(c) of the Companies Act, 1965 are complied with.*
6. *Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*