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If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

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Part A of this Circular has been reviewed and approved by TA Securities Holdings Berhad, who is the Adviser to DVM Technology Berhad (“**DVM**” or “**Company**”) for the Proposed Diversification (as defined herein).



DVM TECHNOLOGY BERHAD

(Company No. 609953-K)

(Incorporated in Malaysia under the Companies Act, 1965)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE

PART A

PROPOSED DIVERSIFICATION OF THE BUSINESS OF DVM TO INCLUDE TRADING OF HOME APPLIANCES BUSINESS (“PROPOSED DIVERSIFICATION”)

PART B

PROPOSED CHANGE OF NAME FROM “DVM TECHNOLOGY BERHAD” TO “KEY ALLIANCE GROUP BERHAD”

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

Adviser for Part A



TA SECURITIES HOLDINGS BERHAD (14948-M)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

The Notice of Extraordinary General Meeting (“**EGM**”) for the shareholders of DVM and the Form of Proxy for the EGM are set out in this Circular. DVM’s EGM will be held as follows:

Venue of the EGM	:	Dewan Tan Sri Hamzah, Royal Selangor Club, Kiara Sports Annexe, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur
Date and time of the EGM	:	Monday, 27 October 2014 at 10.30 a.m.
Last date and time for lodging the Form of Proxy	:	Saturday, 25 October 2014 at 10.30 a.m.

As a shareholder who is entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on your behalf. The completed Form of Proxy for the EGM should be lodged at the Registered Office of the Company at 3-2, 3rd Mile Square, No.151 Jalan Kelang Lama, Batu 3½, 58100 Kuala Lumpur not less than forty-eight (48) hours before the time set for holding the EGM. The Form of Proxy once deposited will not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

This Circular is dated 3 October 2014

DEFINITIONS

Except where the context otherwise requires, the following definitions apply throughout this Circular and the accompanying appendices:

“Act”	:	Companies Act, 1965 as amended, modified or re-enacted from time to time
“BNM”	:	Bank Negara Malaysia
“Board”	:	Board of Directors of DVM
“Bursa Securities”	:	Bursa Malaysia Securities Berhad
“CAGR”	:	Compound annual growth rate
“Circular”	:	This circular to the shareholders of DVM dated 3 October 2014
“Directors”	:	A natural person(s) who holds a directorship in DVM, whether in an executive or non-executive capacity, and shall have the meaning given in Section 4 of the Act and Section 2(1) of the Capital Markets and Services Act 2007
“DVM” or “Company”	:	DVM Technology Berhad
“DVM Group” or “Group”	:	DVM and its subsidiaries, collectively
“DVM Shares” or “Shares”	:	Ordinary shares of RM0.10 each in the Company
“EGM”	:	Extraordinary general meeting
“EPS”	:	Earnings per Share
“ETP”	:	Economic Transformation Programme
“FYE”	:	Financial year ended
“GDP”	:	Gross domestic production
“GEGSB”	:	GE Green Sdn Bhd
“GEGSB Shares”	:	Ordinary shares of RM1.00 each in the company
“GP”	:	Gross Profit
“ICT”	:	Information and communications technology
“LAT”	:	Loss after taxation
“LBT”	:	Loss before taxation
“Listing Requirements”	:	ACE Market Listing Requirements
“LPD”	:	24 September 2014, being the latest practicable date prior to the printing of this Circular
“LPS”	:	Loss per Share
“NA”	:	Net assets
“PAT”	:	Profit after taxation

DEFINITIONS (Cont'd)

“PBT”	:	Profit before taxation
“Private Placement”	:	The private placement of up to 87,120,000 new DVM Shares which was approved by Bursa Securities on 20 March 2014 but has not been implemented as at the LPD
“Proposed Acquisition”	:	Proposed acquisition of the entire equity interest in GEGSB comprising 300,000 GEGSB Shares for a cash consideration of RM7,000,000
“Proposed Diversification”	:	Proposed diversification of the business of DVM to include the trading of home appliances
“RM” and “sen”	:	Ringgit Malaysia and sen respectively
“Shares Sale Agreement”	:	The shares sale agreement dated 24 June 2014 entered into between DVM and Pacifica Group Sdn Bhd in relation to the Proposed Acquisition
“TA Securities”	:	TA Securities Holdings Berhad
“USD”	:	United States Dollars

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa.

Reference to persons shall include a corporation, unless otherwise specified. Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Circular shall be a reference to Malaysian time, unless otherwise specified.

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PART A

**LETTER TO THE SHAREHOLDERS OF DVM IN RELATION TO THE
PROPOSED DIVERSIFICATION**



DVM TECHNOLOGY BERHAD

(Company No. 609953-K)

(Incorporated in Malaysia under the Act)

Registered office:
3-2, 3rd Mile Square
No. 151, Jalan Kelang Lama
Batu 3½
58100 Kuala Lumpur

3 October 2014

Board of Directors

Gen. (R) Tan Sri Adul Rahman bin Abdul Hamid (*Independent Non-Executive Chairman*)
Dato' Goh Kian Seng (*Managing Director*)
Roy Ho Yew Kee (*Non-Independent Non-Executive Director*)
Kamarudin bin Ngah (*Independent Non-Executive Director*)
Yee Yit Yang (*Independent Non-Executive Director*)

To: The shareholders of DVM

Dear Sir/Madam,

PROPOSED DIVERSIFICATION OF THE BUSINESS OF DVM TO INCLUDE THE TRADING OF HOME APPLIANCES

1. INTRODUCTION

On 24 June 2014, TA Securities on behalf of the Board announced that the Company intends to seek its shareholders' approval for the Proposed Diversification as a result of the Proposed Acquisition.

Pursuant to Rule 10.13(1) of the Listing Requirements, a listed issuer must obtain its shareholders' approval in a general meeting for any transaction or business arrangement which might reasonably be expected to result in either:

- (i) the diversion of 25% or more of the net assets of the listed issuer to an operation which differ widely from those operations previously carried on by the listed issuer; or
- (ii) the contribution from such an operation of 25% or more of the net profits of the listed issuer.

Further details of the Proposed Diversification are set out in the ensuing sections.

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE RELEVANT INFORMATION ON THE PROPOSED DIVERSIFICATION, TO SET OUT THE BOARD'S RECOMMENDATION ON THE PROPOSED DIVERSIFICATION AND TO SEEK YOUR APPROVAL FOR THE RESOLUTION PERTAINING TO THE PROPOSED DIVERSIFICATION TO BE TABLED AT THE FORTHCOMING EGM. THE NOTICE OF EGM TOGETHER WITH THE FORM OF PROXY ARE ENCLOSED IN THIS CIRCULAR.

