NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twelfth Annual General Meeting of the Company will be held at the Dewan Berjaya, Bukit Kiara Resort Berhad, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Tuesday, 23 May 2017 at 10.00 a.m. for the following purposes:-

1.	To receive the Audited Financial Statements for the financial year ended 31 December 2016 and the Reports of Directors' and Auditors' thereon.	(Please refer to explanatory note below)
2.	To approve the payment of Directors' Fees amounting to RM289,250 in respect of the financial year ended 31 December 2016.	Resolution 1
3.	To re-elect the following Directors retiring in accordance with Article 84 of the Articles of Association of the Company:- (i) Datuk Ng Yih Pyng (ii) Datin Cheang Chew Mooi (iii) Ms Ng Sheau Yuen	Resolution 2 Resolution 3 Resolution 4
4.	To re-appoint BDO as Auditor of the Company for the ensuing year and to authorise the Directors to fix their remuneration.	Resolution 5

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions with or without amendments or modifications:-

5.	**ORDINARY RESOLUTION 1** **AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTION 75 OF THE COMPANIES ACT 2016** **"THAT** pursuant to Section 75 of the Companies Act 2016 and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions, for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued in any one financial year of the Company does not exceed ten per centum (10%) of the issued share capital of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting ("AGM") of the Company."	Resolution 6
6.	**ORDINARY RESOLUTION 2** **PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR REQUIREMENT RELATED PARTY TRANSACTIONS ("RRPT") OF A REVENUE OR TRADING NATURE WITH RELATED PARTY ("PROPOSED SHAREHOLDERS' MANDATE")** **"THAT** subject to provisions of the Companies Act 2016 ("Act"), the Memorandum and Articles of Association of the Company, Bursa Malaysia Securities Berhad Main Market Listing Requirements or other regulatory authorities, approval be and is hereby given to the Company and/or its subsidiaries to enter into category of RRPT as set out in Section 2.1 of the Circular to Shareholders dated 28 April 2017, subject to the following:- (i) **THAT** the RRPTs are:- (a) necessary for the day-to-day operations; (b) undertaken in the ordinary course of business and at arm's length basis and are on terms not more favourable to the related parties than those generally available to the public; and (c) are not detrimental to the shareholders of the Company; and (ii) **THAT** such authority shall commence upon the passing of this resolution and shall continue to be in force until:- (a) the conclusion of the next AGM of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; (b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or (c) revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier. **AND THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary (including executing such documents as may be required) to give effect to the RRPTs contemplated and/or authorised by this Ordinary Resolution."	Resolution 7
7.	**ORDINARY RESOLUTION 3** **PROPOSED RENEWAL OF AUTHORITY FOR SHARES BUY-BACK** **"THAT** subject to provisions of the Companies Act 2016 ("Act"), the Memorandum and Articles of Association of the Company, Bursa Malaysia Securities Berhad Main Market Listing Requirements or other regulatory authorities, the Company be authorised, to the fullest extent permitted by law, to buy-back such amount of ordinary shares of 50 sen each in the Company as may be determined by the Directors of the Company from time to time, through Bursa Malaysia Securities Berhad, upon such terms and conditions as the Directors may deem fit and expedient in the interests of the Company, provided that: (i) the aggregate number of ordinary shares bought-back does not exceed 10% of the total issued and paid-up ordinary share capital of the Company at the time in question; (ii) the maximum amount of funds to be allocated for the shares buy-back shall not exceed the aggregate of retained earnings of the Company, based on the latest audited account of the Company as at 31 December 2016, its retained earnings stood at approximately RM5,674,000. (iii) the ordinary shares purchased shall be treated in the following manner: (a) the purchased ordinary shares shall be cancelled; or (b) the purchased ordinary shares shall be retained as treasury shares for distribution as dividend to the shareholders and/or resale on Bursa Malaysia Securities Berhad in accordance with the relevant rules of Bursa Malaysia Securities Berhad and/or cancelled subsequently; or (c) part of the purchased ordinary shares shall be retained as treasury shares and the remainder shall be cancelled; or (d) in such other manner as Bursa Malaysia Securities Berhad and other relevant authorities may allow from time to time. **AND THAT** such authority shall commence upon the passing of this resolution and shall continue to be in force until:- (i) the conclusion of the next AGM of the Company, unless the authority is renewed, either unconditionally or subject to conditions, at the said AGM; or (ii) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); but not so as to prejudice the completion of the purchase(s) by the Company made before the aforesaid expiry date and, in any event in accordance with the Listing Requirements of Bursa Malaysia Securities Berhad or any other relevant authorities and the applicable law; or (iii) revoked or varied by resolution passed by the shareholders in general meeting; whichever is the earlier. **AND FURTHER THAT** authority be and is hereby given to the Directors of the Company to take all such steps as may be necessary or expedient (including without limitation, the opening and maintaining of central depositor account(s) under the Securities Industry (Central Depository) Industry Act, 1991, and the entering into and execution of all agreements, arrangements and guarantees with any party or parties) to implement, finalise and give full effect to the proposed share buy-back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and with full power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of the shares so purchased) in accordance with the provisions of the Companies Act 2016, the Memorandum and Articles of Association of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and all other relevant statutory and/or regulatory requirements."	Resolution 8
8.	**ORDINARY RESOLUTION 4** **CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR – YANG MULIA RAJA TAN SRI DATO' SERI AMAN BIN RAJA HAJI AHMAD** **"THAT** authority be and is hereby given to Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company."	Resolution 9
9.	**ORDINARY RESOLUTION 5** **CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR – DATIN NONADIAH BINTI ABDULLAH** **"THAT** authority be and is hereby given to Datin Nonadiah Binti Abdullah who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company."	Resolution 10
10.	**ORDINARY RESOLUTION 6** **CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR – DATUK M CHAREON SAE TANG @ TAN WHYE AUN** **"THAT** authority be and is hereby given to Datuk M Chareon Sae Tang @ Tan Whye Aun who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company."	Resolution 11
11.	**ORDINARY RESOLUTION 7** **CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR – MR LAU TIANG HUA** **"THAT** authority be and is hereby given to Mr Lau Tiang Hua who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company."	Resolution 12
12.	**SPECIAL RESOLUTION 1** **AMENDMENTS TO THE ARTICLES OF ASSOCIATION** **"THAT** the proposed amendments to the Articles of Association of the Company as contained in the Appendix A attached to the Annual Report 2016 be and is hereby approved."	Special Resolution 1
13.	To transact any other ordinary business of which due notice shall have been given in accordance with the Companies Act 2016.	

