

SILVER RIDGE HOLDINGS BHD

(Company No.: 667785-W)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of Silver Ridge Holdings Bhd (“SRHB” or the “Company”) will be held at Boardroom, 4 & 6, Jalan 28/70A, Desa Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan on Thursday, 8 September 2016 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolutions:

SPECIAL RESOLUTION 1

PROPOSED REDUCTION OF THE ISSUED AND PAID-UP SHARE CAPITAL OF SRHB VIA THE CANCELLATION OF RM0.05 OF THE PAR VALUE OF EVERY EXISTING ORDINARY SHARE OF RM0.10 EACH TO RM0.05 EACH IN SRHB PURSUANT TO SECTION 64 OF THE COMPANIES ACT, 1965 (“ACT”) (“PROPOSED PAR VALUE REDUCTION”)

“THAT subject to the confirmation of the High Court of Malaya (“Court”) pursuant to Section 64 of the Act, the passing of the Special Resolution 2 and approvals being obtained from the relevant authorities and parties, approval be and is hereby given to the Directors of the Company to reduce the issued and paid-up share capital of SRHB from RM12,100,000 divided into 121,000,000 ordinary shares of RM0.10 each to RM6,050,000 divided into 121,000,000 ordinary shares of RM0.05 each by the cancellation of RM0.05 from the existing par value of RM0.10 of each SRHB share;

AND THAT the credit arising therefrom shall be applied towards eliminating the accumulated losses of the Company as at the effective date of the Proposed Par Value Reduction and the balance arising thereafter will be credited to the retained earnings account of the Company which may be utilised in such manner as the Board of Directors of the Company (“Board”) deems fit and as permitted by relevant and applicable laws in Malaysia;

AND THAT any Director of the Company be and is hereby authorised with full powers to take all such steps as they may deem necessary to:

- (i) assent to any conditions, modifications, variations as may be imposed or permitted by the relevant authorities and/or the Court;
- (ii) lodge an office copy of the order of the Court referred to in this Special Resolution 1 with the Companies Commission of Malaysia on such date the Directors may determine; and

do all such acts, deeds and/or things and execute, sign and deliver all documents for and on behalf of the Company incidental and/or as may be required or as they consider necessary and expedient in the best interest of the Company, to give full effect to and complete the Proposed Par Value Reduction.”

SPECIAL RESOLUTION 2

PROPOSED AMENDMENT TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY (“PROPOSED AMENDMENT”)

“THAT, subject to the passing of the Special Resolution 1 above, the Memorandum of Association of the Company be amended by deleting the existing Clause 6 of the Memorandum of Association of the Company in its entirety and replace with the following new Clause 6:

Memorandum of Association

Existing	Proposed amendment
<p><u>Clause 6</u> The capital of the Company is RM25,000,000.00 divided into 250,000,000 shares of RM0.10 each. The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividend, capital, voting or otherwise.</p>	<p><u>Clause 6</u> The capital of the Company is RM25,000,000.00 divided into 500,000,000 shares of RM0.05 each. The shares in the original or any increased capital may be divided into several classes and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividend, capital, voting or otherwise.</p>

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things and execute all necessary documents with full power to make any modifications, variations and/or amendments in any manner as may be in the best interest of the Company or as may be required by the relevant authorities and to take all steps as they may deem necessary and expedient in order to implement, finalise and give full effect to the Proposed Amendment.”

BY ORDER OF THE BOARD

LEONG SUE CHING (MAICSA 7040814)

Company Secretary
Kuala Lumpur

17 August 2016

Notes:

- (1) A member of the Company entitled to attend and vote at the EGM is entitled to appoint up to two (2) proxies to attend and vote at the meeting. Where a member of the Company appoints two (2) proxies, the appointments shall be invalid unless he or she specifies the proportion of his or her holdings to be represented by each proxy.
- (2) A proxy may but need not be a member of the Company and the provisions in paragraphs (a) and (b) of Section 149(1) of the Act shall not apply to the Company.
- (3) When a member is an Exempt Authorised Nominee which holds ordinary 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 (in the common or usual form) under the hand of the appointor or his attorney duly authorized in writing or, if the appointor is a corporation, under its Common Seal or under the hand of an officer or attorney duly authorized.
- (5) The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority must be deposited at the Company’s Registered Office at No.9A, Jalan Medan Tuanku, Medan Tuanku, 50300 Kuala Lumpur, Wilayah Persekutuan, Malaysia, not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid.
- (6) In respect of deposited securities, only members whose names appear on the Record of Depositors on 2 September 2016 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.
- (7) All resolutions as set out in this notice of EGM are to be voted by poll.