



EA HOLDINGS BERHAD

(Company No.: 878041-A)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of EA Holdings Berhad ("EAH" or the "Company") is scheduled to be held at Redang Room, Bukit Jalil Golf & Country Resort, Jalan 3/155B, Bukit Jalil, 57000 Kuala Lumpur on Monday, 27 January 2014 at 10.30 a.m., for the purpose of considering and if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 120,317,166 WARRANTS IN EAH ("WARRANT(S) B") ON THE BASIS OF TWO (2) FREE WARRANTS B FOR EVERY NINE (9) EXISTING ORDINARY SHARES OF RM0.10 EACH IN EAH ("EAH SHARE(S)" OR "SHARE(S)") HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED BONUS ISSUE OF WARRANTS")

"THAT subject to the approvals of all relevant authorities, the Board of Directors of EAH ("Board") be and is hereby authorised to issue up to 120,317,166 Warrants B in EAH to the shareholders of the Company whose names appear on the Record of Depositors of the Company as at the close of business on an entitlement date to be determined later ("Entitlement Date") by the Board, on the basis of two (2) free Warrants B for every nine (9) existing EAH Shares held;

THAT, the Board be and is hereby authorised to issue such additional Warrants B ("Additional Warrant(s) B") as may be required or permitted to be issued as a consequence of the adjustments under the provisions in the deed poll to be executed, constituting the Warrants B ("Deed Poll B");

THAT, the Board be and is hereby authorised to issue and allot such appropriate number of new EAH Shares arising from the exercise of the Warrants B by the holders of the Warrants B of their rights in accordance with the provisions of the Deed Poll B, including such appropriate number of new EAH Shares arising from the exercise of the Additional Warrants B;

THAT, the Board be and is hereby authorised to deal with any fractional entitlements of the Warrants B that may arise from the Proposed Bonus Issue of Warrants, in such manner as the Board deems fit and expedient in the best interest of the Company;

THAT, the new EAH Shares to be issued arising from the exercise of the Warrants B or Additional Warrants B shall upon allotment and issuance, rank *pari passu* in all aspects with the then existing EAH Shares, save and except that the new EAH Shares shall not be entitled to any dividends, rights, allotment and/ or other forms of distribution ("Distribution") that may be declared, made or paid for which the entitlement date for the Distribution precedes the date of allotment and issuance of the new EAH Shares arising from the exercise of the Warrants B;

THAT, the Board be and is hereby authorised to enter into and execute the Deed Poll B with full powers to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required by the relevant authorities or deemed necessary by the Board, and with full powers to implement and give effect to the terms and conditions of the Deed Poll B;

AND THAT, the Board be and is hereby authorised to take all such necessary steps to give effect to the Proposed Bonus Issue of Warrants with full powers to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required by the relevant authorities or deemed necessary by the Board, and to take all steps and to do all such acts and matters as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants."

By Order of the Board

Laang Jhe How (MIA 25193)

Company Secretary

Kuala Lumpur

9 January 2014

Notes:-

1. A member entitled to attend, speak and vote at the meeting is entitled to appoint proxy(ies) (or in the case of a corporation, a duly authorised representative) to attend, speak and vote in his stead. 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 to the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
3. A member shall be entitled to appoint not more than two (2) proxies to attend, speak and vote at the same meetings, and that appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
4. 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 in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
5. Where a member of the Company is an exempt authorised nominee as defined under the SICDA which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.
6. Where the authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the proportion of the shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
7. The instrument appointing a proxy or proxies must be completed and deposited at the Registered Office of the Company at 149A, Jalan Aminuddin Baki, Taman Tun Dr Ismail, 60000 Kuala Lumpur, not less than 48 hours before the time stipulated for holding the meeting.
8. Only the members whose names appear on the Record of Depositors as at 20 January 2014 shall be entitled to attend, speak and vote at this meeting or appoint proxy(ies) to attend, speak and vote on their behalf.