



## JAG BERHAD

(Company No. 439230-A)

(Incorporated in Malaysia under the Companies Act, 1965)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting ("**EGM**") of JAG Berhad ("**JAG**" or the "**Company**") will be held at Permai 1, 1st Floor, Kota Permai Golf and Country Club, No. 1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan on Friday, 3 March 2017 at 10.00 a.m., for the purpose of considering and, if thought fit, passing the following resolution with or without modifications:

#### ORDINARY RESOLUTION

#### **PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OF JAG AND ITS SUBSIDIARIES TO INCLUDE PROPERTY DEVELOPMENT AND PROPERTY INVESTMENT ("PROPOSED DIVERSIFICATION")**

"**THAT** for the purposes of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Listing Requirements**") and all other purposes, the shareholders hereby approve the Proposed Diversification.

**AND THAT**, subject to the Listing Requirements and the approval of all relevant authorities (if any), the Company do hereby approve and authorise the Board of Directors of the Company ("**Board**") to implement the Proposed Diversification **AND THAT** the Board be and are hereby authorised to do all such acts, deeds and things as are necessary to give full effect to the aforesaid Proposed Diversification with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities."

#### **BY ORDER OF THE BOARD**

#### **JAG BERHAD**

**CHUA SIEW CHUAN (MAICSA 0777689)**

**CHENG CHIA PING (MAICSA 1032514)**

Company Secretaries

Kuala Lumpur

15 February 2017

#### Notes:

1. For the purpose of determining a member who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Article 47(f) of the Articles of Association of the Company and Section 34(1) of Securities Industry (Central Depositories) Act, 1991 ("**SICDA**") to issue a General Meeting Record of Depositors as at 24 February 2017. Only a depositor whose name appears on the Record of Depositors as at 24 February 2017 shall be entitled to attend the said meeting or appoint proxies to attend, participate and/or speak and/or vote on his/her behalf.
2. A member entitled to attend and vote at the EGM is entitled to appoint a proxy/proxies who may but need not be a member/members of the Company. A proxy need not be a member. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
3. A member shall not, subject to Notes (4) and (5) below, be entitled to appoint more than two (2) proxies to attend and vote at the EGM. Where a member appoints two (2) proxies, the appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.
4. Where a member of the Company is an authorised nominee as defined under the SICDA, it may appoint not more than two (2) proxies in respect of each securities account it holds which is credited with ordinary shares of the Company.
5. Where a member of the Company is an exempt authorised nominee holding ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**") as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing. In the event the appointer is a corporation, the instrument appointing a proxy must be either under the appointer's Common Seal or under the hand of its officer or attorney duly authorised.
7. The instrument appointing a proxy and the power of attorney or the certificate of authority (if any), under which it is signed or a notially certified copy thereof, must be deposited at the Registered Office of the Company located at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, not less than twenty-four (24) hours before the time appointed for the taking of the poll at the EGM or any adjournment thereof, i.e. on or before 10:15 a.m. on Thursday, 2 March 2017.