



GABUNGAN AQRS BERHAD

(Company No: 912527-A)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING 2/2013

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting 2/2013 of Gabungan AQRS Berhad will be held at Eugenia and Dillenia Rooms, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia on Friday, 28 June 2013 at 10.40 a.m., or immediately after the conclusion or adjournment (as the case may be) of the Extraordinary General Meeting 1/2013 of the Company to be held at the same venue on the same day at 10.30 a.m., whichever is later, for the purpose of considering and, if thought fit, passing the following resolution, with or without any modifications:-

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY GRAND MERIDIAN DEVELOPMENT SDN BHD ("GRAND MERIDIAN"), A WHOLLY-OWNED SUBSIDIARY OF AQRS THE BUILDING COMPANY SDN BHD, WHICH IN TURN IS A WHOLLY-OWNED SUBSIDIARY OF GABUNGAN AQRS BERHAD ("GBGAQRS" OR THE "COMPANY"), OF TWO (2) CONTIGUOUS PARCELS OF FREEHOLD LAND HELD UNDER GERAN 54243, LOT 3413 AND H.S.(D) 55933, LOT 6154 RESPECTIVELY, BOTH WITHIN MUKIM 6, DISTRICT OF SEBERANG PERAI TENGAH, PULAU PINANG ("LAND"), TO OCEAN MIX SDN BHD FOR A TOTAL CASH CONSIDERATION OF RM50,000,000 ("PROPOSED DISPOSAL")

"**THAT** subject to the provisions under the Companies Act, 1965 ("**Act**") , the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant authorities, if relevant, being obtained for the Proposed Disposal, approval be and is hereby given to Grand Meridian to dispose of the Land to Ocean Mix Sdn Bhd for a total cash consideration of RM50,000,000, subject to and upon the terms and conditions set out in the conditional sale and purchase agreement in relation to the Proposed Disposal dated 8 April 2013 including the Power of Attorney entered into between Grand Meridian and Ocean Mix Sdn Bhd;

AND THAT the Directors of GBGAQRS and/or Grand Meridian be and are hereby authorised to act for and on behalf of the Company and/or Grand Meridian and to take all such steps and do all such acts, matters and things (including entering into all such deeds, agreements, arrangements, transactions, undertakings, transfers and indemnities) as they deem fit or may consider necessary, desirable, appropriate or expedient to implement, finalise and give full effect to the Proposed Disposal with full power to give all or any notices, directions, consents and authorisations in respect of any matter arising under or in connection with the Proposed Disposal and to assent to any conditions, modifications, variations and/or amendments relating to the Proposed Disposal as may be approved/required by the relevant regulatory authorities and/or as the Directors of GBGAQRS and/or Grand Meridian deem fit and to do all such things as they may consider necessary, desirable, appropriate or expedient in the best interests of the Company and Grand Meridian."

BY ORDER OF THE BOARD

WONG WAI FOONG (MAICSA 7001358)
WONG PEIR CHYUN (MAICSA 7018710)
Company Secretaries

Kuala Lumpur
13 June 2013

Notes:-

1. A member of the Company entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend this meeting and vote in his stead. Where a holder appoints two (2) proxies to attend and vote at the same meeting, such appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
2. A 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 Act shall not apply to the Company.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member of the company is an exempt authorised nominee holding ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account") as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
5. Where the authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the proportion of the shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing. In the event the appointer is a corporation, the instrument appointing a proxy must be either under the appointer's Common Seal or under the hand of its officer or attorney duly authorised.
7. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority shall be deposited at the Registered Office of the Company at Level 18, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
8. For the purpose of determining a member who shall be entitled to attend this Extraordinary General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 68(ii) of the Articles of Association of the Company and Section 34(1) of SICDA to issue a General Meeting Record of Depositors ("ROD") as at 24 June 2013. Only a depositor whose name appears on the ROD as at 24 June 2013 shall be entitled to attend the said meeting or appoint proxies to attend and/or speak and/or vote on his/her behalf.