

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Seventh Annual General Meeting of the Company will be held at Room 1, Level 1, Vistana Hotel, 213, Jalan Bukit Gambir, Bukit Jambul, 11950 Penang on Monday, 27 June 2016 at 2.00 p.m. for the following purposes:-

AGENDA

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| <p>1. To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2015 together with the Reports of the Directors and Auditors thereon.</p> | <p>Please refer to Note A</p> |
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- As Ordinary Business**
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| <p>2. To approve the payment of Directors' fees of RM12,000 in respect of the financial year ended 31 December 2015.</p> <p>3. To re-elect Dato' Ooi Kee Liang who retires in accordance with Article 83 of the Articles of Association of the Company, and who, being eligible, has offered himself for re-election.</p> <p>4. To re-elect Encik Shahfie Bin Ahmad who retires in accordance with Article 83 of the Articles of Association of the Company, and who, being eligible, has offered himself for re-election.</p> <p>5. To re-appoint Messrs UHY as Auditors of the Company and to authorise the Directors to fix their remuneration.</p> | <p>Ordinary Resolution 1</p> <p>Ordinary Resolution 2</p> <p>Ordinary Resolution 3</p> <p>Ordinary Resolution 4</p> |
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As Special Business

To consider and if thought fit, to pass with or without modifications the following resolutions:-

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| <p>6. Authority to Issue Shares</p> <p>"THAT pursuant to Section 132D of the Companies Act, 1965, the Articles of Association of the Company and approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant governmental/regulatory authorities where such authority shall be necessary, the Board of Directors be and is hereby authorised to issue and allot shares in the Company from time to time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Board of Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued shall not exceed ten per centum (10%) of the issued and paid-up share capital (excluding treasury shares) of the Company for the time being, and that the Board of Directors be and is also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities."</p> <p>7. Proposed Amendments to the Articles of Association</p> <p>"THAT the proposed amendments to the Articles of Association of the Company as contained in the Appendix I attached to the 2015 Annual Report be hereby approved."</p> <p>8. To transact any other business of which due notice shall have been given in accordance with the Companies Act, 1965.</p> | <p>Ordinary Resolution 5</p> <p>Special Resolution</p> |
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By Order of the Board

CHEW SIEW CHENG (MAICSA 7019191)

GUNN CHIT GEOK (MAICSA 0673097)

Company Secretaries

Date: 29 April 2016

Penang

Note A

This Agenda item is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965 does not require a formal approval of the shareholders and hence is not put forward for voting.

Notes :

- A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies (but not more than two) to attend and vote instead of him. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Act shall not apply to the Company. Where a member appoints two proxies to attend the same meeting, the member shall specify the proportion of his shareholding to be represented by each proxy, failing which the appointment shall be invalid.
- The instrument appointing a proxy shall be in writing under the hand of appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- Where a member of the Company is an authorised nominee as defined under the Central Depositories Act, it shall be entitled to appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
Where a member of the Company is an exempt authorised nominee (an authorised nominee which is exempted from compliance with the provision of Section 25A(1) of the Central Depositories Act) 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.
Where an authorised nominee or an exempt authorised nominee appoints proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- The instrument appointing a proxy shall be deposited at the Registered Office of the Company, Suite 12-02, 12th Floor, Menara Zurich, 170, Jalan Argyll, 10500 Penang not less than forty-eight (48) hours before the time appointed for holding the meeting.
- Depositors whose names appear in the Record of Depositors as at 20 June 2016 shall be entitled to attend and vote at the general meeting, or appoint a proxy to attend, speak and vote on his behalf.

Explanatory Notes on Special Business

- Authority to Issue Shares**
This new Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to placing of shares, for the purpose of funding further investment project(s), working capital and/or acquisition.
This proposed Ordinary Resolution 5, if passed, will empower the Directors of the Company to issue and allot shares in the Company up to an amount not exceeding 10% of the total issued capital (excluding treasury shares) of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This Authority will, unless revoked or varied by the Company in general meeting, will expire at the next Annual General Meeting of the Company.
- Proposed Amendments to the Articles of Association**
This proposed Special Resolution, if passed, will give authority to the Company to amend its Articles of Association to be aligned with the amendments to the Main Market Listing Requirement of Bursa Securities.

Appendix 1

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

ARTICLE	EXISTING PROVISION	AMENDED PROVISION
137	The Directors shall from time to time in accordance with Section 169 of the Act, cause to be prepared and laid before the Company in general meeting, such profit and loss accounts, balance sheets and reports as are referred to in the Section. The interval between the close of a financial year of the Company and the issue of the annual audited accounts, the directors' and auditors' reports shall not exceed four (4) months. A copy of each such document which may be in printed form or in CD-ROM form or in such other form of electronic media shall not less than twenty-one (21) days before the date of the meeting (or such shorter period as may be agreed in any year of the receipt of notice of the meeting pursuant to Article 155), be sent to every Member of, and to every holder of debentures of the Company under the provisions of the Act or of these Articles. The requisite number of copies of each such document as may be required by the Exchange upon which the Company's shares may be listed, shall at the same time be likewise sent to the Exchange provided that this Article shall not require a copy of these documents to be sent to any person of whose address the Company is not aware but any Member to whom a copy of these documents has not been sent shall be entitled to receive a copy, free of charge on application at the Company's Office.	The Directors shall from time to time in accordance with Section 169 of the Act, cause to be prepared and laid before the Company in general meeting such profit and loss accounts, balance sheets and reports as are referred to in the Section. A copy of each such document which may be in printed form or in CD-ROM form or in such other form of electronic media shall not less than twenty-one (21) days before the date of the meeting (or such shorter period as may be agreed in any year of the receipt of notice of the meeting pursuant to Article 155), be sent to every Member of, and to every holder of debentures of the Company under the provisions of the Act or of these Articles. The requisite number of copies of each such document as may be required by the Exchange upon which the Company's shares may be listed, shall at the same time be likewise sent to the Exchange provided that this Article shall not require a copy of these documents to be sent to any person of whose address the Company is not aware but any Member to whom a copy of these documents has not been sent shall be entitled to receive a copy, free of charge on application at the Company's Office.