



INIX TECHNOLOGIES HOLDINGS BERHAD

(Company No. 665797-D)
(Incorporated in Malaysia)

NOTICE IS HEREBY GIVEN THAT the Eighth Annual General Meeting of INIX Technologies Holdings Berhad (“INIX”) will be held at Kelab Shah Alam Selangor, Jalan Aerobik 13/43, 40000 Shah Alam, Selangor Darul Ehsan on Friday, 28th December 2012 at 9.30 a.m. for the following purpose:

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year end 31st July 2012 together with the Directors’ and Auditors’ Reports thereon.
2. To re-elect Encik Azman Bin Hussin who retires in accordance with Article 85 of the Company’s Articles of Association of the Company and being eligible, offer himself for re-election. *Resolution 1*
3. To re-elect the following Directors who retire in accordance with Article 92 of the Articles of Association of the Company, and being eligible, offer themselves for re-election:
 - i. Chow Hung Keey *Resolution 2*
 - ii. Ong Tee Kein *Resolution 3*
4. To appoint Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration.

Notice of Nomination from a shareholder pursuant to Section 172(11) of the Companies Act, 1965, a copy of which is annexed hereto and marked “Annexure A” has been received by the Company for the nomination of Messrs Hasnan THL Wong & Partners, for appointment as Auditors and of the intention to propose the following Ordinary Resolution: *Resolution 4*

“THAT Messrs. Hasnan THL Wong & Partners be and are hereby appointed as Auditors of the Company in place of the retiring Auditors, Messrs. Hasnan & Co., and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Board of Directors”

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following Resolutions, with or without modifications, as Ordinary Resolutions of the Company:

5. ORDINARY RESOLUTION I
RESOLUTION 5

Resolution 5

PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF REVENUE OR TRADING NATURE TO BE ENTERED WITH ENCORAL DIGITAL SOLUTIONS SDN BHD("eNCoral") AND PERSONS CONNECTED WITH eNCoral.

"THAT subject to the Ace Market Listing Requirements of Bursa Malaysia Securities Berhad:

(a)approval be and is hereby given for the Shareholders' Mandate for the Company and/or its subsidiaries to enter into and give effect to the category of the recurrent arrangements or transactions of a revenue or trading nature with eNCoral and persons connected with eNCoral as specified in Section 2.4 of the Circular to Shareholders dated 6th December, 2012,

provided that such transactions are:

- i. recurrent transactions of a revenue or trading nature;
 - ii. necessary for the Group's day-to-day operations;
 - iii. carried out in the ordinary course of business of the Company and its subsidiaries on normal commercial terms which are not more favorable to the Related Parties than those generally available to the public; and
 - iv. not to the detriment of minority shareholders;
- (The "mandate").

THAT such authority shall commence upon the passing of this resolution and shall continue to be in force until:

- i. the conclusion of the next Annual General Meeting of the Company following the Annual General Meeting at which such mandate was passed, at which time it will lapse, unless the authority is renewed by a resolution passed at the meeting;
- ii. the expiration of the period within which the next Annual General Meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965; or
- iii. revoked or varied by resolution passed by the shareholders in a general meeting;

Whichever is the earlier.

and that in making the disclosure of the aggregate value of the recurrent related

party transactions conducted pursuant to the proposed shareholders' approval in the Company's annual reports., the Company shall provide a breakdown of the aggregate value of recurrent related party transactions made during the financial ,among others , based on :

(i) the type of the recurrent related party transactions made ; and (ii) the name of the related parties involved in each type of the recurrent related party transactions made and their relationship with the Company and further that authority be and is hereby given to the Directors of the Company and its subsidiaries to complete and do all such acts and things (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Mandate as authorised by this Ordinary Resolution.”

**ORDINARY RESOLUTION II
RESOLUTION 6**

Resolution 6

**AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT
TO SECTION 132D OF THE COMPANIES ACT 1965**

“THAT pursuant to Section 132D of the Companies Act 1965, the Directors of the Company be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares issued pursuant to this resolution in any one financial year does not exceed 10% of the issued share capital of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company unless revoked or varied by the Company at a general meeting.”

ANY OTHER BUSINESS:

6. To transact any other business for which due notice shall have been given in accordance with the Company's Articles of Association and the Companies Act, 1965.

Resolution 7

By order of the Board

Wong Youn Kim
(MAICSA 7018778)
Company Secretary

Kuala Lumpur

6 December 2012

EXPLANATORY NOTES ON SPECIAL BUSINESS:

RESOLUTION 5

The Ordinary Resolution No. 5, if passed will give authority to the Company and its subsidiaries to enter into with specific classes of related parties and to give effect to specified recurrent related party transactions of a revenue or trading nature which are necessary for the Company and its subsidiaries' day-to-day operations. This authority will, unless revoked or varied by the Company in General Meeting will expire at the next Annual General Meeting. The detail explanatory is set out in the Circular to Shareholders dated 6 December 2012 attached to the Annual Report.

RESOLUTION 6

The Ordinary Resolution proposed under item 5, if passed will give the Directors of the Company from the date of the above Meeting, authority to allot and issue ordinary shares for the unissued capital of the Company for such purposes as the Directors consider would be in the interest of the Company. This authority will, unless revoked or varied by the Company in General Meeting, expire at the next Annual General Meeting.

The Company did not issue any share pursuant to a mandate granted to the Directors at the last Annual General Meeting held on 28 December 2011.

The general mandate for issue of shares will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares for the purpose of funding future investment, working capital and/or acquisition.

NOTES;

- 1. A member entitled to attend and vote at the 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 and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
- 2. If the appointer is a corporation, the proxy form must be executed under its common seal or under the hand of an officer or an attorney duly authorized.*
- 3. A member shall not be entitled to appoint more than two proxies to attend and vote at the same meeting. Where a member appoint two proxies, the appointment shall be invalid unless the specifies the proportions of his holdings to be represented by each proxy in a poll and the proxy who shall be entitled to vote on a show of hands.*
- 4. The instrument appointing a proxy must be deposited at the registered office of the Company, situated at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time holding the meeting or adjournment meeting.*
- 5. Only depositors whose names appear in the Record of depositors as at 24 December 2012 shall be registered as members and be entitled to attend the Eighth Annual General Meeting or appoint proxy(ies) to attend and vote on his/her behalf.*