



JASA KITA BERHAD

(239256-M) (Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twentieth Annual General Meeting of the shareholders of the Company will be held at Bukit Kiara Equestrian and Country Resort, Dewan Berjaya, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur, Malaysia on Thursday, 13 September 2012 at 11.00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions:-

AGENDA

1. To receive the Audited Financial Statements of the Group and the Company for the financial year ended 31 March 2012 together with the Reports of the Directors and Auditors thereon.
Please refer Explanatory Note A
2. To approve the payment of a first and final dividend of 5% per ordinary share of RM0.10 each less 25% Malaysian income tax in respect of the financial year ended 31 March 2012.
Ordinary Resolution 1
3. To approve the payment of Directors' fees in respect of the financial year ended 31 March 2012.
Ordinary Resolution 2
4. To re-elect the following Directors who retire in accordance with Article 83 of the Company's Articles of Association: -
 - (a) Mr Thor Poh Seng **Ordinary Resolution 3(a)**
 - (b) Ms Tan Ching Ching **Ordinary Resolution 3(b)**
 - (c) En Abdul Rasip bin Haron **Ordinary Resolution 3(c)**
5. To re-appoint the following Directors pursuant to Section 129(6) of the Companies Act, 1965 :-
 - (a) "THAT Tan Sri Dato' Tan Hua Choon be re-appointed as Director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company."
Ordinary Resolution 4(a)
 - (b) "THAT Maj Gen Dato' Osman Bin Mohd Zain (Rtd) be re-appointed as Director of the Company to hold office until the conclusion of the next Annual General Meeting of the Company."
Ordinary Resolution 4(b)
6. To re-appoint Messrs PKF as Auditors of the Company and to authorise the Directors to fix their remuneration.
Ordinary Resolution 5
7. **As Special Business**
To consider and, if thought fit, to pass with or without modifications the following resolution as a Special Resolution :-
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY
"THAT the Articles of Association of the Company be and are hereby amended in the form and manner as set out in "Appendix A" of the Company's 2012 Annual Report."
Special Resolution 1
8. To transact any other business for which due notice shall have been given in accordance with the Companies Act, 1965.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT a first and final dividend of 5% per ordinary share of RM0.10 each less 25% Malaysian income tax in respect of the financial year ended 31 March 2012, if approved by the Members, will be paid on 5 October 2012 to Members whose names appear in the Record of Depositors of the Company at the close of business on 21 September 2012.

A depositor shall qualify for entitlement only in respect of:

- a. Securities transferred into the Depositor's Securities Account before 4.00 p.m. on 21 September 2012 in respect of transfers; and
- b. Securities bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

Lim Lai Sam (MAICSA No. 0877479)
Secretary

Kuala Lumpur
16 August 2012

Notes:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint up to two (2) proxies to attend and vote instead of him. A proxy may but need not be a member of the Company and the provisions of Section 149(1) (b) of the Companies Act, 1965 shall not apply to the Company. Where a member appoints two (2) proxies to attend the same meeting, the member shall specify the proportion of his shareholding to be represented by each proxy, failing which the appointment(s) shall be invalid.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
3. The Proxy Form shall be deposited with the Company's Share Registrars, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
4. **General Meeting Record of Depositors**
Depositors whose names appear in the Record of Depositors on a date not less than three (3) market days before the general meeting shall be regarded as Member of the Company entitled to attend and vote at the Annual General Meeting or appoint a proxy to attend and vote on his behalf.
5. **Authorised Nominee and Exempt Authorised Nominee**
Where a member of the Company is an authorised nominee as defined under the Central Depositories Act, it shall be entitled to 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.
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.
Where an authorised nominee or an exempt authorised nominee appoints proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

Explanatory Note A

This Agenda item is meant for discussion only as under the provisions of Section 169(1) of the Companies Act, 1965, the audited financial statements do not require formal approval of members and hence, the matter will not be put forward for voting.

Explanatory Note on Special Business

• Special Resolution on Proposed Amendments to the Company's Articles of Association

The Proposed Special Resolution under item 7, if passed, will bring the Company's Articles of Association in line with the recent amendments prescribed under Chapter 7 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.