



(Company No. 644800-X)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of AT Systematization Berhad ("AT" or the "Company") will be held at Level 4, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan, on Tuesday, 3 December 2013 at 10:30 a.m. or any adjournment thereof, for the purposes of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED RENOUNCEABLE RIGHTS ISSUE OF UP TO 196,845,765 NEW ORDINARY SHARES OF RM0.10 EACH IN AT ("RIGHTS SHARES") TOGETHER WITH UP TO 196,845,765 FREE DETACHABLE WARRANTS ("WARRANT(S)") ON THE BASIS OF ONE (1) RIGHTS SHARE TOGETHER WITH ONE (1) WARRANT FOR EVERY ONE (1) EXISTING ORDINARY SHARE OF RM0.10 EACH IN AT ("PROPOSED RIGHTS ISSUE WITH FREE WARRANTS")

"THAT, subject to the approval of Ordinary Resolution 2, Special Resolution 1 and subject further to the approval of all relevant authorities, including but not limited to the approval being obtained from Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing of and quotation for all the Rights Shares and Warrants to be issued hereunder and all the new ordinary shares of RM0.10 each in AT ("AT Shares" or "Shares") to be issued arising from the exercise of the Warrants (whether in its original form or with or subject to any condition, modification, variation and/or amendment imposed by Bursa Securities), the approval be and is hereby given to the Directors of the Company:

- (a) To allot and issue by way of a renounceable rights issue up to 196,845,765 Rights Shares, together with up to 196,845,765 Warrants, on the basis of one (1) Rights Share together with one (1) Warrant for every one (1) existing AT Share held by the shareholders of AT whose names appear in the Record of Depositors of AT as at the close of business on an entitlement date to be determined ("Entitlement Date") by the Board of Directors of AT ("Board") ("Entitled Shareholders");
- (b) To constitute the Warrants upon the terms and conditions of a deed poll to be executed by AT ("Deed Poll"), the principal terms of which are set out in Section 2.1 of the Circular to Shareholders dated 11 November 2013;
- (c) To allot and issue such number of additional Warrants pursuant to the adjustments under the Deed Poll and to adjust from time to time the exercise price of the Warrants as a consequence of the adjustments under the provisions in the Deed Poll and/or to effect such modifications, variations and/or amendments as may be imposed/ required/ permitted by Bursa Securities and any other relevant authorities or parties or otherwise; and
- (d) To allot and issue such number of new AT Shares arising from the exercise of the Warrants during the tenure of the Warrants;

THAT any Rights Shares which are not validly taken up or which are not allotted for any reason whatsoever shall be made available for excess applications in such manner as the Directors of the Company shall determine at their absolute discretion;

THAT the Directors of the Company be and are hereby empowered and authorised to deal with any fractional entitlements that may arise from the Proposed Rights Issue with Free Warrants in such manner and on such terms and conditions as the Directors of the Company in their absolute discretion as they may deem fit or think expedient or in the best interest of the Company;

THAT the proceeds of the Proposed Rights Issue with Free Warrants be utilised for the purposes as set out in Section 2.1.5 of the Circular to Shareholders of the Company dated 11 November 2013, and the Directors of the Company be authorised with full powers to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Directors of the Company may deem fit, necessary and/or expedient, subject (where required) to the approval of the relevant authorities;

THAT the Rights Shares and the new AT Shares to be issued pursuant to the exercise of the Warrants shall upon allotment, rank pari passu in all respects with the then existing issued and fully paid-up shares in the capital of the Company, save and except that they will not be entitled to any dividends, rights, allotments and/or other distributions, which may be declared, made or paid to the shareholders of the Company, the entitlement date of which is prior to the date of allotment of the Rights Shares and the new AT Shares to be issued arising from the exercise of the Warrants respectively;

THAT the Rights Shares and Warrants and the new AT Shares to be issued pursuant to the exercise of the Warrants shall be listed on Bursa Securities;

