

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Third Annual General Meeting of the Company will be held at Tioman Room, Bukit Jalil Golf & Country Resort, Jalan 3/155B, Bukit Jalil, 57000 Kuala Lumpur on Friday, 28 June 2013 at 10.00 a.m. to transact the following business :

Agenda

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2012 and the Reports of Directors and Auditors thereon. **Resolution 1**
2. To approve the payment of Directors' fees amounting to RM54,000 for the financial year ended 31 December 2012. **Resolution 2**
3. To re-elect the Directors who retire in accordance with Article 86 of the Company's Articles of Association as follows :-
 - (a) Basir bin Bachik **Resolution 3**
 - (b) Choo Seng Choon **Resolution 4**
4. To re-appoint Messrs. Chong & Co. as auditors of the Company and to authorize the Directors to fix their remuneration. **Resolution 5**

As Special Business

To consider and, if deemed fit, to pass the following resolution :

5. **Proposed authority to allot shares pursuant to Section 132D of the Companies Act, 1965.** **Resolution 6**
 "THAT pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby authorized to 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 issued does not exceed 10% of the issued capital of the Company for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotments and issues."
6. **Special Resolution** **Resolution 7**
Proposed Amendment to the Article of Association
 "THAT the proposed amendments to the Article of Association of the Company as set out in Appendix 1 of the Annual Report 2012 of the Company be and are hereby approved".
7. To transact any other business for which due notice shall have been given.

By Order of the Board

Laang Jhe How (MIA 25193)

Company Secretary

Kuala Lumpur

6 June 2013

Notes:-

- 1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend, speak and vote in his/her stead. A proxy may but need not be a member of the Company and the provision of Section 149(1) (b) of the Companies Act, 1965 shall not apply.
- 2) Where a member appoints two (2) or more proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
- 3) The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or;
- 4) In the case of a corporate body, the proxy appointed must be in accordance with the Memorandum and Articles of Association, and the instrument appointing a proxy shall be given under the Common Seal of the Company or under the hand of an officer or attorney duly authorised.
- 5) The instrument appointing a proxy/proxies must be deposited at the Company's Registered Office, situated at No. 149A, Jalan Aminuddin Baki, Taman Tun Dr. Ismail, 60000 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for the holding of the meeting.
- 6) For the 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 61 (b) of the Articles of Association of the Company and Rule 7.16(2) of Bursa Malaysia Securities Berhad's ACE Market Listing Requirements, a Record of Depositors as of 20 June 2013, and a depositor whose name appears on the Record of Depositors shall be entitled to attend this meeting or appoint proxy to attend, speak and/or vote in his/her stead.

1. Explanatory notes on Ordinary Business :-

Ordinary Resolution 1

Audited Financial Statement for the financial year ended 31 December 2012

The item is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, the Agenda will not be put forward for voting.

2. Explanatory notes on Special Business :-

Ordinary Resolution 6

Proposed authority to allot shares pursuant to Section 132D of the Companies Act, 1965.

The Company wishes to renew the mandate on the authority to issue shares pursuant to Section 132D of the Companies Act, 1965 at the Third AGM of the Company (hereinafter referred to as the "General Mandate").

The Company had been granted a general mandate by its shareholders at the Second AGM of the Company held on 28 June 2012 (hereinafter referred to as the "Previous Mandate").

The Previous Mandate granted by the shareholders had not been utilised and hence no proceed was raised therefrom.

The purpose to seek the General Mandate is to enable the Directors of the Company to issue and allot shares any time to such persons in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting. This authority, unless revoked or varied by the Company in a general meeting, will expire at the next Annual General Meeting. The proceeds raised from the General 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.

3. Special Resolution 7

Proposed Amendments to the Articles of Association.

The proposed Resolution 7, if passed, will bring the Company's Articles of Association in line with the amendments to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, as set out in Appendix 1 of the Annual Report 2012 of the Company.