



KOMARKCORP BERHAD

(Company No. 374265-A) (Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Komarkcorp Berhad ("Komark" or the "Company") will be held at Parameswara Hall, Philea Mines Beach Resort, Jalan Dulang, Mines Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan on Monday, 18 July 2016 at 10.00 a.m., for the purpose of considering and if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY KOMARK OF ITS ENTIRE EQUITY INTEREST IN KOMARK INVESTMENT HOLDINGS LIMITED ("KOMARK BVI"), A WHOLLY-OWNED SUBSIDIARY COMPANY OF KOMARK, INCLUDING ITS WHOLLY-OWNED SUBSIDIARY COMPANIES, NAMED SHANGHAI KOMARK LABELS & LABELLING CO., LTD. ("SHANGHAI KOMARK") AND GUANGZHOU KOMARK LABELS & LABELLING CO., LTD. ("GUANGZHOU KOMARK"), TO LAGORA HK LIMITED FOR AN INDICATIVE DISPOSAL CONSIDERATION OF RM48,000,000 TO BE SATISFIED ENTIRELY VIA CASH ("PROPOSED DISPOSAL")

"**THAT**, subject to all approvals of relevant authority and/ or parties being obtained, the Board of Directors of Komark ("Board") be and is hereby authorised to dispose of its entire equity interest of 8,308,726 ordinary shares of USD1.00 each in Komark BVI, a wholly-owned subsidiary company of Komark, including its wholly-owned subsidiary companies, namely Shanghai Komark and Guangzhou Komark, to Lagora HK Limited ("Purchaser") for an indicative disposal consideration of RM48,000,000 to be satisfied entirely via cash, in accordance with the terms and conditions of the conditional share purchase agreement dated 28 April 2016 entered into between Komark and the Purchaser;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the aforesaid Proposed Disposal 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 in any manner as they may deem necessary or expedient in the best interest of the Company."

By Order of the Board

TAI YIT CHAN (MAICSA 7009143)
CHAN YOKE PENG (MAICSA 7053966)
Company Secretaries

Selangor Darul Ehsan
1 July 2016

Notes:-

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. 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. There shall be no restriction as to the qualification of the proxy.
2. A member may appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
3. Where a member of the Company is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991, 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 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 Common Seal or under the hand of the attorney.
5. The instrument appointing a proxy, with the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power or authority, must be deposited at the Registered Office of the Company at Lot 6.05, Level 6, KPMG Tower, 8 First Avenue, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time set for holding the meeting or any adjournment thereof.
6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 11 July 2016 (General Meeting Record of Depositors) shall be eligible to attend, speak and/ or vote at the meeting or appoint proxy(ies) to attend, speak and/ or vote on his behalf.

Personal data privacy:-

By submitting an instrument appointing a proxy(ies) and/ or representative(s) to attend, speak and vote at the EGM, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM, and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/ or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/ or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/ or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/ or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.