



Shangri-La Hotels (Malaysia) Berhad

(10889-U)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Forty-Second Annual General Meeting of the Company will be held at Sabah Room, B2 Level, Shangri-La Hotel Kuala Lumpur, 11 Jalan Sultan Ismail, 50250 Kuala Lumpur on Monday, 20 May 2013 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Report and Audited Financial Statements for the year ended 31 December 2012 and the Auditors' Report thereon. **Ordinary Resolution 1**
2. To approve the payment of a Final single tier dividend of 7% for the year ended 31 December 2012 as recommended by the Directors. **Ordinary Resolution 2**
3. To approve the payment of Directors' fees for the year ended 31 December 2012. **Ordinary Resolution 3**
4. To re-elect the following Directors, each of whom are retiring by rotation pursuant to Article 95 of the Company's Articles of Association:
 - i) Tan Sri A. Razak bin Ramli **Ordinary Resolution 4**
 - ii) Datuk Supperamaniam a/l Manickam **Ordinary Resolution 5**

Note: Mr Ravinder Singh Grewal who was also due to retire by rotation at this Annual General Meeting resigned as a Director of the Company with effect from 25 March 2013.

5. To re-appoint the following Directors pursuant to Section 129(6) of the Companies Act, 1965 as Directors of the Company to hold office until the next Annual General Meeting of the Company:
 - i) Dato' Khoo Eng Min **Ordinary Resolution 6**
 - ii) Tan Yew Jin **Ordinary Resolution 7**
6. To re-appoint Messrs KPMG as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. **Ordinary Resolution 8**

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following as a Special Resolution:

7. **Proposed Amendments to the Articles of Association of the Company**
"THAT the Articles of Association of the Company be and are hereby amended in the manner as set out in Appendix 1 on page 125 of the Company's 2012 Annual Report."
Special Resolution

By Order of the Board

DATIN ROZINA MOHD AMIN
Company Secretary

Kuala Lumpur
26 April 2013

Notes:

1. With respect to deposited securities, only members whose names appear in the Record of Depositors on 10 May 2013 (General Meeting Record of Depositors) shall be eligible to attend the Meeting.
2. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
3. The Form of Proxy must be deposited at the Registered Office of the Company, not less than 48 hours before the time set for the Meeting or any adjournment thereof.
4. The proposed Final dividend, if approved, will be paid on Friday, 28 June 2013 to shareholders whose names appear in the Record of Depositors on Monday, 3 June 2013.

Explanatory Note on Special Business

The proposed Special Resolution to amend the Articles of Association, if passed, will enable the Company to reflect the changes made in Paragraph 7.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, specifically to allow members who are exempt authorised nominees to appoint multiple proxies for each omnibus account it holds which is not provided for in the current Articles of Association of the Company.