



## THREE-A RESOURCES BERHAD

(Company No. 481559-M) (Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("EGM") of Three-A Resources Berhad ("3A" or the "Company") will be held at Ballroom, Level 1, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan, on Thursday, 11 May 2017 at 11.45 a.m., or immediately upon the conclusion of the Fifteenth Annual General Meeting of 3A, scheduled to be held at the same venue on the same date at 11.00 a.m., whichever is later or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution, with or without any modifications:

### ORDINARY RESOLUTION

**PROPOSED BONUS ISSUE OF 98,400,004 NEW ORDINARY SHARES IN 3A ("3A SHARE(S)" OR "SHARE(S)") ("BONUS SHARE(S)") ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY FOUR (4) EXISTING 3A SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED BONUS ISSUE")**

"**THAT** subject to the approvals of all relevant authorities being obtained, where required, approval be and is hereby given to the Board of Directors of 3A ("**Board**") to capitalise an amount of RM19,680,000.80 from the share premium account of the Company and to apply such capitalisation sum for the purpose of issuing 98,400,004 Bonus Shares on the basis of one (1) Bonus Share for every four (4) existing 3A Shares held by the shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board;

**THAT** the Board be and is hereby authorised to deal with any fractional entitlements from the Proposed Bonus Issue in such a manner as the Board shall, in its absolute discretion, deem fit and expedient and in the best interest of the Company;

**THAT** the Bonus Shares will, upon allotment and issuance, rank *pari passu* in all respects with the existing 3A Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other distributions ("**Distribution**") that may be declared, made or paid for which the entitlement date for the Distribution precedes the date of allotment and issuance of the Bonus Shares;

**AND THAT** the Board be and is hereby authorised to do all acts, deeds and things as they may consider necessary or expedient in the best interest of the Company with full power to assent to any conditions, variations, modifications and/or amendments in any manner as it may deem fit and/or as may be required or imposed by the relevant authorities, and to take such steps and actions as the Board may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue."

By Order of the Board  
**THREE-A RESOURCES BERHAD**

**WONG WAI FOONG (MAICSA 7001358)**

**NG BEE LIAN (MAICSA 7041392)**

**YAP SIT LEE (MAICSA 7028098)**

Company Secretaries

Kuala Lumpur

18 April 2017

### Notes:

1. A proxy may but need not be a member of the Company. There is no restriction as to the qualification of the proxy.
2. To be valid, the proxy form must be duly completed and deposited at the Registered Office of the Company at AL 308, Lot 590 & Lot 4196, Jalan Industri, U19, Kampung Baru Sungai Buloh, 40160 Shah Alam, Selangor Darul Ehsan, Malaysia, not less than forty-eight (48) hours before the time set for the Meeting or any adjournment thereof.
3. 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 credit of the said securities account.
4. 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 nominees may appoint in respect of each omnibus account it holds.
5. Where a member or the authorised nominee appoints two (2) proxies or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under the corporation's common seal or under the hand of an officer or attorney duly authorised.
7. Only members whose name appear in the Record of Depositors as at 3 May 2017 will be entitled to attend, vote and speak at the Meeting or appoint proxy(ies) to attend, vote and speak on their behalf.