



HUAYANG

HUA YANG BERHAD

(Company No. 44094-M)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Hua Yang Berhad (“**Hua Yang**” or the “**Company**”) will be held at the Head Office of the Company at 4th Floor, C-21, Jalan Medan Selayang 1, Medan Selayang, 68100 Batu Caves, Selangor Darul Ehsan on Wednesday, 23 January 2013 at 10 a.m., or at any adjournment thereof for the purpose of considering and if thought fit, passing the following resolution with or without modification: -

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY BISON HOLDINGS SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF HUA YANG (“BISON”), OF FIVE (5) PLOTS OF LEASEHOLD LAND MEASURING APPROXIMATELY 29.2058 ACRES LOCATED IN MUKIM AND DISTRICT OF PETALING (“LAND”), FROM MENTARI HARI SDN BHD (“MENTARI HARI”), FOR A TOTAL CASH CONSIDERATION OF RM158,000,000 (“PROPOSED LAND ACQUISITION”)

“**THAT**, subject to the approvals being obtained from the relevant parties (where required), Bison be and is hereby authorised to acquire the Land upon the terms and conditions as stated in the conditional sale and purchase agreement dated 8 October 2012 entered into between Bison and Mentari Hari (including any amendment and / or extension thereof as mutually agreed).

AND THAT the Board of Directors of the Company and Bison be and are hereby authorised to take such steps, execute such documents and enter into any arrangements, agreements and / or undertakings with any party or parties as they may deem fit, necessary, expedient and / or appropriate in order to implement, finalise and / or give effect to the Proposed Land Acquisition with full powers to assent to any terms, conditions, modifications, variations and / or amendments or as a consequence of any such requirement or as may be deemed necessary and / or expedient in the best interests of the Company and Bison.”

By Order of the Board
HUA YANG BERHAD

CHAN SEW MOH (MIA 12605)
LEONG OI WAH (MAICSA 7023802)
TAN HWAI LUN (MIA 24085)

Company Secretaries
Ipoh, Perak Darul Ridzuan
21 December 2012

Notes:-

- 1. Only members whose name appear in the Record of Depositors as at 16 January 2013 will be entitled to attend and vote at this Extraordinary General Meeting or appoint a proxy/proxies or in the case of a corporation, a duly authorised representative to attend and to vote in his/her stead.*
- 2. A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy/proxies who may but need not be a member/members of the Company to attend and vote in his/her stead and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
- 3. When a member appoints two (2) or more proxies, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.*
- 4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a Corporation, either under the corporation’s seal or under the hand of an officer or attorney duly authorised.*
- 5. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 123A, Jalan Raja Permaisuri Bainun (Jalan Kampar), 30250 Ipoh, Perak Darul Ridzuan at least forty-eight (48) hours before the time appointed for the Extraordinary General Meeting or any adjournment thereof.*