



YONG TAI BERHAD

(Company No.: 311186-T)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Yong Tai Berhad ("YONGTAI" or the "Company") will be held at No. 3, Jalan Kapal, Kawasan Perindustrian Tongkang Pecah, 83010 Batu Pahat, Johor Darul Takzim on Thursday, 24 July 2014 at 2.30 p.m., for the purpose of considering and if thought fit, to pass the following ordinary resolutions:-

ORDINARY RESOLUTION 1

PROPOSED PROJECT COLLABORATION BETWEEN YTB LAND SDN BHD AND PTS PROPERTIES SDN BHD FOR THE DEVELOPMENT OF A LUXURY CONDOMINIUM HOTEL ON A PIECE OF FREEHOLD LAND HELD UNDER H.S.(D) 35407 PT NO. 33, KAWASAN BANDAR XVIII, DAERAH MELAKA TENGAH, NEGERI MELAKA LOCATED AT JALAN TUN SRI LANANG, MALACCA ("PROPOSED COLLABORATION")

"**THAT**, subject to the passing of Ordinary Resolution 2, approval be and is hereby given to YTB Land Sdn Bhd, a wholly owned subsidiary of YONGTAI to enter into the project collaboration agreement with PTS Properties Sdn Bhd for the development of a luxury condominium hotel on a piece of freehold land held under H.S.(D) 35407 PT No. 33, Kawasan Bandar XVIII, Daerah Melaka Tengah, Negeri Melaka located at Jalan Tun Sri Lanang, Malacca ("Project Collaboration Agreement");

THAT the Board of Directors of the Company ("Board") be and are hereby authorised to give effect to the Proposed Collaboration with full powers to assent any modifications, revaluation, variations, arrangement, conditions and/or amendments in relation to the Project Collaboration and Proposed Collaboration as they may deem fit in the best interest of the Company and/or as may be required and/or imposed by the relevant authorities;

AND FURTHER THAT the Board be and are hereby authorised to take all steps as they may deem fit and expedient in order to implement, finalise, complete and do all acts, deeds and things as the Directors may deem fit or expedient in the best interest of the Company (including to execute, sign and deliver on behalf of the Company all such documents as may be necessary) so as to give full effect to the Proposed Collaboration."

ORDINARY RESOLUTION 2

PROPOSED DIVERSIFICATION OF THE BUSINESS OF YONGTAI INTO PROPERTY DEVELOPMENT BUSINESS SEGMENT ("PROPOSED DIVERSIFICATION")

"**THAT** subject to the passing of Ordinary Resolution 1 and subject always to the Companies Act, 1965, the provisions of the Memorandum and Articles of Association of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of all relevant authorities (if any), approval be and is hereby given to the Company to diversify its operations into the property development business segment, which might reasonably be expected to result in either:-

- (a) the diversion of 25% or more of the net assets of the Company to an operation which differs widely from those operations previously carried on by the Company; or
- (b) the contribution from such an operation of 25% or more of the net profits of the Company,

pursuant to Paragraph 10.13 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps and do all things as the Directors of the Company may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Proposed Diversification with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to do all such acts and things as they may consider necessary or expedient in the interest of the Company".

By Order of the Board,

JAUHARI BIN HASSAN (LS 03681)
LIM SUAT BEN (f) (MAICSA 082022)
Company Secretaries

Kuala Lumpur
3 July 2014

Notes:-

- (1) Depositors whose names appear in the Record of Depositors as at 17 July 2014 shall be regarded as members of the Company entitled to attend, speak and vote at the Extraordinary General Meeting.
- (2) A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. A member may appoint any person to be his proxy without limitation. If the proxy is not a member, he need not be an advocate, an approved company auditor or a person approved by the Registrar of Companies.
- (3) A member shall be entitled to appoint more than one proxy (subject always to a maximum of two (2) proxies at each meeting) to attend and vote at the same meeting. Where a member appoints two (2) proxies, the appointment shall be invalid unless the member specifies the proportions of his shareholdings to be represented by each proxy.
- (4) Where a member is an authorised 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.
- (5) If no name is inserted in the space provided for the name of your proxy, the Chairman of the meeting will act as your proxy.
- (6) The instrument appointing a proxy must be deposited at the Registered Office of the Company at Ground Floor, 8, Lorong Universiti B, Section 16, 46350 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.
- (7) If the appointer is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of its attorney.