



LUSTER INDUSTRIES BHD

(Company No: 156148-P)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Luster Industries Bhd ("LIB" or the "Company") will be held at Park Avenue Hotel, Sejati, Level 02, E-1, Jalan Indah Dua, Taman Sejati Indah, 08000 Sungai Petani, Kedah Darul Aman on Monday, 18 March 2013 at 10.00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION

PROPOSED PRIVATE PLACEMENT OF UP TO 270,000,000 ORDINARY SHARES OF RM0.10 EACH OF LIB ("LIB SHARES" OR "SHARES") ("PLACEMENT SHARES") REPRESENTING APPROXIMATELY 24.8% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF LIB TOGETHER WITH UP TO 216,000,000 FREE DETACHABLE WARRANTS ("PLACEMENT WARRANTS") ON THE BASIS OF FOUR (4) PLACEMENT WARRANTS FOR EVERY FIVE (5) PLACEMENT SHARES ("PROPOSED PRIVATE PLACEMENT WITH WARRANTS")

"**THAT**, subject to all approvals being obtained from the relevant authorities, including but without limiting, the approval of Bank Negara Malaysia for the issuance of the Placement Warrants to non-residents of Malaysia, the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of and quotation for the Placement Shares, Placement Warrants and the new Shares to be issued pursuant to the exercise of the Placement Warrants on the Main Market of Bursa Securities, and for the admission of the Placement Warrants to the Official List of Bursa Securities, approval be and is hereby given to the Board of Directors of LIB ("**Board**") to allot and issue up to 270,000,000 Placement Shares at an issue price to be determined based on the five (5)-day volume weighted average market price of LIB Shares immediately preceding the date on which the price of the Placement Shares will be fixed with a discount of not more than ten percent (10%) or at par value, whichever is higher, together with up to 216,000,000 Placement Warrants to such persons and at such time as the Board deem fit, on the basis of four (4) Placement Warrants for every five (5) Placement Shares subscribed, for such purpose and utilisation of proceeds as disclosed in the circular to shareholders dated 1 March 2013;

THAT the Placement Shares and the new Shares arising from the exercise of the Placement Warrants, shall upon issuance and allotment thereof, rank *pari passu* in all respects with the then existing Shares and except that they shall not be entitled to any dividends, rights, allotments and/or other distributions, the entitlement date of which is prior to the date of allotment of the Placement Shares or the new Shares arising from the exercise of the Placement Warrants;

THAT the Board be and are hereby authorised to enter into and execute the Deed Poll constituting the Placement Warrants and to do all acts, deeds and things as they may deem fit or expedient in order to implement, finalise and give effect to the aforesaid Deed Poll and with full power to assent to any conditions, modifications, variations and/or amendments in the best interest of the Company or that may be imposed by the relevant regulatory authorities;

AND THAT the Board be and hereby authorised to do all acts and things as they may consider necessary of expedient in the best interest of the Company with the full powers to assent to any conditions, modifications, variations and/or amendments as may be required, or imposed by the relevant authorities, and to take all steps and to enter into all such agreements, arrangements, undertakings, indemnities, transfer, assignments and guarantees with any party or parties and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Private Placement with Warrants."

By Order of the Board

Ong Tze-En (MAICSA 7026537)
Chin Lee Phing (MAICSA 7057836)
Company Secretaries

Penang
1 March 2013

Notes:-

1. A Member may appoint up to two (2) proxies to attend on the same occasion. A proxy may but need not be a Member and the provisions of Section 149(1)(b) of the Act shall not, apply to the Company. If a Member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
2. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), 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.
3. Where a Member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owner in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respect of each omnibus account its holds.

An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
4. 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 seal or under the hand of an officer or attorney duly authorised.
5. To be valid, the proxy form must be deposited at the Company's Registered Office at Suite 2-1, 2nd Floor, Menara Penang Garden, 42A Jalan Sultan Ahmad Shah, 10050 Penang, at least forty eight (48) hours before the time appointed for holding the meeting or any adjournments thereof.
6. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company pursuant to Article 80(3) of the Articles of Association of the Company and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors ("ROD") as at 8 March 2013 and only a Depositor whose name appears on such ROD shall be entitled to attend this meeting or appoint proxy to attend and/or vote in his/her behalf.