



WAH SEONG CORPORATION BERHAD

(Company No.: 495846-A)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("**EGM**") of Wah Seong Corporation Berhad ("**WSC**" or the "**Company**") will be held at Perdana IV, Level 3, Cititel Hotel, 66 Jalan Penang, 10000 Penang, Malaysia on Friday, 29 August 2014 at 11.30 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution, with or without modifications:

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY WASCO ENERGY LTD ("WASCO**")**, A WHOLLY-OWNED SUBSIDIARY OF WSC, OF 49% EQUITY INTEREST HELD BY ARMADA INVESTMENT HOLDING LTD ("**ARMADA**")**, AN 86%-OWNED SUBSIDIARY OF CIMB PRIVATE EQUITY SDN BHD ("**CIMB-PE**")**, IN ALAM-PE HOLDINGS (L) INC ("**ALAM-PE**") **FOR A CASH CONSIDERATION OF RM106,000,000 ("**PROPOSED ACQUISITION**")**

"THAT, subject to the approvals of all relevant authorities and/or parties being obtained and the conditions precedent for the Proposed Acquisition being fulfilled, authority be and is hereby given for Wasco to acquire the 49% equity interest held by Armada in Alam-PE for a cash consideration of RM106,000,000, subject to the terms and conditions as set out in the Conditional Share Sale and Purchase Agreement dated 24 June 2014 entered into between Wasco and Armada;

AND THAT the Board of Directors of the Company be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as they may deem necessary, expedient and/or appropriate to implement and give full effect to and complete the Proposed Acquisition with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit and/or as may be imposed or permitted by any other relevant authorities in connection with the Proposed Acquisition **PROVIDED THAT** such conditions, modifications, variations and/or amendments shall not materially deviate from the terms and conditions of the Proposed Acquisition as approved herein and are in the best interest of the Company."

BY ORDER OF THE BOARD

WOO YING PUN (MAICSA 7001280)

Group Company Secretary

Kuala Lumpur

14 August 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. If a Member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
2. Where a Member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("**SICDA**") 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 authorised nominee may appoint in respect of each omnibus account it holds.
3. Where a Member of the Company is an authorised nominee as defined under the SICDA, 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. If the appointer is a corporation, the Form of Proxy must be executed under the common seal or under the hand of its officer or attorney duly authorised in writing.
5. In order for the Form of Proxy to be valid, it must be deposited at the Company's Registered Office at Suite 19.01, Level 19, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.
6. For the purpose of determining a member who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Article 81(2) of the Company's Articles of Association and Section 34(1) of the SICDA, to issue a Record of Depositors as at 25 August 2014 ("**General Meeting Record of Depositors**"). Only a Depositor whose name appears on the General Meeting Record of Depositors shall be regarded as a member entitled to attend, speak and vote at the EGM or appoint proxies to attend, speak and vote on his/her behalf.