

# FOCUS DYNAMICS TECHNOLOGIES BERHAD

(Company No.: 582924-P)

(Incorporated in Malaysia under the Companies Act, 1965)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("EGM") of Focus Dynamics Technologies Berhad ("Focus" or "Company") will be held at Machang Room, Level 2, Hotel Equatorial Melaka, Bandar Hilir, 75000 Melaka on Friday, 8 August 2014 at 10.30 a.m. for the purpose of considering and if thought fit, passing the following resolution:

### ORDINARY RESOLUTION

#### **PROPOSED DISPOSAL OF A PROPERTY BY FOCUS DYNAMICS DRIVES SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF FOCUS ("PROPOSED DISPOSAL")**

"THAT subject to fulfilment of the conditions precedent and approvals of relevant authorities being obtained, approval be and is hereby given for Focus Dynamics Drives Sdn Bhd ("FDD"), a wholly-owned subsidiary of the Company, to dispose of a property, bearing postal address of No. 2-16, Jalan Subang Utama 8, Taman Perindustrian Subang, Section 22, 40300 Shah Alam, Selangor Darul Ehsan ("Property") to Pan Asia Publications Sdn Bhd ("Pan Asia") for a cash consideration of Ringgit Malaysia Seven Million Two Hundred Thousand (RM7,200,000) only, subject to the terms and conditions as contained in the Conditional Sale and Purchase Agreement entered between FDD and Pan Asia on 10 June 2014,

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things and to execute, sign and deliver for and on behalf of the Company all such documents as may be necessary to give full effect to the Proposed Disposal with full powers to assent to any terms, conditions, amendments and/or modifications or as a consequence of any requirement or as may be deemed necessary and/or expedient in the best interests of the Company."

By Order of the Board

Teo Soon Mei (MAICSA 7018590)  
Chua Siew Yin (MAICSA 7065531)  
Company Secretaries

Melaka  
24 July 2014

#### Notes:

1. *A member of the Company who is entitled to attend, speak and vote at this EGM may appoint a proxy to attend, speak and vote on his behalf. A proxy may not be a member of the Company and a member may appoint any person to be his proxy without limitation and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
2. *Where a member of the Company appoints up to three (3) proxies to attend at the same meeting, he shall specify in the instrument of proxy the proportions of his shareholdings to be represented by each proxy. He must also specify which proxy is entitled to vote on a show of hands and only one (1) of those proxies is entitled to vote on a show of hands.*
3. *Where a member of the Company is an authorized nominee as defined under the Securities Industry (Central Depository) Act, 1991 ("SICDA"), he may appoint up to three proxies in respect of each security account it holds with ordinary shares of the Company standing to the credit of the said security account.*
4. *Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owner in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which is the exempt authorised nominee may appoint in respect each omnibus account its holds.  
An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*
5. *The instrument appointing a proxy shall be in writing by the appointer or an attorney duly authorized in writing or, if the appointer is a corporation, whether under its seal or by an officer or attorney duly authorized.*
6. *The instrument appointing either a proxy, a power of attorney or other authorities, where it is signed or certified by a notary as a true copy shall be deposited at the Registered Office of the Company at No. 4-1, Kompleks Niaga Melaka Perdana, Jln KNMP 3, Bukit Katil, 75450 Melaka, not less than 48 hours before the meeting convenes or at any adjournment thereof, and in default the instrument of proxy shall not be treated as valid.*
7. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 31 July 2014 ("General Meeting Record of Depositors") shall be eligible to attend, speak and vote at this EGM.*
8. *Any alteration in the form of proxy must be initialed.*