



## CAB CAKARAN CORPORATION BERHAD

(Company No.: 583661-W)

(Incorporated in Malaysia under the Companies Act, 1965)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of CAB Cakaran Corporation Berhad ("CAB" or the "Company") will be held at the Conference Room, Third Floor, CAB Cakaran Corporation Berhad, Plot 21 Lorong Jelawat 4, Seberang Jaya Industrial Park, 13700 Perai, Penang on Wednesday, 23 March 2016 at 11.00 a.m. or immediately following the conclusion or adjournment of the Fourteenth Annual General Meeting of the Company scheduled to be held at the same venue and on the same date at 10.00 a.m., whichever is later, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:-

#### ORDINARY RESOLUTION

**PROPOSED PRIVATE PLACEMENT OF 15,064,400 ORDINARY SHARES OF RM0.50 EACH IN CAB ("PLACEMENT SHARE(S)"), REPRESENTING APPROXIMATELY 9.85% OF THE EXISTING ISSUED AND PAID-UP SHARE CAPITAL OF CAB (EXCLUDING TREASURY SHARES), AT AN ISSUE PRICE OF RM2.07 PER PLACEMENT SHARE ("PROPOSED PRIVATE PLACEMENT")**

**"THAT**, subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to the Board of Directors of CAB ("Board") to allot and issue 15,064,400 new ordinary shares of CAB ("Placement Share(s)") to Plant Wealth Holdings Limited ("Plant Wealth").

The Placement Shares shall be issued at an issue price of RM2.07 per Placement Share, after taking into consideration the prevailing market price, liquidity of the Company's Shares and the future prospects of the Company.

**THAT** the proceeds of the Proposed Private Placement be utilised for the purposes as set out in the circular to shareholders of the Company dated 8 March 2016 ("Circular"), and the Directors be authorised with full powers to vary the manner and/ or purpose of utilisation of such proceeds in such manner as the Directors may deem fit, necessary and/ or expedient, subject to the approval of the relevant authorities, where required.

**THAT** such Placement Shares will, upon allotment and issuance, rank *pari passu* in all respects with the existing CAB Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/ or other forms of distribution that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the said Placement Shares.

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Private Placement with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps to enter into all such agreement, arrangement, undertaking, indemnities, transfer, assignment and guarantee with any party or parties and to do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Private Placement."

#### By Order of the Board

**Chew Siew Cheng (MAICSA 7019191)**

**Gunn Chit Geok (MAICSA 0673097)**

Company Secretaries

Penang

8 March 2016

#### Notes:-

1. A Member of the Company entitled to attend and vote is entitled to appoint up to two (2) proxies to attend, speak and vote in his place. A proxy may but need not be a Member and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company. If a Member appoints up to two (2) 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 authorised nominee as defined in the Securities Industry (Central Depositors) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
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 (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.
4. The instrument appointing the proxy shall be in writing, executed by or on behalf of the appointer. In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
5. The instrument appointing a proxy must be deposited at the Registered Office at Suite 12-02, 12th Floor, Menara Zurich, 170 Jalan Argyll, 10050 Penang at least 48 hours before the time for holding the Meeting or any adjournments thereof.
6. Only members registered in the Record of Depositors as at 16 March 2016 shall be eligible to attend the meeting or appoint a proxy to attend, speak and vote on his behalf.