BY ORDER OF THE BOARD
TEOH KOK JOING (LS 0&719)
Company Secretary
Kuala Lumpur
Date: 28 April 2017

Notes:
1. Only depositors whose names appear in the Record of Depositors as at 16 May 2017 be regarded as members and entitled to attend, speak and vote at the meeting.
2. A proxy may but need not be a member of the Company.
3. To be valid this form duly completed must be deposited at the Registered Office of the Company at Suite B13A-4, Tower B, Level 13A, Northpoint Offices, Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.
4. A Member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting.
5. Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
6. If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
7. Where a member is an authorised nominee as defined under the Central Depositories Act, it may appoint more than one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account.

EXPLANATORY NOTES ON ORDINARY BUSINESS

Item 1
This agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.

Resolution 1
It is proposed that the fee for the Non-Executive Directors of the Company to be maintained at RM194,400 per annum after taking into the consideration of the financial performance of the Company and also the current market condition.

EXPLANATORY NOTES ON SPECIAL BUSINESS

Resolution 6
The proposed Resolution 6, is a renewal of the previous year mandate and if passed, is to empower the Directors to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of shares issued does not exceed 10% of the issued share capital of the Company for the time being.
The previous mandate approved on 19 May 2016 was not utilized and accordingly no proceeds were raised.
The purpose of this general mandate is for possible fund raising exercise including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of borrowings and/or acquisitions.

Resolution 7
The proposed Resolution 7, is a renewal of the previous year Shareholders' Mandate and New Shareholders' Mandate and if passed will allow the Company and its subsidiaries to enter into RRPT of a Revenue or Trading Nature to comply with Paragraph 10.09 of Chapter 10 and Practice Note 12 of the Bursa Malaysia Securities Berhad Main Market Listing Requirements. The mandate will take effect from the date of the passing of the Ordinary Resolution until the next AGM of the Company.
Further information on the Proposed Renewal of and New Shareholders' Mandate For Recurrent Related Party Transactions of a Revenue or Trading Nature is set out in the Circular to Shareholders of the Company dated 28 April 2017 which is despatched together with the Company's Annual Report 2016.

Resolution 8
The proposed Resolution 8, if passed, will empower the Directors to purchase up to ten per centum (10%) of the issued and paid-up share capital of the Company through Bursa Malaysia Securities Berhad. The authority, unless revoked or varied by the shareholders of the Company in general meetings, will expire at the conclusion of the next AGM.
Further information on the Proposed Renewal of Authority for Share Buy-Back is set out in the Circular to Shareholders dated 28 April 2017, which is dispatched together with the Company's Annual Report 2016.

