



# GPA HOLDINGS BERHAD

(Company No. 493897-V) (Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Seventeenth Annual General Meeting of the shareholders of the Company will be held at Bukit Kiara Equestrian and Country Resort, Dewan Berjaya, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur, Malaysia on Monday, 19 September 2016 at 10.00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions: -

### AGENDA

1. To receive the Audited Financial Statements of the Group and the Company for the financial year ended 31 March 2016 together with the reports of the Directors and Auditors thereon.
2. To approve the payment of Directors' fees of RM102,000 in respect of the financial year ended 31 March 2016.
3. To re-elect the following Directors retiring in accordance with Article 83 of the Company's Articles of Association :-  
(a) Mr Gan Lock Yong @ Gan Choon Hur  
(b) En Abdul Rasip bin Haron
4. To re-appoint Messrs PKF as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.
5. To transact any other business for which due notice shall have been given in accordance with the Companies Act, 1965.

**Ordinary Resolution 1**

**Ordinary Resolution 2(a)**

**Ordinary Resolution 2(b)**

**Ordinary Resolution 3**

By Order of the Board  
Lim Lai Sam (MAICSA No. 0877479)  
Chong Siew Duan (MAICSA No. 7019353)  
Secretaries

Kuala Lumpur  
29 July 2016

### Notes:

1. 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(s) shall be invalid.
2. 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 provisions 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.
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 Registrars, Tricor Investor & Issuing House Services Sdn Bhd (formerly known as Tricor Investor Services Sdn Bhd) at Unit 32-01, Level 32, Tower A, Vertical Business Suite, 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 general meeting shall be entitled to attend and vote at the general meeting, or appoint a proxy to attend, speak and vote on his behalf.