

JKG LAND BERHAD
(formerly known as KELADI MAJU BERHAD)
(Company No. : 154232-K) (Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirtieth Annual General Meeting (“30th AGM”) of the shareholders of the Company will be held at Bukit Kiara Equestrian and Country Resort, Dewan Perdana, 1st Floor, Sports Complex, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur, Malaysia on Tuesday, 28 June 2016 at 10.30 a.m. for the purpose of considering and, if thought fit, passing the following resolutions:-

AGENDA

1. To lay before the meeting the Audited Financial Statements of the Group and the Company for the financial year ended 31 January 2016 together with the Reports of the Directors and Auditors thereon. **Please refer Explanatory Note A**
2. To approve the payment of a first and final dividend of 3% per ordinary share of RM0.10 each under single tier system in respect of the financial year ended 31 January 2016. **Ordinary Resolution 1**
3. To approve the payment of Directors’ fees of RM212,000 in respect of the financial year ended 31 January 2016, an increase of RM164,000 from the financial year ended 31 January 2015. **Ordinary Resolution 2**
4. (i) To re-elect the following Directors retiring in accordance with Article 85 of the Company’s Articles of Association:-
(a) Encik Mohtar Bin Abdullah **Ordinary Resolution 3(a)**
(b) Mr Lee Yu-Jin **Ordinary Resolution 3(b)**
- (ii) To re-elect Dato’ Teh Kean Ming, a Director retiring in accordance with Article 92 of the Company’s Articles of Association. **Ordinary Resolution 3(c)**
- (iii) To re-appoint the following Directors pursuant to Section 129(6) of the Companies Act, 1965 and to hold office until the conclusion of the next Annual General Meeting of the Company:-
(a) Tan Sri Dato’ Tan Hua Choon **Ordinary Resolution 3(d)**
(b) Dato’ Ismail Bin Hamzah **Ordinary Resolution 3(e)**
5. To re-appoint Messrs KPMG as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 4**
6. To transact any other business of which due notice shall have been given in accordance with the Companies Act, 1965.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT subject to the approval of the shareholders at the 30th AGM, a first and final dividend of 3% per ordinary share of RM0.10 each under single tier system will be paid on 25 August 2016 to depositors registered in the Record of Depositors of the Company as at 8 August 2016.

A depositor shall qualify for entitlement only in respect of:-

- a. Securities transferred into the Depositor’s Securities Account before 4.00 p.m. on 8 August 2016 in respect of ordinary transfers; and

- b. Securities bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

Lim Lai Sam (MAICSA NO. 0877479)
Lim Geok Heok (MACS NO. 00951)
Ho Sok Leng (MAICSA NO. 7043167)
Secretaries

Kuala Lumpur
31 May 2016

Notes:

1. A member entitled to attend and vote at the Annual General 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 Companies Act, 1965 shall not apply to the Company. Where a member appoints two (2) 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.
2. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, 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 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 more than one proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

3. 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 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.
4. The Proxy Form shall be deposited with the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

5. Depositors whose names appear in the Record of Depositors on a date not less than three (3) market days before the Annual General Meeting shall be entitled to attend and vote at the Annual General Meeting or appoint a proxy to attend, speak and vote on his behalf.

Explanatory Note A

This Agenda item is meant for discussion only. Under the provisions of Section 169(1) of the Companies Act, 1965, the audited financial statements do not require formal approval of shareholders and hence, the matter will not be put forward for voting.