

**NOTICE OF FOURTEENTH ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Fourteenth Annual General Meeting of the Company will be held at 11, Jalan TTC 30, Taman Teknologi Cheng, 75260 Melaka on Friday, 28 June 2013 at 11.00 a.m. for the following purposes: -

AGENDA

1. To receive and adopt the audited financial statements for the financial year ended 31 December 2012 and the Reports of the Directors and the Auditors thereon. (Resolution 1)
2. To approve the directors' fees of RM435,000.00 for the year ended 31 December 2012. (Resolution 2)
3. (a) To re-elect Mr. Soon Sze Hock who is retiring in accordance with Article 83 of the Company's Articles of Association. (Resolution 3)
(b) To re-elect Mr. Dai Kuang Yen who is retiring in accordance with Article 83 of the Company's Articles of Association. (Resolution 4)
4. To re-appoint Messrs. Ernst & Young as Auditors of the Company and to authorize the Directors to fix their remuneration. (Resolution 5)
5. **Special Businesses:** -
To consider and, if thought fit, to pass the following resolution: -
 - (a) **As Ordinary Resolution 1**
Proposed Resolution 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 empowered to issue shares in the Company, at any time at such price 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 ten per centum (10%) of the issued share capital of the Company at the time of issue and THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."
 - (b) **As Ordinary Resolution 2**
Proposed Resolution pursuant to Section 132E of the Companies Act, 1965 (Resolution 7)

"THAT in accordance with Section 132E of the Companies Act, 1965, authority be and is hereby given to the Directors of the Company and each of its subsidiaries to enter into arrangements or transactions from time to time with the Company or its related corporations whereby such Directors or persons connected with such Directors may acquire from or dispose to the Company or its related corporations, products, services or any other non-cash assets of the Company or its related corporations provided that such acquisitions or disposals are in the normal course of business of both the Company and its related corporations and on normal commercial terms AND THAT for the avoidance of doubt, any such transactions entered into by the Company or its subsidiaries with the Directors or connected persons prior to the date of this Resolution be and are hereby approved and ratified."
6. To transact any other ordinary business of which due notice shall have been given.

BY ORDER OF THE BOARD

Lim Siew Meng (MACS 01461)
Company Secretary

Date: 6 June 2013
Kuala Lumpur

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies to attend and vote at the meeting except where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, in which event it may appoint not more than two (2) proxies in respect of each Securities Account it holds in ordinary shares of the Company standing to the credit of the said Securities Account.
2. For an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
3. Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the appointments shall be invalid unless the proportion of shareholdings to be represented by each proxy is specified in the instrument appointing the proxies. A proxy may but need not be a member of the Company and Section 149(1)(b) of the Companies Act, 1965 shall not apply.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
5. The instrument appointing a proxy must be deposited at the Company's Share Registrar Office, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time set for the meeting or any adjournment thereof.
6. Only members whose names appear in the Record of Depositors as at 21 June 2013 will be entitled to attend, speak and vote at the meeting or appoint proxy(ies) to attend, speak and vote on their behalf.

Explanatory Note on Special Business**1. Proposed Resolution pursuant to Section 132D of the Companies Act, 1965**

The proposed Resolution 6 is a renewal mandate for the issue of shares under Section 132D of the Act. If passed, it will give flexibility to the Directors of the Company to issue shares up to a maximum of ten per centum (10%) of the issued share capital of the Company at the time of such issuance of shares (other than bonus or right issue) and for such purposes as they consider would be in the best interest of the Company without having to convene separate general meetings. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

The general mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to the placing of shares, funding future investment(s), acquisition(s) and working capital and thereby reducing administrative time and cost associated with the convening of such meeting(s). No shares had been issued and allotted by the Company since obtaining the said authority from its shareholders at the last Annual General Meeting held on 29 June 2012.

2. Proposed Resolution pursuant to Section 132E of the Companies Act, 1965

The Ordinary Resolution proposed under Resolution 7, if duly passed, will authorise the Company and each of its subsidiaries to acquire from or dispose to its Directors or connected persons, products, services or any other non-cash assets which may fall within the definition of "requisite value", provided that such acquisitions or disposals are on normal commercial terms. According to the Companies Act, 1965, a non-cash asset is considered to be of the "requisite value" if, at the time of the arrangement or transaction, its value is greater than RM250,000 or 10% of the Company's net assets, subject to a minimum of RM10,000.