YOU ARE ADVISED TO READ AND CONSIDER THE CONTENTS AND APPENDICES OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSED DIVERSIFICATION AT THE FORTHCOMING EGM.

2. DETAILS OF THE PROPOSED DIVERSIFICATION

2.1 Proposed Diversification

DVM had on 24 June 2014 entered into the Shares Sale Agreement (and supplemented by a supplemental agreement dated 1 October 2014 to extend the conditional period for a further two (2) months) with Pacifica Group Sdn Bhd for the Proposed Acquisition. Barring any unforeseen circumstances, the Proposed Acquisition is expected to be completed by the end of 2014.

The Proposed Acquisition is not subject to the approval of the shareholders of DVM as all of the percentage ratios that are applicable to the Proposed Acquisition under Rule 10.02(g) of the Listing Requirements are below 25%. The Proposed Acquisition is also not subject to the approval of any relevant authorities.

The DVM Group is principally engaged in the provision of specialised telecommunication, data communication, computer networking solutions, professional services for the development of communication infrastructure and operational support system, development of software, services for communication infrastructure, communications systems integration and solutions, data network, data communications solutions, business and operational support systems. In addition, the Group is involved in the development of software applications and provision of communication solutions, third generation broadband video mobile services and related software applications and accessories, business and operational support systems and services, software development and business process outsourcing. The DVM Group is also involved in the business of investing, development and marketing of internet and digital media software.

In view of the increasingly competitive market in the ICT industry, the DVM Group seeks to mitigate the risk of over dependency on such businesses through the Proposed Diversification. The DVM Group's ICT business is mainly derived from projects basis and thus is unpredictable. As GEGSB is principally engaged in the distribution of kitchen appliances in Malaysia, the business of GEGSB is more retail centric and thus is expected to provide the DVM Group with a consistent stream of income, allowing the DVM Group to better manage its cashflow as compared to income derived from projects basis. The Group believes that the diversification into the home appliances business, which has stable and strong growth prospects, will be beneficial to the Group's future earnings.

2.2 Information on GEGSB

GEGSB was incorporated in Malaysia on 30 April 1993 under the Act as a private limited company.

GEGSB is principally engaged in the distribution of kitchen appliances in Malaysia whereby it carries its own brand under the name of "Pacifica" which is a registered trademark in Malaysia. GEGSB also distributes other international brands such as Beko and Pacific in Malaysia. The international brands are mainly targeted to the medium to high end market whereas the "Pacifica" brand is targeted to the medium range market.

GEGSB is exclusively a trading company and does not undertake any manufacturing or assembly of kitchen appliances. GEGSB's products are sourced from Asia (i.e., mainly from China and Taiwan) and Europe (i.e., mainly from Turkey, Italy and the United Kingdom) whereby GEGSB purchased its products from original equipment manufacturers who manufacture a wide range of kitchen appliances under orders from GEGSB. These products are then marketed under GEGSB's brand name of "Pacifica".

The type of kitchen appliances distributed by GEGSB include amongst others, refrigerators, air-conditioners, ovens, all types of kitchen hobs, hoods, washing machines, wine cellars, barbeque grills and dish washers. GEGSB distributes kitchen appliances through appointed distributors, department and specialist stores and dealers. The breakdown of the appointed distributors by state is as follows:

No.	State	Number of appointed distributors
1.	Selangor	324
2.	Kuala Lumpur	180
3.	Negeri Sembilan	23
4.	Perak	10
5.	Melaka	9
6.	Sarawak	6
7.	Sabah	5
8.	Pahang	3
9.	Kelantan	2
10.	Terengganu	2
11.	Kedah	1

In addition, sales are also generated from its own show rooms and direct sales to interior designers and renovation contractors. GEGSB has three (3) showrooms which are located in Penang, Nusa Bestari in Johor and Kota Damansara in Selangor. GEGSB has participated in projects involving the design and fitting of kitchens appliances on a contract basis to newly developed condominiums which include Scott Soho with contract value of RM1.57 million which was completed in September 2013, Gaya Bangsar with contract value of RM0.31 million which was completed in April 2011 and Bangsar Peak condominiums with contract value of RM0.08 million which was completed in November 2008. These types of projects are gaining popularity with property developers selling more partly furnished condominium instead of bare units.

3. RATIONALE FOR THE PROPOSED DIVERSIFICATION

The Proposed Diversification is part of the DVM Group's plan to diversify into other industry which will provide another stream of revenue sources to reduce the Group's dependency on the Group's existing business in the ICT industry. Upon completion of the Proposed Diversification, the Group's existing business would remain as the core business whilst the distribution of kitchen appliances would become another core business of the Group.

The DVM Group will capitalise on the experience of GEGSB's director, Cho See Yoo who has been involved in the marketing and distribution of kitchen appliances in Malaysia for more than twelve (12) years and his team of key experienced personnel.

The senior management team of GEGSB consists of three (3) key personnel with the following experience:

(i) Director

Cho See Yoo, age 59, obtained a Bachelor of Science (honours) in Housing, Building and Planning from Universiti Sains Malaysia in 1980.

He started his career in Yeoh Cheng Liam Construction Sdn Bhd as a site agent from 1980 to 1984. He later joined Pilecon Engineering Bhd as a Senior Executive heading the property division in 1984. In 1991, he resigned from Pilecon Engineering Bhd and joined K.H. Ang and Brothers Construction Sdn Bhd, a construction contracting firm as its Managing Director until 1992. Subsequently, he joined Sutera Aman Sdn Bhd, a project management company as a partner until 1993. He joined GEGSB as its Managing Director from 1993 to 1997 and rejoined in 2005 to 2008 and 2011 to present for the same position.

Cho See Yoo has thirteen (13) years of working experience in the areas of construction and project management prior to joining GEGSB, and twelve (12) years of working experience in GEGSB. He was appointed as a director of GEGSB from 1993 to 1997, 2005 to 2008 and 2011 to present. He resigned as a director of GEGSB from 1997 to 2005 and from 2008 to 2011 due to his other commitments. As a director, he is responsible for setting and implementing GEGSB's business strategies. In the twelve (12) years that he has been with GEGSB, he has contributed to the growth and development of GEGSB.

