

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Kretam Holdings Berhad ("**KHB**" or "**Company**") will be held at Lot 6, Block 44, Leboh Tiga, 90000 Sandakan, Sabah on Tuesday, 10 December 2013 at 10.30 a.m., for the purpose of considering and, if thought fit, passing the following Resolutions with or without modifications:-

ORDINARY RESOLUTION

PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY EXISTING ONE (1) ORDINARY SHARE OF RM1.00 EACH IN KHB INTO FIVE (5) ORDINARY SHARES OF RM0.20 EACH IN KHB ("PROPOSED SHARE SPLIT")

"**THAT**, subject to the passing of the Special Resolution and approvals of all relevant authorities and/or parties (if required) being obtained, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to subdivide each of the existing ordinary shares of RM1.00 each of the Company, held by registered shareholders of KHB whose names appear in the Record of Depositors as at the close of business on a date to be determined by the Board and announced later ("**Entitlement Date**"), into five (5) fully paid-up ordinary shares of RM0.20 each ("**Subdivided Shares**");

AND THAT the Subdivided Shares shall, upon allotment and issue, rank pari passu in all respects with each other;

AND THAT the Board be and is hereby empowered and authorised to deal with any fractional entitlement and fraction of a Subdivided Share that may arise from the Proposed Share Split in such a manner as it shall in its absolute discretion deem fit and in the interest of the Company;

AND THAT the Board be and is hereby authorised to give effect to the Proposed Share Split with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to do all such acts as it may consider necessary or expedient in the best interest of the Company to give effect to the Proposed Share Split."

SPECIAL RESOLUTION

PROPOSED AMENDMENT TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION ("M&A") OF KHB TO FACILITATE THE IMPLEMENTATION OF THE PROPOSED SHARE SPLIT ("PROPOSED M&A AMENDMENT")

"**THAT**, subject to the passing of the Ordinary Resolution and approvals of all relevant authorities and/or parties (if required) being obtained, the alteration, modification, deletion and/or additions to the M&A of KHB as stated in Appendix I of the Circular, to facilitate the implementation of the Proposed Share Split, be and is hereby approved;

AND THAT the Board be and is hereby authorised to give effect to the Proposed M&A Amendment with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to do all such acts as it may consider necessary or expedient in the best interest of the Company to give effect to the Proposed M&A Amendment."

BY ORDER OF THE BOARD

Liu Yee Ling @ Annie Liu
Company Secretary (LS0001146)

Sandakan
18 November 2013

Notes:-

- 1) A member of the Company entitled to attend and vote at this meeting is entitled to appoint a proxy or an attorney to attend and vote instead.
- 2) A proxy or an attorney need not be a member of the Company.
- 3) The form of proxy or power of attorney if executed by a corporation must be executed under common seal.
- 4) The instrument appointing a proxy or a power of attorney must be deposited at the Registered Office of the Company at Lot 6, Block 44, Leboh Tiga, 90000 Sandakan, Sabah not less than 48 hours before the time set for the meeting or any adjournment thereof.
- 5) 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.