

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the First Annual General Meeting of **KANGER INTERNATIONAL BERHAD** will be held at **Skyview 7, Level 29, The Gardens, Midvalley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Tuesday, 27 May 2014 at 10.00 a.m.** for the following purposes:-

AGENDA**AS ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the period ended 31 December 2013 and the Directors' and Auditors' Reports thereon. **(Ordinary Resolution 1)**
2. To approve the payment of Directors' fees. **(Ordinary Resolution 2)**
3. To re-elect the following Directors retiring pursuant to Article 90 of the Company's Articles of Association and being eligible, offers themselves for re-election:-
 - (i) Dato' Paduka Sharipah Hishmah Binti Sayed Hassan **(Ordinary Resolution 3)**
 - (ii) Dato' Izudin Bin Ishak **(Ordinary Resolution 4)**
 - (iii) Prof. Datuk Seri Dr. Md. Zabid Bin Haji Abdul Rashid **(Ordinary Resolution 5)**
 - (iv) Leng Xingmin **(Ordinary Resolution 6)**
 - (v) Syed Hazrain Bin Syed Razlan Jamalullail **(Ordinary Resolution 7)**
 - (vi) Prof. Dr. Paul Cheng Chai Liou **(Ordinary Resolution 8)**
4. To re-appoint Messrs UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 9)**

AS SPECIAL BUSINESS

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

5. **Authority to Issue Shares Pursuant to Section 132D of the Companies Act, 1965** **(Ordinary Resolution 10)**

"THAT, pursuant to Section 132D of the Companies Act, 1965 and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue and allot shares of the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to this resolution shall not exceed ten per centum (10%) of the total issued and paid-up share capital of the Company and the Directors be and are also empowered to obtain approval for the listing and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad; and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."

By Order of the Board

KANGER INTERNATIONAL BERHAD

WONG KEO ROU (MAICSA 7021435)

Company Secretary

Kuala Lumpur

5 May 2014

Director to Retire at the First Annual General Meeting

Pursuant to the Company's Articles of Association, Prof. Dr. Paul Cheng Chai Liou will be retiring under Article 90 and he has given his notification that he does not wish to seek re-election at the First Annual General Meeting.

Notes:-

1. A member of the Company entitled to attend and vote at this meeting may appoint one or more 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. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a General Meeting of the Company shall have the same rights as the member to speak at the General Meeting.
2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
3. Where a member is an authorised nominee as defined under the Depositories Act, 1991, 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.
4. Where a Member 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.
5. 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 the 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 forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.
7. In respect of deposited securities, only members whose names appear on the Record of Depositors on 21 May 2014, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

Explanatory Notes on Special Business

The proposed Ordinary Resolution 10, if passed, will empower the Directors of the Company to issue and allot shares in the Company from time to time and for such purposes as the Directors consider would be in the best interest of the Company ("Share Mandate"). This Share Mandate is a new mandate and will, unless revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting of the Company.

This Share Mandate will provide flexibility of the Company to raise funds, including but not limited to placing of shares, for purpose of funding future investment projects and/or working capital and/or acquisitions.