



KRONOLOGI ASIA BERHAD
(Company No. 1067697-K)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Kronologi Asia Berhad ("KAB" or "Company") will be held at Tactic 5, Level 3, Aloft Kuala Lumpur Sentral, No. 5, Jalan Stesen Sentral, Kuala Lumpur Sentral, 50470 Kuala Lumpur on Monday, 26 September 2016 at 2.00 p.m., for the purpose of considering and if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION OF THE REMAINING 80% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF QUANTUM STORAGE (INDIA) PTE. LTD. ("QSI"), COMPRISING 1,120,000 ORDINARY SHARES IN QSI ("QSI SHARES") ("SALE SHARES") CURRENTLY HELD BY QUANTUM STORAGE (INDIA) LIMITED ("THE VENDOR"), FOR A PURCHASE CONSIDERATION OF UP TO RM26,000,000, TO BE SATISFIED VIA A COMBINATION OF THE ISSUANCE OF UP TO 55,641,420 NEW ORDINARY SHARES OF RM0.10 EACH IN KAB ("KAB SHARES") ("CONSIDERATION SHARES") AT THE ISSUE PRICE OF RM0.1941 PER CONSIDERATION SHARE AND CASH PAYMENT OF UP TO RM15,200,000 ("PROPOSED ACQUISITION")

"THAT, subject to the passing of Ordinary Resolution 2 and Special Resolution, and the relevant conditions precedent as stipulated in the conditional sale and purchase agreement entered into on 22 July 2016 between KAB and the Vendor ("SPA") for the Proposed Acquisition being met or waived (as the case may be), approval be and is hereby given for the Company to acquire from the Vendor, 1,120,000 Sale Shares, representing 80% of the issued and paid-up share capital of QSI for a total purchase consideration of up to RM26,000,000 to be satisfied via a combination of the issuance of up to 55,641,420 new Consideration Shares at the issue price of RM0.1941 per Consideration Share ("Issue Price") and cash payment of up to RM15,200,000 in accordance to the terms and conditions of the SPA and the supplemental SPA entered into between KAB and the Vendor on 30 August 2016 ("Supplemental SPA") including any modifications, variations, amendments and additions thereto from time to time, pursuant to which the Vendor shall transfer the Sale Shares to KAB's wholly-owned subsidiary, Quantum Storage (South Asia) Pte. Ltd.;

THAT, the Board of Directors of the Company ("Board") be and is hereby authorised to allot and issue from time to time such number of new Consideration Shares as may be required to be issued to the Vendor and/or its nominees pursuant to the terms and conditions of the SPA and the Supplemental SPA AND THAT approval be and is hereby given to the Board to determine and vary if it deemed fit, necessary and/or expedient, the Issue Price in accordance with the provisions of the SPA and the Supplemental SPA;

THAT the Consideration Shares, when allotted and issued, shall rank in all respects *pari passu* with the existing issued KAB Shares as at the date they are being allotted and issued, save and except that the Consideration Shares shall not be entitled to any dividends, rights, payments and/or other distributions that may be declared, made or paid to the shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of the Consideration Shares;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as they may deem necessary, expedient and/or appropriate to implement and give full effect to and complete the Proposed Acquisition with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any other relevant authorities in connection with the Proposed Acquisition."

ORDINARY RESOLUTION 2

PROPOSED INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY FROM RM25,000,000 COMPRISING 250,000,000 ORDINARY SHARES OF RM0.10 EACH TO RM50,000,000 COMPRISING 500,000,000 ORDINARY SHARES OF RM0.10 EACH IN THE COMPANY ("PROPOSED INCREASE IN AUTHORISED SHARE CAPITAL")

"THAT subject to the passing of the Special Resolution, the authorised share capital of the Company be increased from RM25,000,000 divided into 250,000,000 ordinary shares of RM0.10 each to RM50,000,000 divided into 500,000,000 ordinary shares of RM0.10 each by the creation of 250,000,000 new ordinary shares of RM0.10 each and such new shares shall rank *pari passu* in all respects with the then existing ordinary shares in the capital of the Company."

SPECIAL RESOLUTION

PROPOSED AMENDMENT TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY ("PROPOSED AMENDMENT")

"THAT subject to the passing of Ordinary Resolution 2, approval be and is hereby given to the Company to alter, modify, vary and delete the Memorandum of Association of the Company in the following manner:

Existing	Proposed amendment
<p>Clause 6</p> <p>The authorised share capital of the Company is RM25,000,000.00 Malaysian Currency divided into 250,000,000 ordinary 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 dividends, capital, voting or otherwise.</p>	<p>Clause 6</p> <p>The authorised share capital of the Company is RM50,000,000.00 Malaysian Currency divided into 500,000,000 ordinary 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 dividends, capital, voting or otherwise.</p>

AND THAT the Board be and is hereby authorised to do or procure to be done all acts, deeds and things and execute, sign and deliver on behalf of the Company, all such documents as it may deem necessary, expedient and/or appropriate to implement, and give full effect to the Proposed Amendment with full powers to assent to any term, condition, modification, variation and/or amendment as the Board may deem fit, necessary, expedient, appropriate and/or as may be required by any relevant authorities in connection with the Proposed Amendment."

By Order of the Board

TEA SOR HUA (MACS 01324)
YONG YEN LING (MAICSA 7044771)
Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
Date: 2 September 2016

Notes:

- A shareholder who is entitled to attend and vote at the meeting shall be entitled to appoint up to two (2) proxies to attend and vote at the meeting in his stead. Where a shareholder appoints two (2) proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
- For the purpose of determining a member who shall be entitled to attend the meeting, the Company will be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 62 of the Company's Articles of Association to issue a General Meeting Record of Depositors as at 19 September 2016. Only members whose names appear on the Record of Depositors as at 19 September 2016 shall be regarded as members entitled to attend, speak and vote at the meeting.
- A proxy may but need not be a member of the Company and the provisions of Sections 149(1)(a) and (b) of the Companies Act, 1965 shall not apply to the Company. A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the meeting.
- 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 seal or under the hand of an officer or an attorney duly authorised.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may 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 (1) 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- To be valid, the instrument appointing a proxy must be deposited at the Registered Office of the Company at Third Floor, No. 79 (Room A), Jalan SS21/60, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.