(ii) Operation, system and control manager

Thai Ai Ling, age 32, the operation, system and control manager, obtained her Certified Accounting Technician (CAT) in 2002. She joined GEGSB in 2012.

Prior to joining GEGSB, she was an audit executive at M.S. Wong & Co. from 2006 to 2007, system audit and operation manager at GE Green Pacific Sdn Bhd from 2007 to 2010 and accountant at AmAire Auto Sdn Bhd from 2010 to 2012.

She has eight (8) years of working experience in the areas of accounting, auditing and operations management. She is responsible for overseeing the systems and controls for the operation activities of GEGSB.

(iii) Business development manager

Bazlin Bt Masood, age 42, the business development manager, obtained her Bachelor of Science from University Malaya in 1997 and joined GEGSB from 2007 to 2009 and rejoined in 2012.

She started her career as a customer service executive at Giant TMC Sdn Bhd from 2000 to 2002 and marketing assistant manager at Berita Publishing Sdn Bhd from 2002 to 2007. She was responsible for answering customers' queries, provide information about products and services and resolve customers' complaints in Giant TMC Sdn Bhd and promote clients' products, coordinate detailed plans or campaigns and advertising material in Berita Publishing Sdn Bhd. In 2007, she joined GEGSB as sales and marketing assistant manager. She later joined Consucare Inc Sdn Bhd as corporate and export manager in 2010. In 2012, she rejoined GEGSB as a business development manager.

She has more than fourteen (14) years of working experience in the area of customer service, marketing and business development and is currently responsible for the development and management of the sales and marketing services in GEGSB.

As at the LPD, GEGSB has approximately thirty five (35) employees which will be sufficient for the existing operation of GEGSB. Going forward, the Board will exercise its discretion when hiring personnel and will endeavor to recruit the appropriate personnel who have the relevant skill set, experience and expertise in the marketing and distribution of kitchen appliances business.

The Board believes that the Proposed Diversification would contribute positively to the DVM Group's future earnings and improve the financial position of the DVM Group. The Board is also of the view that the marketing and distribution of kitchen appliances business has good growth prospects as highlighted in Section 4.2 of the Circular.

4. INDUSTRY OVERVIEW AND FUTURE PROSPECTS

4.1 Overview and prospects of the Malaysian economy

The Malaysian economy registered a strong growth of 6.4% in the second quarter of 2014 (1Q 2014: 6.2%). Overall, growth was supported by higher exports and continued strength in private domestic demand. Real exports of goods and services grew at a faster pace while growth in real imports of goods and services moderated, resulting in a significant improvement in net exports. On a quarter-on-quarter seasonally-adjusted basis, the economy grew by 1.8% (1Q 2014: 0.8%).

Domestic growth grew by 5.7% in the second quarter of 2014 (1Q 2014: 7.4%). Private sector activity remained the key driver of growth during the quarter amid strong investment and consumption. Public sector spending declined during the quarter, due to lower public investment and consumption.

Private sector activity grew by 8.1% (1Q 2014: 8.8%), above its long-term average of 6.9%. Private investment continued to register double-digit growth, expanding by 12.1% (1Q 2014: 14.1%). The robust performance was accounted mainly by investments in the services sector, particularly in dwellings, transportation and private education, and in the export-oriented manufacturing industry. Private consumption increased by 6.5% (1Q 2014: 7.1%) in the second quarter. Household spending remained supported by stable employment conditions and continued wage growth.

On the supply side, growth in the major economic sectors remained strong. The services sector recorded sustained growth, supported mainly by the trade-related sub-sectors. The manufacturing sector expanded at a faster pace unpinning by the electronics and electrical cluster, particularly semiconductors. The construction sector expanded at a more moderate pace, driven mainly by the residential and non-residential sub-sectors. Meanwhile, the agriculture sector registered strong growth, reflecting higher production of palm oil. The mining sector turned around to record positive growth, due mainly to higher production of both natural gas and crude oil.

(Source: Economy and Financial Developments in Malaysian Economy in the Second Quarter of 2014, BNM)

The Malaysian economy is expected to remain on a steady growth path in 2014, expanding by 4.5%-5.5% (2013: 4.7%). The growth momentum will be supported by better performance in the external sector amid some moderation in domestic demand.

(Source: BNM Annual Report 2013, BNM)

Strong external demand as experienced in the first quarter of 2014, together with continuing high private investment growth will see that BNM's recent growth forecast at 4.5% - 5.5% for 2014 will be achieved. Malaysia's growth is forecasted at 5.3% for 2014, taking into account growth dividend to be derived from stronger than expected fiscal consolidation process, tighter monetary policy stance, as seen in the recent hike in Overnight Policy Rate and better-than-expected global market environment. As for the year 2015, real GDP growth is projected to move nicely along the potential output growth trajectory of 5.5% - 6.0%, driven by better allocation of nation's scarce resources, enhanced economic efficiency and innovation and continued strong social protection.

(Source: Malaysian Economic Outlook dated 22 July 2014 by Malaysian Institute of Economic Research)

4.2 Overview of the home appliance market in Malaysia

The home appliance market in Malaysia was worth RM4.0 billion in 2013, compared to a RM2.5 billion in 2008. Between 2008 and 2013, the home appliance market registered a strong CAGR of 9.7%. Consumption of home appliances, indicated by production and net exports, dipped in 2009 as a result of the global financial crisis that impacted Malaysia's economy, thus causing a tightening in consumer spending for non-essential items. Consumption picked up in the following year as Malaysia's economy recovered. The performance of domestic production witnessed the same trend as consumption, whereby production value dipped in 2009 as appliance manufacturers lowered production volumes in response to poorer consumer spending. Nevertheless, domestic production of home appliances grew from RM2.9 billion to RM4.4 billion between 2008 and 2013 at a healthy CAGR of 8.7%. The home appliance market in Malaysia is largely domestic driven, with domestic production largely satisfying domestic demand. In 2008, approximately 70.8% of domestic consumption of home appliances were satisfied by local production, and this figure increased to 77.0% by 2013. Malaysia's domestic market for home appliances has been showing a broad upward trend over the past decade in line with improved per capita purchasing power and greater consumer sophistication.

The higher-end home appliance market is dominated by foreign brands, sometimes in joint ventures with local manufacturers which import components and assemble the products in Malaysia for the domestic and export markets. Major international brands such as Panasonic and Toshiba are well established throughout the country with distribution channels via traditional and modern retail networks. Domestic brands are highly competitive in the middle to lower-end segment and tap into a wider mass market consumer pool. Nevertheless, foreign and local brands generally employ the same methods of distribution, spreading resources on both direct and indirect distribution to tap a larger market.

