



CRESCENDO CORPORATION BERHAD

(Company No. 359750-D)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF MEETING OF HOLDERS OF 3.75% 7-YEAR IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2009/2016

NOTICE IS HEREBY GIVEN that a Meeting of holders of the 3.75% Seven (7)-Year Irredeemable Convertible Unsecured Loan Stocks 2009/2016 ("ICULS") of Crescendo Corporation Berhad ("the Company") will be held at Jasmine & Orchid Room, Level C of One World Hotel, First Avenue, Off Dataran Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan on Monday, 29 July 2013 at 2.00 p.m. for the purpose of considering and if thought fit, passing the following resolution -

SPECIAL RESOLUTION PROPOSED APPOINTMENT OF MALAYSIAN TRUSTEES BERHAD AS NEW TRUSTEE

"THAT Malaysian Trustees Berhad (Company No. 21666-V) be and is hereby appointed as the new trustee ("New Trustee") under the Trust Deed dated 27 November 2008 ("Trust Deed") for the benefit of the holders of the Company's 3.75% Seven (7)-Year Irredeemable Convertible Unsecured Loan Stocks 2009/2016 ("ICULS") in place of the existing trustee, RHB Trustees Berhad (formerly known as OSK Trustees Berhad) (Company No. 573019-U), who will be retiring in accordance with the provision of Clause 28.1 of the Trust Deed;

AND THAT the Directors of the Company, the New Trustee, the existing trustee and the existing Paying Agent, namely Tacs Corporate Services Sdn. Bhd. (Company No. 231621-U), be and are hereby authorised to do all such acts and things and enter into any arrangements and/or agreements and/or Supplemental Trust Deed as they may deem fit, necessary, expedient and appropriate in order to give effect to the aforesaid appointment in the best interest of the holders of the ICULS ("ICULS Holders") and the Company;

AND THAT the New Trustee shall not be liable or held responsible to the ICULS Holders for any acts or omission in order to give effect to the authority conferred on the New Trustee by this Special Resolution, provided that in so acting or omitting to act the New Trustee shall not have acted fraudulently, in gross negligence or in willful default, and the ICULS Holders shall fully indemnify and keep indemnified the New Trustee against all proceedings, claims and demands to which the New Trustee may thereby become liable and all costs, charges, expenses, losses and damages which may thereby be incurred or suffered by the New Trustee as a consequence of its appointment as the New Trustee in respect of the ICULS, respectively, and/or the exercise of the authority conferred on it by this Special Resolution."

By Order of the Board
CRESCENDO CORPORATION BERHAD

CHONG FOOK SIN (MACS 00681)
KAN CHEE JING (MAICSA 7019764)
CHUA YOKE BEE (MAICSA 7014578)
Company Secretaries

Petaling Jaya
12 July 2013

Notes:-

1. *An ICULS holder whose name appears in the Record of Depositors as at 22 July, 2013 shall be regarded as a holder entitled to attend, speak and vote at the meeting.*
2. *A holder entitled to attend and vote at the Meeting is entitled to appoint any person as his proxy to attend, speak and vote instead of him. Where a holder appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. To be valid, the Form of Proxy duly completed must be deposited at the registered office of the Company at Unit No. 203, 2nd Floor, Block C, Damansara Intan, No. 1, Jalan SS20/27, 47400 Petaling Jaya, Selangor Darul Ehsan, not less than forty-eight (48) hours before the time set for holding the meeting. If the appointor is a corporation, this Form must be executed under its common seal or under the hand of its attorney. Where a holder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one proxy in respect of each securities account it holds with ICULS of the Company standing to the credit of the said securities account. Where a holder is an exempt authorised nominee which holds ICULS in the Company for multiple beneficial owners in one 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.*