



KESM INDUSTRIES BERHAD

(Company No. 13022-A)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 45th Annual General Meeting of the Company will be held at Spectrum, Level 3A, CONNEXION @ NEXUS, No. 7 Jalan Kerinchi, Bangsar South City, 59200 Kuala Lumpur, Malaysia on Wednesday, 4 January 2017 at 10.30 a.m. for the following purposes: -

AGENDA

AS ORDINARY BUSINESS

- To receive the audited financial statements for the financial year ended 31 July 2016 together with the reports of the Directors and of the Auditors thereon.
- To declare a final tax exempt dividend of 3 sen per share in respect of the financial year ended 31 July 2016. Resolution 1
- To approve payment of Directors' fees in respect of the financial year ended 31 July 2016. Resolution 2
- To re-elect the following Directors who are retiring pursuant to Article 80 of the Company's Articles of Association and being eligible, have offered themselves for re-election: -
 - Kenneth Tan Teoh Khoon Resolution 3
 - Lim Mee Ing Resolution 4
- To re-appoint Messrs Ernst & Young as the Company's Auditors and to authorise the Board of Directors to fix their remuneration. Resolution 5
- To transact any other business which may be properly transacted at an Annual General Meeting, due notice of which shall have been previously given in accordance with the Companies Act, 1965 and the Company's Articles of Association.

BY ORDER OF THE BOARD

LEONG OI WAH (MAICSA 7023802)

Company Secretary

Petaling Jaya
26 October 2016

Notes: -

- A member entitled to attend and vote at the Annual General Meeting is entitled to appoint proxy/proxies who may but need not be member/members of the Company to attend and vote in his/her stead and Section 149(1)(b) of the Companies Act, 1965 shall not apply.
- When a member appoints two or more proxies the appointments shall be invalid unless he/she specifies the proportions of his/ her holdings to be represented by each proxy.
- The instrument appointing proxy/proxies shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing proxy/proxies must be deposited at the Registered Office at 802, 8th Floor, Block C, Kelana Square, 17 Jalan SS7/26, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia, at least forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof.
- Depositors whose name appear in the Record of Depositors on 28 December 2016 shall be regarded as member of the Company entitled to attend the 45th Annual General Meeting or appoint proxy/proxies to attend and vote on his/her behalf.

NOTICE OF DIVIDEND ENTITLEMENT

NOTICE IS HEREBY GIVEN that the final tax exempt dividend of 3 sen per share in respect of the financial year ended 31 July 2016, if approved at the forthcoming Annual General Meeting, will be paid on 26 January 2017 to Depositors registered in the Record of Depositors on 10 January 2017. A Depositor shall qualify for entitlement only in respect of:

- shares transferred into the Depositor's securities accounts before 4.00 p.m. on 10 January 2017, in respect of ordinary transfers; and
- shares bought on Bursa Malaysia Securities Berhad ("Bursa Securities") on a cum entitlement basis according to the Rules of Bursa Securities.

BY ORDER OF THE BOARD

LEONG OI WAH (MAICSA 7023802)

Company Secretary

Petaling Jaya
26 October 2016