



**OKA CORPORATION BHD.**

(Company No. 519941-H)

(Incorporated in Malaysia under the Companies Act, 1965)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of OKA Corporation Bhd. ("**OKA**" or "**Company**") will be held at Room 4, Level 1, Impiana Hotel Ipoh, 18, Jalan Raja Dr. Nazrin Shah, 30250 Ipoh, Perak Darul Ridzuan on Friday, 25 April 2014 at 11.00 a.m., or at any adjournment thereof for the purpose of considering and if thought fit, passing the following resolutions with or without modifications:-

**ORDINARY RESOLUTION 1**

**PROPOSED SUBDIVISION OF EACH EXISTING ORDINARY SHARE OF RM1.00 EACH IN OKA INTO TWO (2) ORDINARY SHARES OF RM0.50 EACH IN OKA ("PROPOSED SUBDIVISION")**

"**THAT**, subject to the passing of the Special Resolution 1 below and approvals of all relevant authorities and/or parties (if required) being obtained, approval and authority be and is hereby given to the Board of Directors of the Company ("**Board**") to subdivide each existing ordinary share of RM1.00 each of the Company, held by registered shareholders of OKA 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 two (2) fully paid-up ordinary shares of RM0.50 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 Subdivision 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 do all acts and things as they may consider necessary or expedient in the best interest of the Company with full powers to assent to any conditions, modifications, variations and/or amendments as may be required, or imposed by the relevant authorities, and to take all steps and to execute all such documents as may be required to implement, finalise and give full effect to the Proposed Subdivision."

**SPECIAL RESOLUTION 1**

**PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION ("M&A") OF OKA TO FACILITATE THE IMPLEMENTATION OF THE PROPOSED SUBDIVISION ("PROPOSED M&A AMENDMENTS")**

"**THAT**, subject to the passing of the Ordinary Resolution 1 above, the alteration, modification, deletion and/or additions to the M&A of OKA as stated in Section 2.2 of the Circular, to facilitate the implementation of the Proposed Subdivision, be and is hereby approved;

**AND THAT**, the Board be and is hereby authorised to do all acts and things as they may consider necessary or expedient in the best interest of the Company with full powers to assent to any conditions, modifications, variations and/or amendments as may be required, or imposed by the relevant authorities, and to take all steps and to execute all such documents as may be required to implement, finalise and give full effect to the Proposed M&A Amendments."

**By Order of the Board**  
**OKA CORPORATION BHD.**

**LOW HOR FOONG (MAICSA 0763512)**  
**LAU WAI YEEN (MIA 11467)**

Company Secretaries  
Ipoh, Perak Darul Ridzuan

28 March 2014

**Notes:-**

- (1) 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.
- (2) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if such appointor is a corporation, under its Seal or the hand of its attorney.
- (3) To be valid this form duly completed must be deposited at the registered office of the Company not less than 48 hours before the time for holding the Extraordinary General Meeting or any adjournment thereof.
- (4) A member may appoint up to two (2) proxies to attend and vote at the Extraordinary General Meeting. Where a member appoints more than one (1) proxy and such appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- (5) Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 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.
- (6) Only a depositor whose name appears on the Record of Depositors as at 18 April 2014 shall be entitled to attend the Extraordinary General Meeting or appoint proxies to attend and/or vote on his behalf.