



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-seventh Annual General Meeting of the Company will be held at Sunway Hotel Seberang Jaya, 11 Lebuhr Tenggiri Dua, Pusat Bandar Seberang Jaya, 13700 Prai, Penang on Wednesday, 26 November 2014 at 11.00 a.m. for the following purposes:

AGENDA

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the year ended 30 June 2014 and the Reports of the Directors and the Auditors thereon.
2. To approve the payment of Directors' fees of RM65,500 for the year ended 30 June 2014.
3. To consider and if thought fit, pass the following resolution pursuant to Section 129 of the Companies Act, 1965: "THAT Dato' Mohd. Junid Bin Mohd. Noor @ Md Noor, retiring pursuant to Section 129 of the Companies Act, 1965, be and is hereby re-appointed as a Director of the Company and to hold office until the next Annual General Meeting."
4. To re-elect the following Directors who retire in accordance with Article 79 of the Company's Articles of Association:
 - (i) Mr. Khor Say Beng
 - (ii) Mr. Khor Wan Keong

Mr. Wong Hoong Sam who shall also retire in accordance with Article 79 of the Company's Articles of Association, has decided not to seek re-election. Hence, he will retire at the conclusion of Thirty-seventh Annual General Meeting.
5. To re-appoint Messrs. Crowe Horwath as auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.
6. To transact any other business of which due notice shall have been given in accordance with the Companies Act 1965 and the Company's Articles of Association.

Resolution 1

Resolution 2

Resolution 3

Resolution 4

Resolution 5

By order of the Board
 ANG JOO SEONG (MIA 10160)
 KHOR LEE NEE (MAICSA 7025554)
 Company Secretaries

Penang
 30 October 2014

Notes:

1. A member of the Company who is entitled to attend and vote at this meeting is entitled to appoint a proxy, and in the case of a corporation, a duly authorised representative to attend and vote in his stead. A proxy may but need not be a member of the Company. The provisions of Section 149(1)(a), (b) and (c) of the Companies Act, 1965 shall not apply to the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or if such appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised. Where a member of the Company is an exempt authorised nominee which hold 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Act") which is exempted from compliance with the provisions of subsection 25A(1) of the Act.
3. A member who appoints more than one proxy shall specify the proportion of his shareholdings to be represented by each proxy.
4. The instrument appointing a proxy must be deposited at the Registered Office, 6428 Lorong Mak Mandin Tiga, Mak Mandin Industrial Estate, 13400 Butterworth, Penang not less than forty-eight (48) hours before the time fixed for holding this meeting or at any adjournment thereof.
5. A depositor whose name appears in the Record of Depositors of the Company as at 19 November 2014 shall be regarded as a member entitled to attend, speak and vote at the Thirty-seventh Annual General Meeting or to appoint a proxy to attend, speak and vote on his behalf.

STATEMENT ACCOMPANYING NOTICE OF 37TH ANNUAL GENERAL MEETING PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

As at date of this notice, there is no individual who is standing for election as Director (excluding the above Directors who are standing for re-election) at this forthcoming Annual General Meeting.

ASSESSMENT OF INDEPENDENCE OF RETIRING INDEPENDENT DIRECTOR

An assessment of independence of the retiring Independent Chairman, namely Dato' Mohd. Junid Bin Mohd. Noor @ Md Noor, had been conducted in May 2014. Please refer to the Statement on Corporate Governance (paragraph 3.1) for more details.