

**THIS LETTER IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**If you are in any doubt as to the course of action you should take, please consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

The Notice of Extraordinary General Meeting ("EGM") of Ariantec Global Berhad ("Ariantec" or the "Company"), together with the Form of Proxy are enclosed in this letter.

## **ARIANTEC GLOBAL BERHAD**

(Company No. 533441-W)  
(Incorporated in Malaysia)

### **LETTER TO SHAREHOLDERS IN RELATION TO THE**

**CALLING FOR AN EGM TO REMOVE EACH OF THE FOLLOWING FROM THE OFFICE OF DIRECTOR:**

- **DATO' ABD. GANI BIN YUSOF**
- **DR. VINCENT LOY GHEE YAW**
- **N. CHANTHIRAN A/L NAGAPPAN**
- **LEE TECK MENG**
- **CHOY CHEAN YEN**
- **MOHD KAMAL BIN OMAR**

**AND TO APPOINT EACH OF THE FOLLOWING TO BE DIRECTOR OF ARIANTEC:**

- **DATO' DR. CHIN YEW SIN**
- **LING YEW KONG**
- **TAN KIAN HONG**
- **NG WEE PENG**
- **LEW CHEONG TECK**

**AND TO REMOVE ANY OTHER PERSON WHO MAY BE APPOINTED A DIRECTOR FROM 1 JANUARY 2013 TO THE CONCLUSION OF THE EGM**

**AND**

### **NOTICE OF EGM**

The Notice of EGM of Ariantec to be held at Metronic Global Berhad's Office, No. 2, Jalan Astaka U8/83, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Monday, 25 March 2013 at 11.00 a.m. or any adjournment thereof, together with the Form of Proxy, are enclosed herein. The Form of Proxy should be lodged at 10-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, no later than 48 hours before the time appointed for holding the EGM. The lodging of the Form of Proxy will not preclude you from attending and voting in person at the meeting should you wish to do so.

Last date and time for lodging the Form of Proxy : Saturday, 23 March 2013 at 11.00 a.m.  
Date and time for the EGM : Monday, 25 March 2013 at 11.00 a.m.

**This Letter is dated 8 March 2013**

8 March 2013

**To All Members of  
ARIANTEC GLOBAL BERHAD (533441-W) (“Ariantec”, or the “Company”)**

Dear fellow Shareholders,

**CALLING FOR AN EXTRAORDINARY GENERAL MEETING (“EGM”) OF ARIANTEC TO BE HELD ON MONDAY, 25 MARCH 2013, TO REMOVE EACH OF THE FOLLOWING DIRECTORS FROM THE OFFICE AS DIRECTOR:**

- DATO’ ABD. GANI BIN YUSOF
- DR. VINCENT LOY GHEE YAW
- N. CHANTHIRAN A/L NAGAPPAN
- LEE TECK MENG
- CHOY CHEAN YEN
- MOHD KAMAL BIN OMAR

(the “Specified Directors”)

**AND TO APPOINT EACH OF THE FOLLOWING TO BE DIRECTOR OF ARIANTEC:**

- DATO’ DR. CHIN YEW SIN
- LING YEW KONG
- TAN KIAN HONG
- NG WEE PENG
- LEW CHEONG TECK

(the “Proposed New Directors”)

**AND TO REMOVE ANY OTHER PERSON WHO MAY BE APPOINTED A DIRECTOR OF ARIANTEC FROM 1 JANUARY 2013 TO THE CONCLUSION OF THE EGM.**

We, Metronic Global Berhad and Tan Lian Hong hold more than 10% of the issued ordinary shares (“shares”) in the capital of Ariantec. As at the date of this Letter, Metronic Global Berhad and Tan Lian Hong hold 66,776,550 shares and 3,154,500 shares respectively in Ariantec.

The EGM has been called by a Notice of EGM dated 8 March 2013, by shareholders holding more than 10% of the issued share capital of Ariantec. This Letter amplifies the effect of the Resolutions being proposed, and accompanies the Notice of EGM.

We have reason to be concerned about the state of affairs in Ariantec, as managed by the current Board of Directors. The current Board of Directors comprises of the 6 Specified Directors, together with 3 other Directors, namely Chen Kong Kheng, Hee Chee Keong and Law Boon Keat.

