

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Eleventh Annual General Meeting of the Company will be held at Sri Damansara Club Berhad, Lot 23304, Persiaran Perdana, Bandar Sri Damansara, 52200 Kuala Lumpur on Monday, 23rd September 2013 at 10.00 a.m. for the following purposes :

**AGENDA**

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| 1. To receive the Audited Financial Statements of the Company for the financial year ended 31 March 2013 together with the Reports of the Directors and Auditors thereon.   | <b>Please refer to explanatory note A</b>             |
| 2. Mr. Alan Chua Hock Kwang and Dr Onn Keet Peng, who retire by rotation in accordance with Article 81 of the Company's Articles of Association, have expressed their intention not to seek re-election. Hence they will retain office until the close of the Eleventh Annual General Meeting |   |
| 3. To re-elect the following Directors who retire in accordance with Article 88 of the Company's Articles of Association and, being eligible, offer themselves for re-election:<br>(a) Mr. Na Chiang Seng<br>(b) Mr. See Poh Yee  | <b>Resolution 1<br/>Resolution 2<br/>Resolution 3</b> |
| 4. To re-appoint Messrs Crowe Horwath (AF 1018) as Auditors for the ensuing year and to authorise the Board of Directors to fix their remuneration.   | <b>Resolution 3</b>                                   |

**AS SPECIAL BUSINESS**

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| 5. <b>AUTHORITY TO DIRECTORS TO ISSUE AND ALLOT SHARES</b><br>"That pursuant to Section 132D of the Companies Act, 1965 and subject to the requirements of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company, at any time and upon such terms and conditions for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution in any one financial year does not exceed 10% of the issued capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company. " | <b>Resolution 4</b> |
| 6. To transact any other ordinary business of the company for which due notice shall have been given.  |                     |

By Order of the Board

Lee Wai Ngan (LS00184)  
Chan Toyee Ying (LS00185)  
Secretaries

KUALA LUMPUR  
30 August 2013

**Notes:**

1. A proxy form is attached
2. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A member may appoint more than one proxy to attend at the same meeting. Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
3. A proxy may but need not be a member of the Company and the provisions of Section 149(1) (b) of the Companies Act, 1965 shall not apply.
4. The instrument appointing a proxy must be deposited at the Company's Registered Office, Plaza 138, Suite 18.03, 18th Floor, 138 Jalan Ampang, 50450 Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting.

**Explanatory Note A**

This Agenda item is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965 does not require a formal approval of the shareholders for the audited financial statements. As such, this item is not put forward for voting.

**Explanatory Note on Special Business :**

Resolution 4, if passed, will authorize the Directors to issue shares up to 10% of the issued and paid-up capital of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority will expire at the next Annual General Meeting.

The mandate sought is a renewal of the mandate given by the Shareholders of the Company at the Tenth Annual General Meeting held on 28 September 2012.

As at the date of this Notice, 7,591,600 new ordinary shares of RM0.10 each in the Company were issued at a price of RM0.40 per share pursuant to the authority granted to the Directors at the Tenth Annual General Meeting held on 28 September 2012 and which will lapse at the conclusion of the Eleventh Annual General Meeting. The proceeds of RM3,036,640.00 raised from the issuance of the 7,591,600 shares via a private placement as at the date of this Notice will be utilized for the following purposes:

- i) Regional market expansion plan;
- ii) Strengthen the range of products, services and solutions;
- iii) Disposal of underperforming non-core business/assets; and
- iv) Working capital.

The purpose for the renewal of the general mandate is to avoid any delay and additional costs in convening a general meeting to specifically approve such an issue of shares in the event of any possible fund raising activities for the purpose of funding future projects, additional working capital, etc. which may require the allotment and issuance of new shares.

**General Meeting Record of Depositors**

For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 17 September 2013 ("General Meeting Record of Depositors") and only a Depositor whose name appears in the General Meeting Record of Depositors shall be entitled to attend this meeting