There are three (3) key growth drivers of the home appliance market:

- **Increasing disposable income of population signifies growth opportunities for the home appliance market**

Malaysia is an upper-middle income developing economy with aspirations to achieve developed status by the year 2020. GDP per capita increased by 18.5% from approximately RM27,957 in 2008 to RM33,132 in 2013 while purchasing power parity per capita income increased by 21.3% from approximately USD14,448 to USD17,526 during the same period. This increase in disposable income has led to a rise in a more affluent population that has greater spending power, creating demand for basic necessities and non-essential products.

Malaysia's Government launched the ETP (2011-2020) in 2010 with a goal to promote Malaysia into an inclusive and sustainable high-income country by the year 2020. The ETP is a comprehensive initiative comprising 131 high impact projects under 12 economic focus areas that have the potential to stimulate economic growth. The implementation of the ETP will allow Malaysia to be closer to achieving its goal of raising the disposable income of the population to approximately RM48,000 by 2020. The Government expects Malaysia to achieve GDP growth of between 4.5% and 5.5% in 2014 despite the uncertainty in global economic outlook. Private investments are also targeted to rise by 12.7% to hit RM153.0 billion in 2014.

The increasing disposable income of the population makes Malaysia an attractive market for home appliances due to the domestic sales potential. This also places high-end technology and foreign brands of home appliances within the affordability range of a larger segment of the population.

- **Growth in residential properties contribute to increased demand for home appliances**

The sales of home appliances are driven primarily by replacement sales, product market penetration and new property development. New property development, and specifically residential property development, generates demand for first time purchases and installation. The impact of new construction is even more vivid as most product categories have almost reached full market penetration and thus, sales are highly dependent on product replacements and new construction, and are closely related to housing booms and economic growth. Growth in residential properties is also dependent on population growth and employment.

Residential properties in Malaysia increased from 4.2 million units in 2008 to 4.7 million units in 2013 at 11.9%, where during the same period, Malaysia's population increased from 27.6 million to 29.7 million and employment increased from 11.6 million to 12.8 million. The demand for residential properties has been markedly higher in major urban areas such as Klang Valley, Penang and Johor where job opportunities are greater than in rural areas. This increase in residential properties as a result of population and employment growth has positively impacted the sales of home appliances in the past and will continue to be a key driving factor for the continued growth of the home appliance market moving forward.

- **Product innovation and sophistication drives demand for home appliances**

In the last five (5) years, the home appliance market has witnessed innovative products, premium brands, green initiatives, movement of positioning of brands from mass to premium and expansion of premium brands to include mass market products and the introduction of unique products. These developments have contributed to a vibrant home appliance market in Malaysia. More home appliances have been able to gain better market penetration with growing acceptance and uptake in sales. Premium products that convey a sense of exclusivity are growing as a result of demand from niche groups and are made available to consumers via elegant retail outlets. Consumers are increasingly influenced by premium home appliance options, where there are more premium brands made readily available locally.

The market has also witnessed a significant shift to the adoption of energy efficient, energy savings or green products. Leading home appliances brands have a range of energy efficient products. Other than the adoption of energy efficient products, appliances that experienced transformation or feature enhancements were also widely marketed, and these differences were key considerations in consumer purchasing decision. The home appliance market is expected to continue to witness product innovation and increased sophistication driven by consumer awareness and demand. Increased research and development activities leading to product innovation and enhancement will have a positive impact on the retail sales of home appliances, driving first time purchases and replacement sales.

(Source: Independent Market Research Report on the Home Appliance Market in Malaysia dated June 2014 by Smith Zander International Sdn Bhd)

4.3 Overview and prospects of GEGSB

The increasing disposable income of the population makes Malaysia an attractive market for home appliances due to the domestic sales potential. This also places high-end technology and foreign brands of home appliances within the affordability range of a larger segment of the population. The rise in residential properties as a result of population and employment growth has also positively impacted the sales of home appliances and will continue to be a key driving factor for the continued growth of the home appliance market moving forward. Additionally, the home appliance market is expected to continue to witness product innovation and increased sophistication driven by consumer awareness and demand, where increased research and development activities leading to product innovation and enhancement will have a positive impact on the retail sales of home appliances, driving first time purchases and replacement sales.

The overall positive performance of the home appliance market in Malaysia augurs well for GEGSB which are involved in the distribution of kitchen appliance (i.e., a sub-set of home appliance). With continuing rise in the economic well-being of the population leading to higher levels of home ownership, the future demand for home appliances is expected to grow in tandem. GEGSB, with its stable of proprietary and international brands, has home appliance products targeted at different market segments and will be well positioned to capitalise on future growth opportunities.

(Source: Independent Market Research Report on the Home Appliance Market in Malaysia dated June 2014 by Smith Zander International Sdn Bhd)

The business model of GEGSB is to provide a solution to kitchen needs by selling major kitchen appliances such as refrigerators, ovens, all types of kitchen hobs, hoods, washing machines, wine cellars, barbeque grills, dish washers, etc. GEGSB products are sold through various channels of distribution. These include appointed distributors, department and specialist stores and dealers. In addition, sales are generated from its own show rooms and direct sales to specialist professionals such as interior designers and renovation contractors. GEGSB has also participated in projects involving the design and fitting of kitchens on a contract basis to new apartments. Please refer to Section 2.2 of this Circular for more information.

The future plan for GEGSB is to expand sales volume by relying on its existing business model with emphasis on increasing participation in tender projects involving design, supply and fittings of kitchen appliances in apartments and houses. The management of GEGSB believes that its existing business model is robust and relevant and will continue its application until market forces dictate changes to this business model. At its present trading volume and level of operations, GEGSB is able to sustain itself by relying on its existing working capital. However, additional working capital requirement in the future will depend on the number of projects secured and the contract amount of the projects which cannot be determine at this juncture.

(Source: The management)

5. RISK FACTORS

The risk factors (which may not be exhaustive) pertaining to the Proposed Diversification include but are not limited to the following:

5.1 Operational/business risks

The DVM Group is principally involved in the trading of computer hardware and software, and provision of service and maintenance. However, upon the Proposed Diversification, the Group's performance would also be affected by the performance and the inherent risk associated to the home appliances industry. These may include, amongst others, general economic downturn in the global and regional economy, entry of new players, inefficiency in operations, and an increase in the operating costs. There is no assurance that the Proposed Diversification will not have an impact on the performance of the Group. Nevertheless, the Group will seek to limit these risks through, *inter-alia*, prudent management policies, efficient human resource management and effective cost control policy.