Our concerns arise from 2 principal areas. We have, in connection with information relating to these matters, relied on the Company’s announcement on the Quarterly report on consolidated results for financial year ended 31/12/2012 (“Q4 2012”). The 2 principal areas are:

- A. Turnover is reduced tremendously by RM32.641 million<sup>1</sup>, from RM35.503 million in the year ended 31/12/2011 to RM2.862 million in the year ended 31/12/2012. This is represented in the recent Company’s announcement.
- B. Net Loss before tax of RM17.93million<sup>1</sup> is reported for the year ended 31/12/2012 as compared to a Net Profit before tax of RM0.392million reported for the preceding year ended 31/12/2011. This is represented in the recent Company’s announcement.

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<sup>1</sup> Company’s announcement as at 7 February 2013

## PROPOSAL TO REMOVE THE 6 SPECIFIED DIRECTORS

In our view, in order that the Company can progress effectively, the management under the existing Board of Directors must be changed. We are of the view that the Executive Chairman Dato' Abd. Gani Bin Yusof, the Managing Director Dr Vincent Loy Ghee Yaw and Non-Independent Non-Executive Director Mohd Kamal Bin Omar, together with the Independent Non-Executive Director N. Chanthiran a/l Nagappan, Ng Teck Meng and Choy Chean Yen, should be removed as Directors of the Company, to make way for new blood. We have accordingly proposed that each of the 6 Specified Directors be removed as a Director of Ariantec.

We think that there is no compelling reason for us to remove the 3 other existing directors, namely Chen Kong Kheng, Hee Chee Keong and Law Boon Keat as we believe that these 3 directors can provide continuity for the Board of Directors if the shareholders of Ariantec vote to remove the 6 Specified Directors and appoint the 5 Proposed New Directors.

## PROPOSAL TO APPOINT 5 PROPOSED NEW DIRECTORS

We have sought, and are proposing for the shareholders to appoint, 5 Proposed New Directors who are drawn from diverse but yet relevant backgrounds, so as to provide future leadership to Ariantec. If you, our fellow shareholders, agree with our proposal please vote for them to be appointed as Directors.

Dato' Dr. Chin Yew Sin offers a strong intellectual background, including in engineering, and is highly regarded within the establishment in Malaysia.

Ling Yew Kong has much experience running business enterprises and listed companies in multiple jurisdictions. He brings along relevant expertise in the corporate and accounting fields.

Tan Kian Hong has experience in managing the business in the integrated building security services and also in the manufacturing and distribution of fertilizers in Malaysia. He led the venture into the manufacturing and distribution of fertilizers in Malaysia and overseas.

Ng Wee Peng is an I.T. specialist who has been in both the professional and the business aspects of the industry. He can contribute in that and other areas to the Ariantec Group, not least in the ICT Support System Division of the Group.

Lew Cheong Teck has vast management and technical expertise in IT outsourcing, System Integration and Consulting services. He also has extensive experience in Oil & Gas and Insurance industries.

The resumes of each of them are set out in the Appendix to this Letter.

In our view, the removal of the 6 Specified Directors from office and the appointment of the 5 Proposed New Directors as new Directors of Ariantec will better serve shareholders' interests and provide the general body of shareholders more effective representation on the Board of Directors of Ariantec.

You will note that each resolution for the removal/appointment of a director will be voted on as a separate resolution. Each resolution is also an **ORDINARY RESOLUTION**, which will be passed by a simple majority (i.e. more than half) of the votes.

Assuming that all the resolutions tabled for consideration at the forthcoming EGM are passed, the main effect would be that the 6 persons who are the Specified Directors will be removed from office and the new Board of Directors of Ariantec will comprise Dato' Dr. Chin Yew Sin, Ling Yew Kong, Tan Kian Hong, Ng Wee Peng and Lew Cheong Teck, together with Chen Kong Kheng, Hee Chee Keong and Law Boon Keat. We are proposing the resolutions set out in the accompanying Notice of EGM as we believe that this new Board will guide Ariantec to a new era and to take into consideration the interests of all shareholders of Ariantec, including the minority shareholders of Ariantec.

