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**GREEN PACKET BERHAD**

(Company No. 534942-H)

(Incorporated in Malaysia under the Companies Act, 1965)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Green Packet Berhad ("GPB" or "Company") will be held at The Auditorium, Level 11, Packet Hub, 159 Jalan Templer, 46050 Petaling Jaya, Selangor Darul Ehsan on 30 August 2013 at 3.00 p.m for the purpose of considering and, if thought fit, passing with or without modifications the following resolution as Ordinary Resolution:

- i) PROPOSED DISPOSAL BY WORLDLINE ENTERPRISE SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF GREEN PACKET BERHAD OF A PARCEL OF LEASEHOLD LAND TOGETHER WITH A TWELVE AND A HALF (12 1/2) STOREY OFFICE BUILDING FOR A TOTAL CASH CONSIDERATION OF RM49,000,000 ("PROPOSED DISPOSAL"); AND
- ii) PROPOSED TENANCY OF THE SAID PROPERTY BY PACKET ONE NETWORKS (MALAYSIA) SDN BHD, A 55%-OWNED SUBSIDIARY OF GREEN PACKET BERHAD ("PROPOSED TENANCY")

**(PROPOSED DISPOSAL AND PROPOSED TENANCY SHALL COLLECTIVELY BE REFERRED TO AS "PROPOSALS")**

"**THAT** subject to and conditional upon the approvals being obtained from all relevant authorities, approval be and is hereby given for:

- a) the disposal of a leasehold land measuring approximately 5,285.081 square metres together with a twelve and a half (12 1/2) storey office building held under H.S.(D) No. 171402, P.T. No. 159, Section 8, Town of Petaling Jaya, District of Petaling, State of Selangor Darul Ehsan (collectively referred to as the "**Property**") by Worldline Enterprise Sdn Bhd, a wholly-owned subsidiary of GPB ("**WESB**") to SYM World Realty Sdn Bhd ("**SYM**") pursuant to the terms and conditions stipulated in the conditional sale and purchase agreement dated 31 May 2013 entered into between WESB and SYM for a total cash consideration of RM49,000,000; and
- b) the tenancy of the Property by Packet One Networks (Malaysia) Sdn Bhd, a 55%-owned subsidiary of GPB ("**Packet One**") from SYM pursuant to the terms and conditions stipulated in the tenancy agreement dated 31 May 2013 entered into between Packet One and SYM.

**AND THAT** the Directors of GPB ("**Directors**") be and are hereby authorised to do all such acts and things, and to execute or procure the execution of all necessary documents to give full effect to and complete the Proposals with full power to assent to, or make or procure the making of any modifications, variations and/or amendments in any manner as may be required or permitted by the relevant authorities or as may be deemed necessary by the Directors and to take all steps and actions and do all such acts, deeds and things in any manner as may be required by the relevant authorities or as the Directors may deem necessary and expedient to finalise, implement and give full effect to and complete the Proposals."

By Order of the Board  
**Tai Siew May (MAICSA 7015823)**  
Company Secretary

Petaling Jaya, Selangor  
15 August 2013

**Notes**

- 1) A member entitled to attend and vote at the Extraordinary General Meeting of the Company is entitled to appoint a proxy/proxies to attend and vote in his stead but his attendance shall automatically revoke the proxy's authority. A proxy may but need not be a member of the Company. If the proxy is not a member of the Company, he need not be an advocate, an approved company auditor or a person approved by the Registrar of Companies.
- 2) A member shall be entitled to appoint up to three (3) proxies to vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
- 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 at least one (1) proxy but limited to three (3) proxies in respect of each securities account it holds with securities of the Company standing to the credit of the said securities account.
- 4) Where a member of the Company is an exempt authorised nominee which holds ordinary shares 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. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
- 5) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing and if the appointor is a corporation/company, either under its common seal or the hands of its attorney.
- 6) The instrument appointing a proxy must be deposited at the Registered Office of the Company at Packet Hub, Level 8, No. 159, Jalan Templer, 46050 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof.
- 7) Only shareholders registered in the Record of Depositors as at 23 August 2013 shall be entitled to attend and speak at the Extraordinary General Meeting or appoint proxy(ies) to attend on his/her behalf.