5.2 Competition

Malaysia's home appliance market is well established and several foreign and domestic brands such as Hitachi, Panasonic, Sharp, SAMSUNG, Pensonic, Khind and Joven have present in the country. GEGSB faces competition from both new entrants and existing players in the home appliances industry. Increased competition could result in price and revenue erosion and loss of market share, any of which could materially and adversely affect GEGSB's business, operating results and financial condition.

DVM believes that among other factors, GEGSB's knowledge and experience of trading and strong brand name such as the Pacifica trademark has created a brand loyalty which has grown throughout Malaysia. Pacifica was recently claimed by Euromonitor International as the top brand within Malaysia for electric wine coolers. A strong business model with well diversified market segments, multiple channels of distribution, strong management and growth prospects of the industry, would assist GEGSB in maintaining its market share in the home appliance industry. Nonetheless, no assurance can be given that any changes to these factors could have an adverse impact on the DVM Group.

5.3 Dependency on key personnel

The continued success of GEGSB will depend to a significant extent upon the ability and continued efforts of the senior management team of GEGSB. The loss of any key members of this team could materially affect GEGSB's continued ability to compete in the home appliances industry.

The senior management team of GEGSB consists of three (3) personnel namely Cho See Yoo, Thai Ai Ling and Bazlin Bt Masood, each of whom with many years of experience in their respective technical expertise. As mentioned in Section 3 of this Circular, these personnel are collectively equipped with the following skills and experiences:

- Property development and construction
- Accounting and auditing
- System and control management
- Marketing and customer service
- Business development
- Experience in various industries

In mitigating such risk, the DVM Group intends to retain the existing senior management team of GEGSB to ensure there is no disruption in operations upon completion of the acquisition of GEGSB. In addition, efforts will be taken by the Group to pursue succession planning strategy, i.e. to groom the younger members of the senior management team of GEGSB to progressively take over from the senior members to ensure there will be smooth transition in the management team in the future.

6. EFFECTS OF THE PROPOSED DIVERSIFICATION

The effects of the Proposed Diversification are set out below:

6.1 Share capital and substantial shareholders' shareholdings

The Proposed Diversification will not have any effect on the issued and paid-up share capital of DVM as well as the shareholdings of its substantial shareholders as it does not entail issuance of new shares in DVM.

6.2 Earnings

Although DVM is unable to determine the extent of earnings contribution from the Proposed Diversification to the Group, the Board expects that the sale from the distribution of kitchen appliances to contribute positively to the earnings of the Group for the financial year ending 31 December 2014.

6.3 NA and gearing

The Proposed Diversification is not expected to have any material impact on the NA and gearing position of the Group for the financial year ending 31 December 2014.

7. APPROVALS REQUIRED

The Proposed Diversification is subject to the:

- (i) approval of the shareholders of DVM at the forthcoming EGM; and
- (ii) Any other relevant authorities, if required

The Proposed Diversification and the Proposed Acquisition are inter-conditional upon each other.

8. DIRECTORS' AND MAJOR SHAREHOLDERS' INTERESTS

None of the directors and/or major shareholders of DVM and/or persons connected with them have any interest, direct or indirect, in the Proposed Diversification.

9. DIRECTORS' RECOMMENDATION

The Board, after having considered the rationale, prospects and risk of the Proposed Diversification, is of the opinion that the Proposed Diversification is in the best interest of the Company. Accordingly, the Board recommends that you vote in favour of the resolution in relation to the Proposed Diversification to be tabled at the forthcoming EGM.

10. OUTSTANDING PROPOSALS ANNOUNCED BUT PENDING COMPLETION

Save for the Proposed Diversification, Proposed Acquisition, Proposed Change of Name and Private Placement the Board is not aware of any outstanding corporate proposal which has been announced but is pending implementation or completion prior to the printing of this Circular.

11. EGM

The EGM, the notice of which is enclosed in this Circular, will be held at Dewan Tan Sri Hamzah, Royal Selangor Club, Kiara Sports Annexe, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 27 October 2014 at 10.30 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing the resolution, with or without modifications, to give effect to the Proposed Diversification.

If you are unable to attend and vote in person at the EGM, you may complete and return the Form of Proxy in accordance with the instructions printed thereon as soon as possible and in any event so as to arrive at our registered office at 3-2, 3rd Mile Square, No.151 Jalan Kelang Lama, Batu 3½, 58100 Kuala Lumpur not less than forty-eight (48) hours before the time set for convening the EGM or any adjournment thereof. The lodgement of the Form of Proxy will not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

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12. FURTHER INFORMATION

You are requested to refer to the attached **Appendix II** for further information.

Yours faithfully,
For and on behalf of the Board
DVM TECHNOLOGY BERHAD

Dato' Goh Kian Seng
Managing Director

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PART B

**LETTER TO THE SHAREHOLDERS OF DVM IN RELATION TO THE
PROPOSED CHANGE OF NAME**



DVM TECHNOLOGY BERHAD
(Company No. 609953-K)
(Incorporated in Malaysia under the Act)

Registered office:
3-2, 3rd Mile Square
No. 151, Jalan Kelang Lama
Batu 3½
58100 Kuala Lumpur

3 October 2014

Board of Directors

Gen (R) Tan Sri Abdul Rahman Bin Abdul Hamid (*Independent Non-Executive Chairman*)
Dato' Goh Kian Seng (*Managing Director*)
Roy Ho Yew Kee (*Non-Independent Non-Executive Director*)
Kamarudin Bin Ngah (*Independent Non-Executive Director*)
Yee Yit Yang (*Independent Non-Executive Director*)

To: The Shareholders of DVM

Dear Sir/Madam,

PROPOSED CHANGE OF NAME FROM “DVM TECHNOLOGY BERHAD” TO “KEY ALLIANCE GROUP BERHAD” (“PROPOSED CHANGE OF NAME”)

1. INTRODUCTION

On 25 September 2014, the Company announced that the Board proposed to change the Company's name from “DVM Technology Berhad” to “Key Alliance Group Berhad”.