We sincerely appeal to you to consider carefully and to vote **IN FAVOUR** of **all the resolutions** we have proposed, at the forthcoming extraordinary general meeting ("EGM") which will be held:

Date: Monday, 25 March 2013

Time: 11.00 a.m

Venue: No. 2, Jalan Astaka U8/83, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan

Please note that if you are unable to attend the EGM, you may appoint **proxies** by completing and executing the **Form of Proxy** accompanying the Notice of EGM. You should read carefully, and in completing the Form of Proxy you should follow, the instructions set out in the Form of Proxy, including in the Notes set out at the reverse side of the Form of Proxy. You should deposit your duly completed Form of Proxy, to reach the registered office of Ariantec at 10-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, by no later than 48 hours before the EGM – i.e. by **no later than 11.00 am on Saturday, 23 March 2013.**

Thank you.

Yours faithfully,

- 1) For and on behalf of the Board  
**METRONIC GLOBAL BERHAD**  
(in relation to 66,776,550 shares in Ariantec Global Berhad)

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**DATO' DR. CHIN YEW SIN**  
MANAGING DIRECTOR

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**TAN KIAN HONG**  
EXECUTIVE DIRECTOR

- 2)

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**TAN LIAN HONG**  
NRIC NO.: 870212-14-5201  
(in relation to 3,154,500 shares in Ariantec Global Berhad)

## RESUMES

### **DATO' DR. CHIN YEW SIN**

**Dato' Dr. Chin Yew Sin**, aged 52, a Malaysian, is the Deputy Secretary General cum Chairman of Strategies Study Committee, The Federation of Chinese Associations Malaysia (Huazong). He is a Director of Southern University College Malaysia. He is an Academic Director of Oasis College and an Advisor of American Biographical Institute's Distinguished Research Board of Advisors.

He serves as a Member of the Advisory and Corruption Prevention Panel, appointed by YAB Dato' Sri Najib bin Tun Razak on 25 February 2011. He has been a Member of The Special Committee of Public Services Commission Malaysia, appointed since 12 September 2012 by the Chairman of Public Services Commission, Tan Sri Mahmood bin Adam.

### **LING YEW KONG**

**Ling Yew Kong**, aged 46, a Malaysian, is a private equities investor. He is currently the Executive Chairman and Managing Director of Firstlink Investments Corporation Limited, an unlisted public company in Singapore. He is also the Chairman of Moya Asia Limited, a company publicly listed on the Catalist board of the Singapore Exchange. As Chairman, Mr Ling is primarily responsible for providing strategic guidance and charting new directions for each of these Companies.

He is also appointed, since 13 September 2012, as Chief Executive Officer and Executive Director of China Sky Chemical Fibre Co., Ltd., a company publicly listed on the Main Board of the Singapore Exchange.

He has a Bachelor of Commerce Degree, majoring in Accounting, from Murdoch University, Western Australia. He is also a member of the Australian Society of Certified Practising Accountants.

### **TAN KIAN HONG**

**Tan Kian Hong**, aged 27, a Malaysian, is a business entrepreneur. He is managing the business involved in integrated building security systems (IBBS), electronic computerized calculators and machines.

He is also the Managing Director of NatureLink Sdn Bhd, a family-owned business. He led the venture into the manufacturing and distribution of fertilizers in Malaysia and then expanded the market to China and subsequently to Myanmar, Vietnam, Thailand and Indonesia. As at today, Naturelink Sdn Bhd is a distributor of several famous brand names in the fertilizer industry.

### **NG WEE PENG**

**Ng Wee Peng**, aged 38, a Malaysian, has over 15 years of experience in systems integration and software application development through working in projects for industry leading companies. He has very strong technical knowledge, particularly in J2EE, Enterprise Architecture and Frameworks, EAI technologies, relational databases and web technologies.

He is the Operations Director and Co-founder of Agile Matrix Solutions Sdn Bhd, an IT services company based in Malaysia and Singapore. Prior to this, he was a Senior Consultant at C-Bridge Internet Solutions USA. Before joining C-bridge, he worked as a Systems Engineer (Tech Lead) in EDS and involved in a large IT project for major oil industry clients (Conoco, Statoil and Petronas).

He has a Bachelor of Science (Hons) Degree, majoring in Computer Science, from University of Warwick, UK, and is a Sun Certified Programmer for Java 2 Platform.

