



SUPERLON HOLDINGS BERHAD

(Company No.: 740412-X)

(Incorporated in Malaysia)

ADDENDUM TO NOTICE OF SIXTH ANNUAL GENERAL MEETING

To the Shareholders of SUPERLON HOLDINGS BERHAD

The Board of Directors of Superlon Holdings Berhad (“the Company”) wishes to inform the Shareholders of the following amendments to the Notice of Sixth Annual General Meeting (“Notice”) which was circulated to the Shareholders on 26 September 2012:-

(I) AGENDA

- To insert the following Ordinary Resolution as an additional resolution to be discussed under item 5 of the Agenda of the Notice of Sixth Annual General Meeting:

5. To re-appoint Messrs Crowe Horwath as the Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.

(Resolution 5)

- Accordingly, Ordinary Resolutions 5 and 6 under items 5 and 6 shall now be re-numbered as Ordinary Resolutions 6 and 7 under items 6 and 7 whilst items 7 and 8 shall be re-numbered as items 8 and 9 as follows:

As Special Business

To consider and if thought fit, to pass the following resolutions:-

- 6. Ordinary Resolution**
Authority to Directors to allot and issue shares pursuant to Section 132D of the Companies Act, 1965

“THAT, subject always to the Companies Act, 1965 (“the Act”), the Articles of Association of the Company and approval and requirements of the relevant governmental and/or regulatory authorities (where applicable), the Directors be and are hereby empowered pursuant to Section 132D of the Act to allot and issue new ordinary shares of RM0.50 each in the Company, from time to time and upon such terms and conditions and for such purposes and to such persons whomsoever the Directors may, in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed ten percent (10%) of the issued and paid-up share capital for the time being of the Company AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

(Ordinary Resolution 6)

- 7. Ordinary Resolution**
Proposed renewal of authority to the Company to purchase its own ordinary shares up to ten percent (10%) of its issued and paid-up capital

“THAT, subject to compliance with the Act, the Memorandum and Articles of Association of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and all other applicable laws, regulations and guidelines and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised to allocate an amount not exceeding the total of audited share premium reserve and retained profit of the Company for the purpose of and to purchase such amount of ordinary shares of RM0.50 each (“Superlon Shares”) in the Company (“Proposed Share Buy-Back Renewal”) as may be determined by the Directors of the Company provided that the aggregate number of Superlon Shares purchased and/or held as treasury shares pursuant to this resolution does not exceed ten percent (10%) of the total issued and paid-up capital of the Company.

THAT upon completion of the purchase by the Company of its own shares, the Directors are authorized to deal with the Superlon Shares in the following manner:-

- (i) cancel the Superlon Shares so purchased; or
- (ii) retain the Superlon Shares so purchased as treasury shares; or
- (iii) retain part of Superlon Shares so purchased as treasury shares and cancel the remainder; or
- (iv) if held as treasury shares, to resell the treasury shares on the Bursa Securities and/or distribute the treasury shares as dividends to the Company's shareholders and/or subsequently cancel the treasury shares or any combination thereof;

and in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

AND THAT the authority conferred by this resolution will commence immediately upon the passing of this ordinary resolution and will continue to be in full force until:

- (i) the conclusion of the next annual general meeting of the Company following the general meeting at which this resolution was passed at which time it shall lapse unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next annual general meeting after that date is required by law to be held; or
- (iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting;

whichever is the earliest and the Directors and/or any of them be and are hereby authorized to complete and do all such acts and things deem fit and expedient in the interest of the Company to give full effect to the Proposed Share Buy-Back Renewal contemplated and/or authorized by this resolution."

(Ordinary Resolution 7)

8. Proposed Amendments to the Articles of Association of the Company

"THAT, the proposed amendments to the Company's Article of Association ("Proposed Amendments") as set out in the Circular to Shareholders dated 26 September 2012 be and are hereby approved AND THAT the Directors and/or the Secretary of the Company be and are hereby authorised to take all steps as are necessary and expedite in order to implement, finalise and give full effect to the Proposed Amendments."

(Special Resolution 1)

9. To transact any other ordinary business of which due notice shall have been given.

(II) EXPLANATORY NOTES ON SPECIAL BUSINESS

- Following the insertion of the above additional resolution and renumbering of ordinary resolutions, the following amendments, in bold, will be made to the Explanatory Notes on Special Business:

1. Ordinary Resolution no. 6
Authority to Allot and Issue Shares pursuant to Section 132D of the Companies Act, 1965

The proposed Ordinary Resolution no. **6** under Item **6**, if passed, will grant general mandate ("General Mandate") and empower the Directors of the Company, from the date of the above Annual General Meeting to allot and issue shares in the Company up to an amount not exceeding in total ten percent (10%) of the issued and paid-up capital of the Company for the time being for such purposes as they may think fit and in the interest of the Company. This authority, unless revoked or varied at a general

meeting, shall continue to be in full force until the conclusion of the next Annual General Meeting of the Company.

As at the date of this Notice, no new shares were issued by the Company pursuant to the previous mandate granted to the Directors since the last Annual General Meeting held on 23 September 2011.

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

2. Ordinary Resolution no. 7
Proposed Renewal of Authority for Purchase of Own Shares by the Company

The proposed Ordinary Resolution no. 7 under Item 7, if passed, will allow the Board of Directors to exercise the power of the Company to purchase not more than ten percent (10%) of the issued and paid-up share capital of the Company at any time within the time period stipulated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. This authority, unless revoked or varied by the Company at a general meeting, shall continue to be in full force until the conclusion of the next Annual General Meeting of the Company.

Further details are set out in the Circular to Shareholders dated 26 September 2012.

3. Special Resolution no. 1
Proposed Amendments to the Articles of Association of the Company

The proposed Special Resolution no. 1 under Item 8, is intended to streamline the Company's Articles of Association to be aligned with the recent amendments to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad which took effect on 3 January 2012 and to ensure clarity and consistency throughout the Articles of Association. Further details on the Proposed Amendments are provided in the Circular to Shareholders dated 26 September 2012 on the same.

(III) PROXY FORM

The attached Proxy Form ("Additional Proxy Form") sets out the above additional resolutions and the re-numbered resolutions to be tabled at the Sixth Annual General Meeting.

The Additional Proxy Form shall form as an integral part of the earlier Proxy Form ("Original Proxy Form") that was dispatched to the Shareholders on 26 September 2012. The Additional Proxy Form does not invalidate the Original Proxy Form.

In view thereof, we attach the Additional Proxy Form for your attention.

The amendments are very much regretted and we sincerely apologize for any inconvenience caused.

By order of the Board

PANG KAH MAN (MIA 18831)
Company Secretary

Kuala Lumpur

11 October 2012