



**LUSTER INDUSTRIES BHD** (156148-P)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Luster Industries Bhd (“LUSTER” or “Company”) will be held at President 2, Level II, Park Avenue Hotel, E-1 Jalan Indah Dua, Taman Sejati Indah, 08000 Sungai Petani, Kedah Darul Aman on Friday, 12 December 2014 at 11.00 a.m. or at any adjournment thereof for the purpose of considering and if thought fit, passing with or without modifications the following ordinary resolution:-

**ORDINARY RESOLUTION**

**PROPOSED ACQUISITION THE REMAINING 40.87% EQUITY INTEREST IN EXZONE PLASTICS MANUFACTURERS SDN. BHD. (“EXZONE”) COMPRISING 2,575,000 ORDINARY SHARES OF RM1.00 EACH IN EXZONE, FOR A TOTAL PURCHASE CONSIDERATION OF RM3,000,000.00 IN CASH (“PROPOSED ACQUISITION”)**

THAT approval be and is hereby given to the Company to acquire the remaining 2,575,000 ordinary shares of RM1.00 each representing 40.87% of the issued and paid up capital of Exzone for a total cash consideration of Ringgit Malaysia Three Million (RM3,000,000.00) only subject to the terms and conditions as contained in the conditional Shares Sale and Purchase Agreement (“SSA”) dated 14 August 2014;

AND THAT the members do ratify and confirm the SSA;

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 on behalf of the Company, all such documents as they may deem necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Proposed Acquisition with full powers to assent to or make any condition, modification, variation and/or amendment thereto as the Directors may deem fit in connection with the Proposed Acquisition and in the best interest of the Company.

By Order of the Board of

**LUSTER INDUSTRIES BHD**

**CHEE WAI HONG (BC/C/1470)**

**Company Secretary**

Penang, 27 November 2014

Notes:

1. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company. A member shall be entitled to appoint up to (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) or more proxies, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
2. 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 the exempt authorised nominee may appoint in respect of each Omnibus Account its holds.

An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (“Central Depositories Act”) which is exempted from compliance with the provisions of subsection 25A(1) of Central Depositories Act.

3. The proxy form must be duly completed and deposited at the Registered Office of the Company, 51-13-A Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Penang not less than forty-eight (48) hours before the time appointed for holding the meeting.
4. If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
5. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to Article 80(3) of the Articles of Association of the Company and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors (“ROD”) as at 28 November 2014 and only a Depositor whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.