THAT the Directors of the Company be and are hereby authorised to enter into and execute the Deed Poll upon the terms set out in the Circular to the Shareholders of the Company dated 11 November 2013 with full powers to assent to any conditions, variations, modifications and/or amendments as may be imposed or permitted by the relevant authorities or as may be deemed necessary by the Directors of the Company, and, subject to all provisions and adjustments contained in the Deed Poll, to assent to any modification and/or amendment to the exercise price, exercise period and/or number of Warrants as may be required or permitted to be revised as a consequence of any adjustments under the provisions of the Deed Poll, with full powers to implement and give effect to the terms and conditions of the Deed Poll, and to take all steps as they may deem fit or expedient in order to implement, finalise and give full effect to the Deed Poll;

THAT the Directors of the Company be and are hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Rights Issue with Free Warrants with full power to assent to any conditions, variations, modifications and/or amendments as may be required by any relevant authorities or deemed necessary by the Directors of the Company in the best interest of the Company, and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed Rights Issue with Free Warrants;

AND THAT in order to implement, complete and give full effect to the Proposed Rights Issue with Free Warrants, approval is given to the Directors of the Company to do or to procure to be done all acts, deeds and things and to execute, sign and deliver on behalf of the Company, all such documents as it may deem necessary, expedient, and/or appropriate to implement, give full effect to and complete the Proposed Rights Issue with Free Warrants, with full powers to assent to any condition, modification, variation, and/or amendment thereto as the Directors of the Company may deem fit in connection with the Proposed Rights Issue with Free Warrants."

ORDINARY RESOLUTION 2

PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL

"THAT, subject to the passing of Ordinary Resolution 1 and Special Resolution 1, the authorised share capital of the Company be increased from RM25,000,000 (Ringgit Malaysia Twenty Five Million) only divided into 250,000,000 ordinary shares of RM0.10 each to RM100,000,000 (Ringgit Malaysia One Hundred Million) only divided into 1,000,000,000 ordinary shares of RM0.10 each by the creation of 750,000,000 ordinary shares of RM0.10 each in the share capital of the Company."

SPECIAL RESOLUTION 1

PROPOSED AMENDMENT TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

"THAT, subject to the passing of Ordinary Resolution 1 and Ordinary Resolution 2, the Memorandum of Association of the Company be amended by deleting the first sentence of Clause 6 in its entirety and substituting in place thereof the following sentence:-

Existing first sentence of Clause 6 of the Memorandum of Association	Proposed amendment to the first sentence of Clause 6 of the Memorandum of Association
"6. The share capital of the Company is RM25,000,000.00 divided into 250,000,000 ordinary shares of RM0.10 each."	"6. The share capital of the Company is RM100,000,000.00 divided into 1,000,000,000 ordinary shares of RM0.10 each."

BY ORDER OF THE BOARD

Angelina Cheah Gaik Suan (MAICSA No. 7035272)
Lee Mei Mei (MAICSA No. 7062284)
Company Secretaries

Penang
Date: 11 November 2013

Notes:

- (1) A Member of the Company entitled to attend and vote at a meeting of the Company, or at a meeting of any class of Members of the Company shall be entitled to appoint any person as his proxy to attend and vote instead of the Member at the meeting and there is no restriction as to the qualification of the proxy and the provisions of Section 149(1)(b) of the Act shall not apply to the Company and that where a Member appoints two or more proxies, the appointment shall be invalid unless the Member of the Company specifies the proportion of his holdings to be represented by each proxy. A proxy appointed to attend and vote instead of a Member shall also have the same right as the Member to speak at the meeting.
- (2) If the appointer is a corporation, the Form of Proxy must be under its common seal or under the hand of an officer or attorney duly authorized in writing.
- (3) 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 Central Depositories Act which is exempted from compliance with the provisions of subsection 25A(1) of Central Depositories Act. The Form of Proxy must be deposited at the Registered Office of the Company at Suite S21-H, 21st Floor, Menara Northam, 55 Jalan Sultan Ahmad Shah, 10050 Penang, at least forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof.
- (5) Kindly note that the date of the General Meeting Record of Depositors shall be on 27 November 2013.