

Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting of DKSH Holdings (Malaysia) Berhad (Co. No. : 231378-A) will be held on Tuesday, August 20, 2013 at 10.00 a.m. at Conference Room, Ground Floor, 74 Jalan Universiti, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia for the purpose of considering and if thought fit passing the following resolution, with or without modification:

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL OF ALL THAT PIECE OF LEASEHOLD LAND HELD UNDER PAJAKAN NEGERI 3696, LOT 52 SEKSYEN 13, BANDAR PETALING JAYA, DAERAH PETALING, NEGERI SELANGOR TOGETHER WITH THE OFFICE AND INDUSTRIAL BUILDINGS AND WAREHOUSES ERECTED THEREON BY DKSH CENTRAL SERVICES MALAYSIA SDN BHD TO SUN-PJDC SDN BHD FOR A TOTAL CASH CONSIDERATION OF RM124,200,000.00 (RINGGIT MALAYSIA ONE HUNDRED TWENTY FOUR MILLION AND TWO HUNDRED THOUSAND)

"THAT subject to and conditional upon the approvals of all relevant authorities being obtained, where required, approval be and is hereby given to DKSH Central Services Malaysia Sdn Bhd ("DCS"), a wholly-owned subsidiary of the Company to dispose of all that piece of leasehold land held under Pajakan Negeri 3696, Lot 52 Seksyen 13, Bandar Petaling Jaya, Daerah Petaling, Negeri Selangor ("Land") together with the office and industrial buildings and warehouses erected thereon ("Buildings") (the Land and the Buildings shall collectively be referred to as the "Property") to Sun-PJDC Sdn Bhd ("Purchaser") for a total cash consideration of RM124,200,000.00 (Ringgit Malaysia One Hundred Twenty Four Million and Two Hundred Thousand) ("Proposed Disposal"), upon the terms and subject to the conditions as stipulated in the sale and purchase agreement entered into between DCS and the Purchaser on May 31, 2013 ("SPA") (which terms include a tenancy agreement with the Purchaser for the

tenancy of the Property at a rental of RM250,000.00 (Ringgit Malaysia Two Hundred and Fifty Thousand) per month for a period of eighteen (18) months commencing from the date of completion of the SPA with an option to renew the tenancy for three (3) consecutive periods of two (2) months each upon expiry of the tenancy of eighteen (18) months aforesaid).

AND THAT the Directors of the Company and/or DCS be and are hereby authorized to take all such steps and to enter into all deeds, agreements, arrangements, undertakings, transfers and indemnities as they may deem fit, necessary, expedient and/or appropriate in the interest of the Company in order to implement, finalize and give full effect to the Proposed Disposal under the terms and conditions of the SPA with full powers to assent to any conditions, modifications, variations and/or amendments and correspondingly to do all acts and things as may be required by any relevant authorities and/or as the Directors deem fit, appropriate and in the best interest of the Company."

By order of the Board

André Chai P'o-Lieng (MAICSA 7062103)
Kwan Wai Sin (MAICSA 7035227)
Company Secretaries

Petalang Jaya
August 5, 2013

Notes:

- (i) Only members of the Company whose names appear in the Record of Depositors as at August 12, 2013 will be entitled to attend and vote at the meeting.
- (ii) A member of the Company entitled to attend and vote at a meeting of the Company is entitled to appoint not more than two (2) proxies to attend and vote on such member's behalf.
- (iii) Where a member appoints more than one (1) proxy to attend and vote at the same meeting, the appointment shall be invalid unless the member specifies the proportion of the holdings to be represented by each proxy.
- (iv) A proxy need not be a member of the Company. There is no restriction as to the qualification of the proxy and the provisions of section 149(1)(b) of the Companies Act 1965 shall not apply to the Company.
- (v) A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- (vi) The Proxy Form shall be in writing under the hand of the appointer or of his/her attorney duly authorized in writing or if the appointer is a corporation, either under its common seal or under the hand of a duly authorized officer or attorney duly appointed.
- (vii) To be valid, the original Proxy Form duly completed and executed must be deposited at the registered office of the Company at 74 Jalan Universiti, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.