



IDIMENSION CONSOLIDATED BHD

(Company No. 925990-A)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Third Annual General Meeting of iDimension Consolidated Bhd (“iDimension” or “the Company”) will be held at the Nilai Springs Resort, PT 4770, Nilai Springs, 71800 Putra Nilai, Negeri Sembilan Darul Khusus on Friday, 28 June 2013 at 3:00 p.m. to transact the following business:

Agenda

1. To receive the Audited Financial Statements for the financial year ended 31 December 2012 and the Reports of the Directors and Auditors thereon. *(Ordinary Resolution 1)*
2. To approve the payment of Directors’ fees amounting to RM145,000 for the financial year ended 31 December 2012. *(Ordinary Resolution 2)*
3. To re-elect the following Directors retiring in accordance with Article 96(b) of the Company’s Articles of Association:
(Ordinary Resolution 3)
 - 3.1 Mr. Khoo Han Sen
 - 3.2 Mr. Tan Kian Meng *(Ordinary Resolution 4)*
4. To re-appoint Messrs. SJ Grant Thornton as Auditors of the Company and to authorise the Directors to fix their remuneration. *(Ordinary Resolution 5)*

Special Business

5. To consider and if thought fit, to pass the following as an ordinary resolution:

Ordinary Resolution

Authority pursuant to Section 132D of the Companies Act, 1965

“THAT, pursuant to Section 132D of the Companies Act, 1965 and subject to the approvals of the relevant governmental and/or regulatory authorities, where necessary, the Directors be and are hereby empowered to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed 10% of the total issued share capital of the Company at the time of issue, and that the Directors be and are also empowered to obtain the approval of Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued.”

(Ordinary Resolution 6)

6. To consider and, if thought fit, to pass, with or without modifications, the following as a special resolution :

Special Resolution

Proposed Amendments to the Company's Articles of Association ("Proposed Amendments")

“THAT the amendments to the Articles of Association of the Company as set out in the Circular to Shareholders dated 6 June 2013 be and is hereby approved and adopted AND THAT the Directors of the Company be and are hereby authorised to give full effect to the said amendments, alterations, modifications and deletions to the Articles of Association of the Company as may be required by any relevant authorities as they deem fit, necessary or expedient in order to give full effect to the Proposed Amendments.”

(Special Resolution 1)

7. To transact any other business for which due notice shall have been given.

FURTHER NOTICE IS HEREBY GIVEN THAT for the purpose of determining a member who shall be entitled to attend this Third Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. ("Bursa Depository") in accordance with Article 55(d) of the Company's Articles of Association and Section 34 (1) of the Securities Industry (Central Depositories) Act 1991 to issue a General Meeting Record of Depositors as at 21 June 2013. Only a depositor whose name appears on the Record of Depositors as at 21 June 2013 shall be entitled to attend the said meeting or appoint proxy/proxies to attend and/or vote on his behalf.

By order of the Board

HO MUN YEE (MAICSA 0877877)
TAM FONG YING (MAICSA 7007857)
Company Secretaries

Kuala Lumpur
6 June 2013

NOTES:

1. *Any member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of the member. The proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
2. *If the appointer is a corporation, this form must be under its Common Seal or under the hand of an officer or attorney duly authorized in that behalf.*
3. *The instrument appointing a proxy must be deposited at the Registered Office not less than 48 hours before the meeting or adjourned meeting.*

EXPLANATORY NOTES ON SPECIAL BUSINESS

1. Authority pursuant to Section 132D of the Companies Act, 1965

The Ordinary Resolution, if passed, will give authority to the Directors of the Company, from the date of the above Annual General Meeting, to issue and allot ordinary shares in the Company up to and not exceeding in total 10% of the issued capital of the Company at the time of issue. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting.

The Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

2. Proposed Amendments

The proposed amendments to the Company's Articles of Association will enable the Company to comply and be in line with the recent amendments to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, prevailing statutory and regulatory requirements as well as to update the Articles of Association of the Company. Further explanatory notes on Special Resolution 1 is set out in the Circular to Shareholders dated 6 June 2013 despatched together with the Annual Report.

STATEMENT ACCOMPANYING THE NOTICE OF ANNUAL GENERAL MEETING

A. Further Details of the Directors who are standing for re-election as Directors

The details of the Directors who are standing for re-election at the Third Annual General Meeting are set out in the Profile of Directors and Shareholdings Statistics of the Company's Annual Report for the financial year ended 31 December 2012. No individual other than the retiring Directors are seeking election as Directors at the Third Annual General Meeting.

B. Details of attendance of Directors at Board of Directors' Meetings

Please refer to the Board of Directors' attendance as set out in the Corporate Governance Statement of the Company's Annual Report for the financial year ended 31 December 2012.