

**NOTICE OF SEVENTEENTH ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Seventeenth Annual General Meeting of the Company will be held at Greens 3, Sport Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Monday, 23 June 2014 at 9.00 a.m. to transact the following business:-

**A G E N D A**

**Ordinary Business**

1. To receive the Audited Financial Statements for the financial year ended 31 December 2013 together with the Reports of the Directors' and Auditors' thereon. (Please refer to Explanatory Note 1)
2. To approve the payment of Directors' Fees for the financial year ended 31 December 2013. (Resolution 1)
3. To re-elect Eg Kaa Chee who retires pursuant to Article 119 of the Company's Articles of Association. (Resolution 2)
4. To re-elect Sukhdev Singh A/L Banta Singh who retires pursuant to Article 119 of the Company's Articles of Association. (Resolution 3)
5. To re-elect Chuan Tsui Ju who retires pursuant to Article 121 of the Company's Articles of Association. (Resolution 4)
6. To re-appoint Messrs STYL Associates as Auditors of the Company and to authorize the Directors to fix their remuneration. (Resolution 5)

**Special Business**

To consider and, if thought fit, to pass the following resolution, with or without modifications, as Ordinary Resolution of the Company:-

7. **ORDINARY RESOLUTION  
AUTHORITY UNDER SECTION 132D OF THE COMPANIES ACT, 1965  
FOR THE DIRECTORS TO ISSUE SHARES** (Resolution 6)  
"THAT pursuant to Section 132D of the Companies Act, 1965, the Directors of the Company be and are hereby empowered to allot and issue shares in the Company at any time and upon such terms and conditions 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."
8. To transact any other business of which due notice shall have been given in accordance with the Companies Act, 1965.

By Order of the Board

**WONG WAI FOONG [MAICSA 7001358]  
JOANNE TOH JOO ANN [LS 0008574]**  
Company Secretaries

Kuala Lumpur  
Dated 30 May 2014

**NOTES:-**

- (i) A member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote in his/her stead. A proxy need not be a member of the Company and Section 149(1)(b) of the Companies Act, 1965 shall not apply.
- (ii) A member may appoint up to two (2) proxies to attend on the same occasion.
- (iii) Where a member is an authorized nominee as defined under the Securities Industry (Central 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.
- (iv) Where a member is an exempt authorized nominee as defined under the Securities Industry (Central Depositories) Act, 1991 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 authorized nominee may appoint in respect of each omnibus account it holds.
- (v) A member who appoints more than one proxy shall specify the proportion of his shareholdings to be represented by each proxy.
- (vi) If the appointer is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of its attorney duly authorized.
- (vii) The Form of Proxy must be deposited at the Registered Office of the Company at Level 18, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting.
- (viii) Only members whose names appear in the Record of Depositors as at 16 June 2014 will be entitled to attend, speak and vote at the meeting or appoint proxy(ies) to attend, speak and/or vote on their behalf.

**EXPLANATORY NOTE ON SPECIAL BUSINESS**

1. **Item 1 of Agenda**  
This item is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.
2. **ORDINARY RESOLUTION  
Resolution Pursuant To Section 132D Of The Companies Act, 1965**  
The Ordinary Resolution proposed under Resolution 6 is the renewal of the mandate obtained from the members at the last Annual General Meeting ("the previous mandate"). The previous mandate was not utilised and accordingly no proceeds were raised.  
  
The Ordinary Resolution proposed under Resolution 6, if passed, would provide flexibility to the Directors to undertake fund raising activities, including but not limited to placement of shares for the purpose of funding the Company's future investment project(s), working capital and/or acquisition(s), by the issuance of shares in the Company to such persons at any time as the Directors may deem fit provided that the aggregate number of shares issued pursuant to the mandate does not exceed 10% of the issued and paid-up share capital of the Company for the time being, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next Annual General Meeting of the Company.