KNUSFORD BERHAD

(380100-D)

(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Knusford Berhad will be held at the Grand Seasons Hotel, 72 Jalan Pahang, 53000 Kuala Lumpur on Friday, 21 February 2014 at 11.00 a.m. for the purpose of considering and if thought fit, passing the following resolutions:-

**ORDINARY RESOLUTION**

**PROPOSED NEW ADDITIONAL MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

“THAT authority be and is hereby given pursuant paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad for the Company and its subsidiaries to enter into the New Additional Recurrent Related Party Transactions of a revenue or trading nature with the related party as stated in Section 2.4 the Circular to Shareholders dated 6 February 2014 which are necessary for the day-to-day operations, in the ordinary course of business, made on an arms’ length basis and on normal commercial terms which is not more favourable than those normally available to the public and is not to the detriment of the minority shareholders;

AND THAT the authority conferred by this mandate shall commence immediately upon the passing of this resolution and is subject to annual renewal. In this respect the authority shall only continue to be in force until:-

i) the conclusion of the next AGM of the Company following the general meeting at which such mandate was passed, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

ii) the expiration of the period within which the next AGM of the Company after this date is required to be held pursuant to section 143(1) of the Act (but must not extend to such extension as may be allowed pursuant to section 143(2) of the Act); or

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

whichever is the earlier.

**BY ORDER OF THE BOARD**

**Lim Thiam Wah**, ACIS

Chartered Secretary

Kuala Lumpur

6 February 2014

**Notes:**

1. Only depositors whose names appear in the General Meeting Record of Depositors as at 11 February 2014 shall be entitled to attend and vote at the Extraordinary General Meeting.

2. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting provided that where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings 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 to the Company. There shall be no restriction as to the qualification of a proxy.

4. For 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.

5. If the appointor is a corporation, the proxy form must be executed under its common seal or under the hand of an officer or attorney duly authorised.

6. To be valid, the proxy form, duly completed must be deposited at the Registered Office not less than 48 hours before the time for holding the meeting or any adjournment thereof