

FORMIS

FORMIS RESOURCES BERHAD

FORMIS RESOURCES BERHAD

(Company No. 530701-T)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Formis Resources Berhad ("FRB" or the "Company") will be held at Banquet Hall, The Royal Selangor Golf Club, Jalan Kelab Golf, Off Jalan Tun Razak, 55000 Kuala Lumpur on Thursday, 18 September 2014 at 10.15 a.m. or immediately after the conclusion or adjournment (as the case may be) of the Fourteenth Annual General Meeting of the Company which will be held on the same date at the same venue, whichever shall be the later, or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following ordinary resolution, with or without any modifications as shall be determined upon at such meeting:

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF FIVE (5) SUBSIDIARY COMPANIES TO MICROLINK SOLUTIONS BERHAD ("MSB") FOR A TOTAL DISPOSAL CONSIDERATION OF RM50.0 MILLION SUBJECT TO ADJUSTMENTS (IF ANY) PURSUANT TO THE TERMS OF THE CONDITIONAL SHARE SALE AGREEMENT, TO BE SATISFIED PARTLY BY CASH AND PARTLY VIA THE ISSUANCE OF UP TO 45 MILLION REDEEMABLE PREFERENCE SHARES ("RPS") IN MSB ("PROPOSED DISPOSAL").

"**THAT**, subject to the approvals from the relevant regulatory authorities being obtained and the conditions precedent stipulated in the conditional Share Sale Agreement dated 12 June 2014 ("**SSA**") being fulfilled or waived, authority be and is hereby given to FRB and its wholly-owned subsidiaries, Formis Holdings Bhd ("**FHB**") and Man Yau Holdings Berhad ("**MYHB**") to dispose their respective entire equity interests in Applied Business Systems Sdn Bhd, Formis Systems & Technology Sdn Bhd, Formis Computer Services Sdn Bhd and First Solution Sdn Bhd, and 60% equity interest in Formis Advanced Systems Sdn Bhd to MSB for a total consideration of RM50,000,000 subject to adjustments (if any) to be satisfied partly by cash and partly via the issuance of up to 45 million RPS, subject to adjustment to the consideration to be determined in accordance with the terms and conditions as set out in the SSA.

AND THAT in order to implement, complete and give full effect to the Proposed Disposal, approval be and is hereby given to the Boards of FRB, FHB and MYHB to enter into and execute such agreements, supplemental agreements, instruments, documents and deeds as the Boards of FRB, FHB and MYHB respectively, shall from time to time deem fit, expedient or advisable and/or appropriate to implement, complete, and give full effect to the Proposed Disposal, with full power to assent to any conditions, variations, modifications, additions and/or amendments thereto as the Boards of FRB, FHB and MYHB may deem fit in connection with the Proposed Disposal and in the best interests of FRB."

By Order of the Board

FORMIS RESOURCES BERHAD

LIM SHOOK NYEE (MAICSA 7007640)

NG KAM MAY (MAICSA 7020575)

Company Secretaries

Dated: 25 August 2014

Notes:

- A member of the Company may appoint more than two (2) proxies to attend at the same meeting but only one (1) proxy shall be entitled to vote on a show of hands. Where a member appoints two (2) or more proxies, he shall specify in each Form of Proxy the proportion of his shareholdings to be represented by each proxy.*
- Where a member of the Company 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under Seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Company and need not be a person prescribed by Section 149 (1)(b) of the Companies Act, 1965. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.*
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of the power or authority shall be deposited at the Registered Office of the Company at 16th Floor, KH Tower, 8 Lorong P. Ramlee, 50250 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid.*
- In respect of deposited securities, only members whose names appear in the Record of Depositors as at 11 September 2014 shall be regarded as a member and entitled to attend, speak and vote at the meeting or appoint proxy to attend, speak and/or vote on his/her behalf.*