

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Twelfth Annual General Meeting of the Company will be held at Function Room 1, Level 2, Hotel Sri Petaling, 30, Jalan Amin Anum, Bandar Sri Petaling, 57000 Kuala Lumpur, Wilayah Persekutuan on Friday, 19 June 2015 at 10:00 a.m. for the following purposes:-

### AGENDA

#### ORDINARY BUSINESS

1. To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2014 together with the Reports of the Directors and Auditors thereon. *(Refer to Note 1)*
2. To approve the payment of Directors' fees amounting to RM183,355/- for the financial year ended 31 December 2014. **Ordinary Resolution 1**
3. To recommend the re-election of the following Directors who are retiring pursuant to Article 90 of the Company's Articles of Association at the forthcoming Twelfth Annual General Meeting of the Company and being eligible, have offered themselves for re-election:-
  - (a) Mr. Roy Thean Chong Yew **Ordinary Resolution 2**
  - (b) Mr. Goh Kok Boon **Ordinary Resolution 3**
  - (c) Mr. Hong Cheong Liang **Ordinary Resolution 4**
  - (d) Mr. Lee Choon Kwong **Ordinary Resolution 5**
4. To re-appoint Messrs. Moore Stephens Associates & Co. under Messrs. Moore Stephens Associates PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Board of Directors of the Company to determine their remuneration. **Ordinary Resolution 6**

#### Special Business

To consider and, if thought fit, to pass the following as Ordinary and Special Resolutions:-

5. **Ordinary Resolution**  
**- Authority to Issue Shares Pursuant to Section 132D of the Companies Act, 1965** **Ordinary Resolution 7**

"**THAT** subject always to the Companies Act, 1965, the Articles of Association of the Company and the approvals from the relevant governmental and/or regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby empowered, pursuant to Section 132D of the Companies Act, 1965, to issue shares in the Company from time to time and upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors of the Company may in their absolute discretion deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total issued share capital of the Company for the time being **AND THAT** such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.

**AND THAT** the Directors of the Company, whether solely or jointly, be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the ACE Market of Bursa Malaysia Securities Berhad **AND** be hereby authorised to do all such acts and things including executing all relevant documents as he/they may consider expedient or necessary to complete and give full effect to the abovesaid mandate."

6. **SPECIAL RESOLUTION**  
**- PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY** **Special Resolution**

"**THAT** the Proposed Amendments to the Articles of Association of the Company as set out in the Circular to Shareholders dated 27 May 2015 be and are hereby approved **AND THAT** the Directors and Secretaries of the Company be and are hereby authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the Proposed Amendments to the Articles of Association of the Company."

#### BY ORDER OF THE BOARD

**CHUA SIEW CHUAN (MAICSA 0777689)**  
**CHENG CHIA PING (MAICSA 1032514)**  
Company Secretaries

Kuala Lumpur  
27 May 2015

#### Explanatory Note to Special Business

1. Ordinary Resolution 7 - Authority to Issue Shares Pursuant to Section 132D of the Companies Act, 1965

The Ordinary Resolution 7 proposed under agenda item 5 above is a renewal of the general mandate for issuance of new ordinary shares pursuant to Section 132D of the Companies Act, 1965, which was granted by the shareholders at the last Annual General Meeting.

The Company had been granted a general mandate by its shareholders at the last Annual General Meeting of the Company held on 29 May 2014 to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of shares issued does not exceed ten per centum (10%) of the issued share capital of the Company (hereinafter referred to as the "**Previous Mandate**").

Pursuant to the Previous Mandate, the Company has undertaken a private placement exercise where a total of 34,358,500 new ordinary shares of RM0.10 each have been issued at the issued price of RM0.168 and RM0.133 per placement share. The said exercise has been deemed completed with the listing of and quotation for the same on the ACE Market of Bursa Malaysia Securities Berhad on 4 November 2014.

The total proceeds raised from the said private placement exercise was RM5,161,282.

The details of utilisation of the proceeds from the abovementioned private placement exercise were as follows:-

Particulars	Status of Utilisation	Amount Utilised RM'000	Amount Unutilised RM'000
Increased in the paid-up capital for Rapid Conn (Shenzhen) Co. Ltd.	Partial	2,350	610
Acquisition of 51% equity interests in MyGenBizz Berhad *	Completed	900	-
Administrative expenses of other companies under the Connect Group of Companies	Partial	972	110
Private placement expenses	Completed	220	-
<b>Total:</b>		<b>4,442</b>	<b>720</b>

\* CCHB has disposed of its entire equity interest held in MyGenBizz Berhad in May 2015. The details are mentioned in the Corporate Information section of this Annual Report.

The proposed Ordinary Resolution 7, if passed, will give the Directors of the Company, from the date of the above Meeting, the authority to issue and allot ordinary shares from the unissued share capital of the Company up to an amount not exceeding in total ten per centum (10%) of the total issued share capital of the Company for the time being for such purposes as the Directors of the Company consider would be in the best interest of the Company. There will be no adverse effect on the share price in such cases, as the new issuance would not be priced at a discount of more than ten per centum (10%) of the weighted average market price for five (5) market days before the price-fixing date. This authority will, unless revoked or varied at a general meeting, expire at the conclusion of the next Annual General Meeting of the Company.

The authority will provide the Directors certain flexibilities when the need arises to issue additional shares for any possible fund raising activities, including but not limited to funding future investment projects, working capital and/or acquisitions and, in addition to enhancing efficiency in implementing the same, it will reduce the time and cost that would be involved in seeking shareholders' approval at a general meeting convened solely for such issuance of shares.

2. **Special Resolution - Proposed Amendments to the Articles of Association of the Company ("Proposed Amendments")**

The Proposed Amendments are to streamline the Articles of Association of the Company, to be aligned with the various amendments to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad which took effect on 3 January 2012.

#### Notes:

1. This agenda item is formal for discussion only, as the provision of Section 169(1) of the Companies Act, 1965 does not require a formal approval of the shareholders for the Audited Financial Statements. Therefore, this agenda item is not put forward for voting.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 12 June 2015 ("**General Meeting Record of Depositors**") shall be eligible to attend the Meeting.
3. A member entitled to attend and vote at the Meeting is entitled to appoint at least one (1) and up to three (3) proxies to attend and vote in his stead. Where a member appoints two (2) or more proxies, the appointment shall be invalid unless he or she specifies the proportion of his or her holdings to be represented by each proxy.
4. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer or attorney duly authorised.
6. Where a member is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991, 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.
7. 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.
8. 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 that power or authority, shall be deposited at the Company's Registered Office located at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, not less than 48 hours before the time for holding the Meeting or at any adjournment thereof.

#### Abstention from Voting

9. All the Directors who are shareholders of the Company and entitled to Directors' fees will abstain from voting on **Ordinary Resolution 1** concerning Directors' fees at the Annual General Meeting.