### **LEW CHEONG TECK**

**Lew Cheong Teck**, aged 46, has over 17 years of management and technical experience in IT outsourcing, System Integration and consulting services. He is the Managing Director of Agile Matrix Solutions Sdn Bhd.

He also has extensive experience in Oil & Gas and Insurance industries. He has played a major role in the development of Oil Accounting System that is currently used by oil refineries worldwide; including Shell, Petronas and Exxon.

While he was working with a major US Consulting firm in Singapore/ Malaysia in 1992 to 2000, he was the key member of the team that proposed and won several multi-million dollars consulting deals with major oil company in Malaysia.

## ARIANTEC GLOBAL BERHAD

Incorporated in Malaysia (533441-W)

Registered office:

Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan

### **NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE COMPANY**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of the Company will be held as follows:

Date: Monday, 25 March 2013

Time: 11.00 am

Venue: No. 2, Jalan Astaka U8/83, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan

to consider as **Special Business** and, if thought fit, to pass the following resolutions, with or without modification, each as an **ORDINARY RESOLUTION**:

1. **RESOLVED** that **Dato' Abd. Gani Bin Yusof** be and is hereby removed from office as a director of the Company, with immediate effect.
2. **RESOLVED** that **Dr. Vincent Loy Ghee Yaw** be and is hereby removed from office as a director of the Company, with immediate effect.
3. **RESOLVED** that **N. Chanthiran a/l Nagappan** be and is hereby removed from office as a director of the Company, with immediate effect.
4. **RESOLVED** that **Lee Teck Meng** be and is hereby removed from office as a director of the Company, with immediate effect.
5. **RESOLVED** that **Choy Chean Yen** be and is hereby removed from office as a director of the Company, with immediate effect.
6. **RESOLVED** that **Mohd. Kamal bin Omar** be and is hereby removed from office as a director of the Company, with immediate effect.
7. **RESOLVED** that subject to him having consented to act as a director, **Dato' Dr. Chin Yew Sin** be and is hereby appointed as a director of the Company, with immediate effect.
8. **RESOLVED** that subject to him having consented to act as a director, **Ling Yew Kong** be and is hereby, appointed as a director of the Company, with immediate effect.
9. **RESOLVED** that subject to him having consented to act as a director, **Tan Kian Hong** be and is hereby, appointed as a director of the Company, with immediate effect.
10. **RESOLVED** that subject to him having consented to act as a director, **Ng Wee Peng** be and is hereby, appointed as a director of the Company, with immediate effect.
11. **RESOLVED** that subject to him having consented to act as a director, **Lew Cheong Teck** be and is hereby, appointed as a director of the Company, with immediate effect.

In accordance with sections 128 and 153 of the Companies Act 1965, special notice of no less than 28 days has been given in respect of the resolutions above.

The general nature as well as the effect of the above proposed resolutions, if passed, is to remove or appoint the relevant person (as the case may be) as a director of the Company. A statement relating to the effect of these resolutions accompanies this Notice.

Dated 8 March 2013

**The Extraordinary General Meeting mentioned above is called pursuant to section 145 of the Companies Act 1965, by the members of the Company named in the Signature List below, being members of the Company holding shares in the Company which in the aggregate comprise not less than 10% of the issued share capital of the Company.**

Notes:

- i. A member entitled to attend and vote at the Meeting is entitled to appoint two proxies to attend and vote on his behalf. A proxy may but need not be a member of the Company.
- ii. Where a member appoints two proxies, the appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- iii. The instrument appointing a proxy shall be in writing under the hand of appointer or his attorney duly authorized in writing or, if the appointer is a corporation, under its common seal, or the hand of its attorney duly authorized.
- iv. The instrument appointing a proxy must be deposited at 10-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur.
- v. Only members registered in the Record of Depositors as at 14 March 2013 shall be eligible to attend the Extraordinary General Meeting or appoint proxy to attend and vote on his/ her behalf.
- vi. Shareholders' attention is hereby drawn to the ACE Market Listing Requirements of the Bursa Malaysia Securities Berhad, which allows a member of the Company which is an exempt authorized nominee, as defined under the Securities Industry (Central Depositories) Act, 1991, who holds ordinary shares in the Company for multiple beneficial owners in one securities amount (omibus account) to appoint multiple proxies in respect of each omnibus account it holds.