THE PURPOSE OF PART B OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE RELEVANT INFORMATION ON THE PROPOSED CHANGE OF NAME AND TO ACCORDINGLY SEEK YOUR APPROVAL FOR THE RESOLUTION PERTAINING TO THE SAME TO BE TABLED AT THE FORTHCOMING EGM. THE NOTICE OF EGM TOGETHER WITH THE FORM OF PROXY ARE ENCLOSED IN THIS CIRCULAR.

YOU ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF PART B OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED CHANGE OF NAME TO BE TABLED AT THE FORTHCOMING EGM.

2. RATIONALE AND DETAILS OF THE PROPOSED CHANGE OF NAME

The proposed use of the name “Key Alliance Group Berhad” has been approved by the Companies Commission of Malaysia (“CCM”) on 25 September 2014.

The Proposed Change of Name, if approved by the shareholders of the Company, will be effective from the date of the issuance of the Certificate of Incorporation on Change of Name by the CCM. The Memorandum and Articles of Association of the Company will be amended accordingly to reflect the change of name.

The name of the Company is proposed to be changed to better reflect the Group's intention to diversify into new business activities in addition to the existing core information and communication technology ("ICT") business.

3. CONDITIONS AND APPROVALS REQUIRED

The Proposed Change of Name is conditional upon the approval of the shareholders of DVM at the forthcoming EGM for the Proposed Change of Name.

4. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' INTERESTS

None of the directors, substantial shareholders of the Company and/or persons connected with the directors, substantial shareholders of the Company have any interest, direct or indirect, in the Proposed Change of Name.

5. DIRECTORS' RECOMMENDATION

The Board, after taking into consideration all aspects of the Proposed Change of Name, is of the opinion that the Proposed Change of Name is in the best interest of the Company. Accordingly, the Board recommends that you vote in favour of the special resolution in relation to the Proposed Change of Name to be tabled at the forthcoming EGM.

6. EGM

The EGM, the notice of which is enclosed in this Circular, will be held at Dewan Tan Sri Hamzah, Royal Selangor Club, Kiara Sports Annexe, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 27 October 2014 at 10.30 a.m. or any adjournment thereof, for the purpose of considering and, if thought fit, passing the special resolution so as to give effect to the Proposed Change of Name.

If you are unable to attend and vote in person at the EGM, you may complete and return the Form of Proxy in accordance with the instructions printed thereon as soon as possible and in any event so as to arrive at our registered office at 3-2, 3rd Mile Square, No.151 Jalan Kelang Lama, Batu 3½, 58100 Kuala Lumpur not less than forty-eight (48) hours before the time set for convening the EGM or any adjournment thereof. The lodgement of the Form of Proxy will not preclude you from attending and voting in person at the EGM should you subsequently wish to do so.

Yours faithfully,
For and on behalf of the Board
DVM TECHNOLOGY BERHAD

Dato' Goh Kian Seng
Managing Director

INFORMATION ON GEGSB

1. HISTORY AND BUSINESS

GEGSB was incorporated in Malaysia under the Act on 30 April 1993 and is principally involved in the sale of kitchen appliances in Malaysia whereby it carries its own brand under the name of “Pacifica” which is a registered trademark in Malaysia. GEGSB also distributes other international brands such as Beko and Pacific in Malaysia.

2. SHARE CAPITAL

As at the LPD, GEGSB has an authorised share capital of RM500,000.00 divided into 500,000 ordinary shares of RM1.00 each, of which 300,000 ordinary shares of RM1.00 each have been issued and are fully paid up.

3. DIRECTORS AND DIRECTORS’ SHAREHOLDINGS

The directors of GEGSB and their shareholdings in GEGSB as at the LPD are as follows:

Name	Nationality	Direct		Indirect	
		No. of GEGSB Shares	%	No. of GEGSB Shares	%
Cho See Yoo	Malaysian	-	-	-	-
Lam En Hui	Malaysian	-	-	300,000 ⁽¹⁾	100.00

Note:

(1) Deemed interested by virtue of his direct interest in Pacifica Group Sdn Bhd pursuant to Section 6A of the Act.

4. SUBSIDIARY AND ASSOCIATED COMPANY

As at the LPD, GEGSB does not have any subsidiary or associated company.

5. MATERIAL COMMITMENT AND CONTINGENT LIABILITY

As at the LPD, there is no material commitment or contingent liability incurred or known to be incurred by GEGSB that is likely to have a material adverse effect on GEGSB’s financial position.

6. MATERIAL CONTRACT

Save for the Shares Sale Agreement, GEGSB has not entered into any material contract (not being contracts entered into in the ordinary course of business) within the past two (2) years immediately preceding the date of this Circular.

7. MATERIAL LITIGATION

As at the LPD, GEGSB is not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant and the directors of GEGSB are not aware of any proceedings pending or threatened against GEGSB or of any facts likely to give rise to any proceedings, which may materially and/or adversely affect the financial position or business of GEGSB.

INFORMATION ON GEGSB (Cont'd)

8. FINANCIAL INFORMATION AND COMMENTARY

There was no audit qualification of the financial statements of GEGSB for the FYE 30 June 2011 to FYE 30 June 2013 and there were no accounting policies adopted which are peculiar to GEGSB because of the nature of the business or the industry it is involved in for the FYE 30 June 2011 to FYE 30 June 2013.

The summary of the audited financial information of GEGSB for the FYE 30 June 2011 to FYE 30 June 2013 and the eleven (11)-month period ended 31 May 2013 and 31 May 2014 are as follows:

	Audited FYE 30 June			Unaudited Eleven (11)-month period ended 31 May	
	2013 RM'000	2012 RM'000	2011 RM'000	2014 RM'000	2013 RM'000
Revenue	9,725	7,264	3,153	10,182	9,048
GP	3,050	2,494	1,047	3,071	3,061
PBT/ (LBT)	622	28	(177)	645	669
PAT/ (LAT)	453	3	(159)	488	669
GP margin (%)	31.36	34.33	33.21	30.16	33.83
PBT/ (LBT) margin (%)	6.40	0.39	(5.61)	6.33	7.39
PAT/ (LAT) margin (%)	4.66	0.04	(5.04)	4.79	7.39
Number of GEGSB Shares in issue ('000)	300	300	300	300	300
Gross EPS/ (LPS) (RM)	2.07	0.09	(0.59)	2.15	2.23
Net EPS/ (LPS) (RM)	1.51	0.01	(0.53)	1.63	2.23
Paid-up share capital	300	300	300	300	300
Shareholders' funds / NA	1,714	1,261	1,258	2,202	1,950
NA per GEGSB Share (RM)	5.71	4.20	4.19	7.34	6.50
Current ratio	1.20	1.18	1.23	1.45	1.30
Total borrowings (all interest-bearing debts)	2,299	2,116	2,889	655	2,220
Gearing ratio	1.34	1.68	2.30	0.30	1.14

