

METRONIC

METRONIC GLOBAL BERHAD

(Company No. 632068-V)

Incorporated in Malaysia under the Companies Act, 1965

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Metronic Global Berhad ("MGB" or "Company") will be held at No 2, Jalan Astaka U8/83, Seksyen U8, Bukit Jelutong, 40150 Shah Alam, Selangor Darul Ehsan on Wednesday 17 April 2013 at 11 a.m. for the purpose of considering and if thought fit, passing the following resolution:

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF METRONIC I-CARES SDN BHD ("MICARE"), A 51% SUBSIDIARY OF MGB TO ZUELLIG PHARMA SPECIALTY SOLUTIONS HOLDINGS PTE. LTD. ("ZPSSH") FOR A TOTAL CASH CONSIDERATION OF RM10,199,700 SUBJECT TO ADJUSTMENT PURSUANT TO THE TERMS AND CONDITIONS OF THE SALE AND PURCHASE AGREEMENT DATED 5 OCTOBER 2012 ENTERED INTO WITH ZPSSH ("SPA") AS AMENDED AND SUPPLEMENTED BY AN AMENDMENT AGREEMENT DATED 14 FEBRUARY 2013 ("AMENDMENT SPA") ("PROPOSED DISPOSAL")

"THAT, approval be and is hereby given to MGB to dispose of MiCare, a 51% subsidiary of MGB to Zuellig Pharma Specialty Solutions Pte. Ltd. ("ZPSSH") for a total cash consideration of RM10,199,700 subject to adjustment pursuant to the terms and conditions of the SPA as amended and supplemented by the Amendment SPA;

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things and to execute, sign and deliver for and on behalf of the Company all such documents as may be necessary to give full effect to the Proposed Disposal with full powers to assent to any terms, conditions, amendments and/or modifications or as a consequence of any requirement or as may be deemed necessary and/or expedient in the best interests of the Company."

By Order of the Board
METRONIC GLOBAL BERHAD

LEE OOI KIM (LS 0008270)

Company Secretary

Kuala Lumpur
1 April 2013

Notes:

- (i) *In respect of deposited securities, only Members whose names appear in the Record of Depositors on 10 April 2013 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at the Extraordinary General Meeting.*
- (ii) *A member of the Company entitled to attend and vote at this Meeting is entitled to appoint a proxy or proxies to attend and vote on his behalf.*
- (iii) *A proxy may but need not be a member of the Company and the provisions of Section 149 (1) (b) of the Companies Act 1965 need not be complied with.*
- (iv) *A member who is an authorised nominee as defined under Securities Industry (Central Depositories) Act 1991, is allowed to appoint at least one (1) proxy in respect of each securities accounts it holds with ordinary shares of the company standing to the credit of the said securities account.*
- (v) *Where the member of the Company appoints two or more proxies, the appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy. Duplication of proxy form is allowed for appointment of additional proxies.*
- (vi) *The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation either under seal or under the hand of an official or attorney duly authorised.*
- (vii) *The instrument appointing the proxy must be deposited at the Registered Office of the Company at 10-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan (KL) not less than forty-eight (48) hours before the time set for holding the Meeting or adjourned Meeting.*