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**ARIANTEC GLOBAL BERHAD (533441-W)**

Notice of Extraordinary General Meeting called pursuant to section 145 of the Companies Act 1965

**SIGNATURE LIST**

**Member**

- 1) For and on behalf of the Board  
**METRONIC GLOBAL BERHAD**  
(in relation to 66,776,550 shares in Ariantec Global Berhad)

*signed*

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**DATO' DR. CHIN YEW SIN**  
MANAGING DIRECTOR

*signed*

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**TAN KIAN HONG**  
EXECUTIVE DIRECTOR

- 2)

*signed*

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**TAN LIAN HONG**  
NRIC NO.: 870212-14-5201  
(in relation to 3,154,500 shares in Ariantec Global Berhad)

No. of shares

**ARIANTEC GLOBAL BERHAD**

(533441-W)  
Incorporated in Malaysia

**FORM OF PROXY**

\*I/We \_\_\_\_\_  
(Full Name in Block Letters)

(\*NRIC No./Passport No. \_\_\_\_\_)

of \_\_\_\_\_  
(Full Address)

being a \*member/members of **ARIANTEC GLOBAL BERHAD** hereby appoint

\_\_\_\_\_

(Full Name in Block Letters)

of \_\_\_\_\_  
(Full Address)

and/ or failing him/her, \_\_\_\_\_  
(Full Name in Block Letters)

of \_\_\_\_\_  
(Full Address)

or the Chairman of the Meeting as \*my/our proxy to vote for \*me/us on \*my/our behalf at the Extraordinary General Meeting of the Company to be held at No. 2, Jalan Astaka U8/83, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Monday, 25 March 2013 at 11.00 am, or at any adjournment thereof.

<b>ORDINARY RESOLUTIONS</b>		<b>^FOR</b>	<b>^AGAINST</b>
Resolution 1	Removal of Dato' Abd. Gani Bin Yusof		
Resolution 2	Removal of Dr. Vincent Loy Ghee Yaw		
Resolution 3	Removal of N. Chanthiran a/l Nagappan		
Resolution 4	Removal of Lee Teck Meng		
Resolution 5	Removal of Choy Chean Yean		
Resolution 6	Removal of Mohd. Kamal bin Omar		
Resolution 7	Appointment of Dato' Dr. Chin Yew Sin		
Resolution 8	Appointment of Ling Yew Kong		
Resolution 9	Appointment of Tan Kian Hong		
Resolution 10	Appointment of Ng Wee Peng		
Resolution 11	Appointment of Lew Cheong Teck		
Resolution 12	Removal of any person appointed a Director from 1 January 2013 to the conclusion of the Extraordinary General Meeting		

\*Strike out whichever not applicable

Please indicate with an "X" in the space provided above as to how you wish your vote to be cast. If you do not do so, the proxy/ proxies will vote or abstain from voting at his/ her discretion.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2013

\_\_\_\_\_  
Signature/Common Seal of Member(s)

**Notes:**

- i. A member entitled to attend and vote at the Meeting is entitled to appoint two proxies to attend and vote on his behalf. A proxy may but need not be a member of the Company.
- ii. Where a member appoints two proxies, the appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- iii. The instrument appointing a proxy shall be in writing under the hand of appointer or his attorney duly authorized in writing or, if the appointer is a corporation, under its common seal, or the hand of its attorney duly authorized.
- iv. The instrument appointing a proxy must be deposited at 10-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur.
- v. Only members registered in the Record of Depositors as at 14 March 2013 shall be eligible to attend the Extraordinary General Meeting or appoint proxy to attend and vote on his/ her behalf.
- vi. Shareholders' attention is hereby drawn to the ACE Market Listing Requirements of the Bursa Malaysia Securities Berhad, which allows a member of the Company which is an exempt authorized nominee, as defined under the Securities Industry (Central Depositories) Act, 1991, who holds ordinary shares in the Company for multiple beneficial owners in one securities amount (omibus account) to appoint multiple proxies in respect of each omnibus account it hold.





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AFFIX  
STAMP

SHAREWORKS SDN BHD  
INDEPENDENT SHARE REGISTRAR  
ARIANTEC GLOBAL BERHAD (CO. NO. 533441-W)  
NO. 10-1, JALAN SRI HARTAMAS 8  
SRI HARTAMAS  
50480 KUALA LUMPUR

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