Commentaries:**(a) FYE 30 June 2012 vs FYE 30 June 2011**

GEGSB's revenue increased significantly by 130.38% from RM3.15 million in the FYE 30 June 2011 to RM7.26 million in the FYE 30 June 2012. The increase in revenue was mainly due to the following:

- (i) Increase in sales of Beko brand by approximately RM2.33 million from RM0.37 million in the FYE 30 June 2011 to RM2.70 million in the FYE 30 June 2012 as a result of GEGSB increasing its product range of kitchen appliances models for Beko brand; and
- (ii) Increase in sales of Pacifica brand by approximately RM1.27 million from RM1.21 million in the FYE 30 June 2011 to RM2.48 million in the FYE 30 June 2012 as a result of the expansion of product range sold to include products such as wine cellar and barbeque grills.

INFORMATION ON GEGSB (Cont'd)

GEGSB recorded a slight increase in GP margin from 33.21% for the FYE 30 June 2011 to 34.33% for the FYE 30 June 2012 as a result of the weakening of Euro against RM which reduces the cost of goods imported from Europe.

In line with the improved GP and GP margin, GEGSB recorded a PBT of RM0.028 million for the FYE 30 June 2012 compared to a LBT of approximately RM0.18 million for the FYE 30 June 2011. Correspondingly, GEGSB recorded a PAT of RM0.003 million for the FYE 30 June 2012 compared to a LAT of approximately RM0.16 million for the FYE 30 June 2011.

(b) FYE 30 June 2013 vs FYE 30 June 2012

GEGSB's revenue increased further for the FYE 30 June 2013 to RM9.73 million compared to the revenue of RM7.26 million for the FYE 30 June 2012. The increase was mainly due to the following:

- (i) Sales amounting to RM1.56 million from Scott Soho project; and
- (ii) Expansion of the sales distribution channel to include local electrical stores.

GP increased by RM0.56 million from RM2.49 million for the FYE 30 June 2012 to RM3.05 million for the FYE 30 June 2013. However, GP margin decreased to 31.36% for the FYE 30 June 2013 from 34.33% for the FYE 30 June 2012 mainly due to the strengthening of Euro against RM.

Despite the decrease in GP margin, GEGSB recorded an increase in PBT and PAT from RM0.028 million and RM0.003 million for the FYE 30 June 2012 to RM0.62 million and RM0.45 million for the FYE 30 June 2013, respectively. The increase in PBT and PAT was mainly due to decrease in operating expenses and advertising expenses.

(c) Eleven (11)-month period ended 31 May 2014 vs eleven (11)-month period ended 31 May 2013

For the eleven (11)-month period ended 31 May 2014, GEGSB's revenue increased by approximately RM1.13 million or 12.53% to RM10.18 million compared to RM9.05 million for the eleven (11)-month period ended 31 May 2013. The increase in revenue was mainly due to increase in sales of Beko brand of RM1.80 million as a result of the expansion of the Group's distribution network from 54 dealers to 61 dealers for the Beko brand.

GP increased marginally by approximately RM0.01 million or 0.33% from RM3.06 million in the eleven (11)-month period ended 31 May 2013 to RM3.07 million in the eleven (11)-month period ended 31 May 2014. GP margin decreased from 33.83% in the eleven (11)-month period ended 31 May 2013 to 30.16% in the eleven (11)-month period ended 31 May 2014 due to the strengthening of Euro against RM.

As a result, GEGSB's PBT decreased by RM0.02 million from RM0.67 million for the eleven (11)-month period ended 31 May 2013 to RM0.65 million for the eleven (11)-month period ended 31 May 2014. PAT decreased by RM0.18 million from RM0.67 million for the eleven (11)-month period ended 31 May 2013 to RM0.49 million for the eleven (11)-month period ended 31 May 2014.

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FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Board and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or information contained in this Circular, or other facts and information the omission of which would make any statement in this Circular false or misleading.

2. CONSENT**2.1 Adviser**

TA Securities, being the Adviser for the Proposed Diversification, has given and has not subsequently withdrawn its written consent to the inclusion in this Circular of its name and all references thereto in the form and context in which they appear in this Circular.

2.2 Independent market researcher

Smith Zander International Sdn. Bhd. has given and has not subsequently withdrawn its written consent to the inclusion in this Circular of its name, the independent market research report on "Home Appliance Market in Malaysia" dated June 2014 and all references thereto in the form and context in which they appear in this Circular.

3. CONFLICT OF INTEREST**3.1 Adviser**

TA Securities has confirmed that it is not aware of any circumstances which exist or are likely to exist in its capacity as the Adviser for the Proposed Diversification.

3.2 Independent market researcher

Smith Zander International Sdn. Bhd. has confirmed that it is not aware of any conflict of interest which exists or is likely to exist in its capacity as the independent market researcher.

4. MATERIAL CONTRACTS

Save as disclosed below, as at the LPD, neither the Company nor the Group have entered into any contracts which are or may be material (not being contracts entered into in the ordinary course of business of the Group) during the two (2) years immediately preceding the date of this Circular:

- (i) The Group had on 24 June 2014 entered into a Shares Sale Agreement with Pacifica Group Sdn Bhd to acquire 300,000 ordinary shares of RM1.00 each in GEGSB representing 100% of the issued and paid-up share capital of GEGSB for a total purchase consideration of RM7,000,000.00 to be satisfied via cash. The acquisition has not been completed as at the LPD;
- (ii) The Group had on 5 May 2014 entered into a Shares Sale Agreement with Digital Paper Sdn Bhd to acquire 153,000 ordinary shares of RM1.00 each in Digital Paper Solutions Sdn Bhd, representing 51% of the issued and paid-up share capital of Digital Paper Solutions Sdn Bhd for a purchase consideration of RM257,036.43 satisfied via cash. The acquisition was completed on 31 May 2014; and
- (iii) Deed Poll dated 27 May 2013 constituting 290,400,000 warrants.

