



Inix Technologies Holdings Berhad

NOTICE OF NINTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Ninth Annual General Meeting of INIX Technologies Holdings Berhad ("INIX") will be held at Kelab Shah Alam Selangor, Jalan Aerobik 13/43, 40000 Shah Alam, Selangor Darul Ehsan on Thursday, 26th December 2013 at 9.30 a.m. for the following purpose:

AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year end 31 July 2013 together with the Directors' and Auditors' Reports thereon.
- To re-elect Dato' Megat Fairouz Junaidi Bin Megat Junid who retires in accordance with Article 85 of the Company's Articles of Association of the Company and being eligible, offer himself for re-election.
- To re-elect the following Directors who retire in accordance with Article 92 of the Articles of Association of the Company, and being eligible, offer themselves for re-election:

i. Yeo Wee Kiat

Resolution 2

ii. Mohd Anuar Bin Mohd Hanadzlah

Resolution 3

iii. Dr Folk Jee Yoong

Resolution 4

iv. Noor Shahwan Bin Saffwan

Resolution 5

- To appoint Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration, Notice of Nomination from a shareholder pursuant to Section 172(11) of the Companies Act, 1965, a copy of which is annexed hereto and marked "Annexure A" has been received by the Company for the nomination of Messrs UHY, for appointment as Auditors and of the intention to propose the following Resolution:

Resolution 6

"THAT Messrs UHY be and are hereby appointed as Auditors of the Company in place of the retiring Auditors, Messrs. Hasnan THL Wong & Partners, and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Board of Directors"

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following Ordinary Resolutions:

- Proposed Renewal of Shareholders' Mandate For Recurrent Related Party Transactions of Revenue or Trading Nature to be entered with Encoral Digital Solutions Sdn Bhd ("Encoral") and Persons Connected with Encoral.

Resolution 7

"THAT authority be and is hereby given pursuant to Rule 10.09 of Chapter 10 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad for the Company and its subsidiaries ("Group") or any of them to enter into and give effect to the categories of recurrent related party transactions of a revenue or trading nature as set out in Section 2.4 of the Circular to Shareholders dated 4 December 2013, provided that:-

- the transactions are in the ordinary course of business and on normal commercial terms which are not more favourable to the transacting parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company; and

- disclosure of the aggregate value of the transactions conducted during the financial year will be disclosed in the Circular.

THAT such authority shall commence upon the passing of this resolution and shall continue to be in force until:

- the conclusion of the next Annual General Meeting of the Company following the Annual General Meeting at which such mandate was passed, at which time it will lapse, unless the authority is renewed by a resolution passed at the meeting;
- the expiration of the period within which the next Annual General Meeting is required to be held pursuant to Section 143(1) of the Companies Act, 1965 but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965; or

- revoked or varied by resolution passed by the shareholders in a general meeting;

Whichever is the earlier,

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the transactions authorised by the Proposed Shareholders' Mandate."

- Authority to allot and issue shares pursuant to Section 132D of the Companies Act, 1965

Resolution 8

"THAT pursuant to Section 132D of the Companies Act 1965, the Directors of the Company be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions and 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 share capital of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company unless revoked or varied by the Company at a general meeting."

To consider and if thought fit, to pass the following Special Resolution:

- Proposed Amendments to the Articles of Association of the Company

Resolution 9

"THAT the Proposed Amendments to the Articles of Association of the Company as set out in Appendix 1 of the Annual Report be and are hereby approved."

ANY OTHER BUSINESS:

- To transact any other business for which due notice shall have been given in accordance with the Company's Articles of Association and the Companies Act, 1965.

By order of the Board

Wong Youn Kim
(MAICSA 7018778)
Company Secretary

Kuala Lumpur
4 December 2013

NOTE:

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- If the appointer is a corporation, the proxy form must be executed under its common seal or under the hand of an officer or an attorney duly authorized.
- A member shall not be entitled to appoint more than two proxies to attend and vote at the same meeting. Where a member appoint two proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy in a poll and the proxy who shall be entitled to vote on a show of hands.
- 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.
- The instrument appointing a proxy must be deposited at the registered office of the Company, situated at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time holding the meeting or adjournment meeting.
- Only depositors whose names appear in the Record of depositors as at 20 December 2013 shall be registered as members and be entitled to attend the Ninth Annual General Meeting or appoint proxy(ies) to attend and vote on his/her behalf.

EXPLANATORY NOTES ON SPECIAL BUSINESS:

RESOLUTION 7

The Ordinary Resolution No. 7, if passed will give authority to the Company and its subsidiaries to enter into with specific classes of related parties and to give effect to specified recurrent related party transactions of a revenue or trading nature which are necessary for the Company and its subsidiaries' day-to-day operations. This authority will, unless revoked or varied by the Company in General Meeting will expire at the next Annual General Meeting. The detail explanatory is set out in the Circular to Shareholders dated 4 December 2013 attached to the Annual Report.

RESOLUTION 8

The Ordinary Resolution 8, if passed will give the Directors of the Company from the date of the above Meeting, authority to allot and issue ordinary shares for the unissued capital of the Company for such purposes as the Directors consider would be in the interest of the Company. This authority will, unless revoked or varied by the Company in General Meeting, expire at the next Annual General Meeting.

As at the date of this Notice, 12,644,500 new ordinary shares of RM0.10 representing approximately 9.09% of the existing issued and paid-up share capital of the Company were issued on 30 October 2013 by way of a private placement and listed on the Bursa Securities on 1 November 2013 pursuant to the last mandate obtained on 28 December 2012. The proceeds raised from the private placement was RM1,517,340. The details and status of the utilization of the proceeds as at 30 November 2013 are as follows:-

No.	Description of Utilisation	Proposed Utilisation (RM)	Amount Utilised (RM)	Balance as at 30 November 2013 (RM)
1.	Business expansion	1,300,000	604,500	695,500
2.	Working capital requirement	307,008	250,000	57,008
3.	Private Placement Expenses	100,000	63,000	37,000
4.	Variations on actual received	(189,668)	-	(189,668)
	Total	1,517,340	917,500	599,840

The general mandate is to provide flexibility to the Company to issue new shares without the need to convene a separate general meeting to obtain shareholders' approval so as to avoid incurring additional cost and time. This mandate is also meant for any possible fund raising exercises including but not limited to further placement of shares, for purpose of funding current and/or future investment, working capital and/or acquisitions.

RESOLUTION 9

The Special Resolution 9, if passed, will render the Articles of Association of the Company to be in line with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The details of the Proposed Amendments to the Articles of Association are set out in Appendix 1 attached with the Annual Report.