FURTHER INFORMATION (Cont'd)

5. MATERIAL LITIGATION, CLAIMS OR ARBITRATION

As at the LPD, neither the Company nor the Group is engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and the Board does not have any knowledge of any proceeding, pending or threatened, against the Company or the Group or of any facts likely to give rise to any proceeding which may materially and adversely affect the financial position or business of the Group.

6. MATERIAL COMMITMENT

Save as disclosed below, as at the LPD, the Board is not aware of any material commitment incurred or known to be incurred by the Company or the Group, which may have material impact on the financial position of the Group:

(RM'000)

Total instalments payable for two 5-storey shop lots	5,951
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7. CONTINGENT LIABILITIES

Save as disclosed below, as at the LPD, the Board is not aware of any other contingent liabilities incurred or known to be incurred by the Company and/or the Group, which upon becoming enforceable, may have a material impact on the financial position of the Company and/or the Group:

	Group Level	
	As at the LPD	As at 31 December 2013
Secured	(RM'000)	(RM'000)
Bank guarantees issued in favour of third parties for projects secured by a subsidiary company	858	858
	Company Level	
	As at the LPD	As at 31 December 2013
Unsecured	(RM'000)	(RM'000)
Corporate guarantees issued to financial institution for credit facilities granted to a subsidiary company	5,650	-

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FURTHER INFORMATION (Cont'd)**8. DOCUMENTS AVAILABLE FOR INSPECTION**

Copies of the following documents are available for inspection at the registered office at Level 18, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Malaysia during normal business hours from 9.00 a.m. to 5.00 p.m. from Mondays to Fridays (excluding public holidays) for the period commencing from the date of this Circular up to and including the date of the forthcoming EGM:

- (i) the Memorandum and Articles of Association;
- (ii) the material contracts referred to in Section 4 above;
- (iii) the audited consolidated financial statements of the Group for the past two (2) FYE 31 December 2012 and 31 December 2013 as well as the latest unaudited consolidated quarterly results for the three (3)-month period ended 31 March 2014; and
- (iv) the letter of consent and conflict of interest as referred to in Section 2 and 3 above.

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DVM TECHNOLOGY BERHAD

(Company No. 609953-K)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of DVM Technology Berhad (“**DVM**” or the “**Company**”) will be convened at Dewan Tan Sri Hamzah, Royal Selangor Club, Kiara Sports Annexe, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 27 October 2014 at 10.30 a.m. for the purpose of considering and, if thought fit, passing the following resolutions with or without modifications:

ORDINARY RESOLUTION

PROPOSED DIVERSIFICATION OF THE BUSINESS OF DVM TO INCLUDE THE TRADING OF HOME APPLIANCES (“PROPOSED DIVERSIFICATION”)

“**THAT** for the purposes of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Listing Requirements**”) and all other purposes, the Shareholders hereby approve the Proposed Diversification.

THAT, subject to the Listing Requirements and the approval of all relevant authorities (if any) , the Company do hereby approve and authorise the Board of Directors of the Company (“**Board**”) to implement the Proposed Diversification **AND THAT** the Board be and are hereby authorised to do all such acts, deeds and things as are necessary to give full effect to the aforesaid Proposed Diversification with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities.

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME FROM “DVM TECHNOLOGY BERHAD” TO “KEY ALLIANCE GROUP BERHAD” (“PROPOSED CHANGE OF NAME”)

THAT the name of the Company be changed from DVM Technology Berhad to Key Alliance Group Berhad with effect from the date of issuance of the Certificate of Incorporation on the Change of Name by the Companies Commission of Malaysia.

BY ORDER OF THE BOARD

PANG KAH MAN (MIA 18831)

Company Secretary

Kuala Lumpur

3 October 2014

Notes:

- 1. Only depositors whose names appear in the Record of Depositors as at 20 October 2014 shall be regarded as members and be entitled to attend, speak and vote at the Meeting.*
- 2. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy or proxies to attend and vote on a show of hands or on a poll in his stead. There shall be no restriction as to the qualification of the proxy and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*

3. *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.*
4. *To be valid, the proxy form duly completed must be deposited at the registered office of the Company situated at 3-2, 3rd Mile Square, No. 151 Jalan Kelang Lama, Batu 3½, 58100 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the meeting provided that in the event the member(s) duly executes the proxy form but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/their proxy, provided always that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member(s).*
5. *A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Companies Act, 1965 are complied with.*
6. *Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.*
7. *If the appointer is a corporation, the proxy form must be executed under its common seal or under the hand of an officer or attorney duly authorised.*

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DVM TECHNOLOGY BERHAD (609953-K)
(Incorporated in Malaysia under the Companies Act, 1965)

PROXY FORM

I/We _____

of _____
(Full Address)

being (a) member(s) of DVM Technology Berhad hereby appoint(s) _____

of _____

or failing him/her, _____

of _____

as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be held at Dewan Tan Sri Hamzah, Royal Selangor Club, Kiara Sports Annexe, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 27 October 2014 at 10.30 a.m. and at any adjournment thereof.

Ordinary Resolution	FOR	AGAINST
Proposed Diversification		
Special Resolution	FOR	AGAINST
Proposed Change of Name		

Please indicate with an "X" in the appropriate box against the Resolutions above how you wish your proxy to vote. If no instruction is given, this form will be taken to authorise the proxy to vote at his/her discretion.

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:

	No. of Percentage	Percentage	Number of Shares Held
Proxy 1			
Proxy 2			
Total		100%	

Signature/ Common Seal of Shareholder(s)

Dated this _____ day of _____ 2014

Notes:

1. Only depositors whose names appear in the Record of Depositors as at 20 October 2014 shall be regarded as members and be entitled to attend, speak and vote at the Meeting.
2. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy or proxies to attend and vote on a show of hands or on a poll in his stead. There shall be no restriction as to the qualification of the proxy and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
3. 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.
4. To be valid, the proxy form duly completed must be deposited at the registered office of the Company situated at 3-2, 3rd Mile Square, No. 151 Jalan Kelang Lama, Batu 3½, 58100 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the meeting provided that in the event the member(s) duly executes the proxy form but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/their proxy, provided always that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member(s).
5. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Companies Act, 1965 are complied with.
6. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
7. If the appointer is a corporation, the proxy form must be executed under its common seal or under the hand of an officer or attorney duly authorised.



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AFFIX
STAMP

Company Secretary
DVM TECHNOLOGY BERHAD (Company No.609953-K)
3-2, 3rd Mile Square
No. 151 Jalan Kelang Lama
Batu 3 , 58100 Kuala Lumpur
Malaysia

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