Resolution 9
Continuing in Office as Independent Non-Executive Director – YANG MULIA RAJA TAN SRI DATO' SERI AMAN BIN RAJA HAJI AHMAD
The Nomination Committee has assessed the Independence of Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, and recommended him to continue to act as an Independent Non-Executive Director of the Company based on the following justifications:-
a) he fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, he would able to function as a check and balance, bring an element of objectivity to the Board;
b) he has been with the Company for more than 9 years and was familiar with the Company's business operations;
c) he has devoted sufficient time and attention to his professional obligations for informed and balanced decision making; and
d) he has exercised his due care during his tenure as an Independent Non-Executive Director of the Company and carried out his professional duties in the interest of the Company and shareholders.

Resolution 10
Continuing in Office as Independent Non-Executive Director – DATIN NONADIAH BINTI ABDULLAH
The Nomination Committee has assessed the Independence of Datin Nonadiah Binti Abdullah, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, and recommended her to continue to act as an Independent Non-Executive Director of the Company based on the following justifications:-
a) she fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, she would able to function as a check and balance, bring an element of objectivity to the Board;
b) she has been with the Company for more than 9 years and was familiar with the Company's business operations;
c) she has devoted sufficient time and attention to her professional obligations for informed and balanced decision making; and
d) she has exercised her due care during her tenure as an Independent Non-Executive Director of the Company and carried out her professional duties in the interest of the Company and shareholders.

Resolution 11
Continuing in Office as Independent Non-Executive Director – DATUK M CHAREON SAE TANG @ TAN WHYE AUN
The Nomination Committee has assessed the independence of Datuk M Chareon Sae @ Tan Whye Aun, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, and recommended him to continue to act as an Independent Non-Executive Director of the Company based on the following justifications:-
a) he fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, he would able to function as a check and balance, bring an element of objectivity to the Board;
b) he has been with the Company for more than 9 years and was familiar with the Company's business operations;
c) he has devoted sufficient time and attention to his professional obligations for informed and balanced decision making; and
d) he has exercised his due care during his tenure as an Independent Non-Executive Director of the Company and carried out his professional duties in the interest of the Company and shareholders.

Resolution 12
Continuing in Office as Independent Non-Executive Director – MR LAU TIANG HUA
The Nomination Committee has assessed the Independence of Mr Lau Tiang Hua, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, and recommended him to continue to act as an Independent Non-Executive Director of the Company based on the following justifications:-
a) he fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, he would able to function as a check and balance, bring an element of objectivity to the Board;
b) he has been with the Company for more than 9 years and was familiar with the Company's business operations;
c) he has devoted sufficient time and attention to his professional obligations for informed and balanced decision making; and
d) he has exercised his due care during his tenure as an Independent Non-Executive Director of the Company and carried out his professional duties in the interest of the Company and shareholders.

Special Resolution 1
The proposed Amendments are to streamline the Articles of Association to comply with the recent amendments to the Bursa Malaysia Securities Berhad Main Market Listing Requirements.

APPENDIX A

Article	Particular	Existing	Proposed Amendments
10	Modification of Class Right	If at any time the share capital is divided into different classes of shares, the rights attached to any class shall be expressed herein or in the resolution creating the same and may subject to the provisions of the Act whether or not the Company is being wound up, be varied or abrogated with the consent in writing of the Holders of three-fourths (3/4) of the issued shares of that class, or with the sanction of a Special Resolution passed at a separate General Meeting of the Holders of the shares of that class. To every such separate General Meetings the provisions shall be two (2) persons present holding or representing by proxy one-tenth (1/10) of the issued shares of the class and that any Holder of shares of the class present in person or by proxy may demand a poll. To every such Special Resolution the provisions of section 292 of the Act shall with such adaptations as are necessary apply. A resolution in writing signed by all the Holders of a class or 3rd (3rd) thereof in value shall be as effectual as a resolution carried at a meeting of such Holders duly convened and held and consisted and may consist of several documents in like form each signed by one or more of such Holders and if a Holder is a corporation, then such resolution shall be signed by its representatives.	If at any time the share capital is divided into different classes of shares, the rights attached to any class shall be expressed herein or in the resolution creating the same and may subject to the provisions of the Act whether or not the Company is being wound up, be varied or abrogated with the consent in writing of the Holders of three-fourths (3/4) of the issued shares of that class, or with the sanction of a Special Resolution passed at a separate General Meeting of the Holders of the shares of that class. To every such separate General Meetings the provisions shall be two (2) persons present holding or representing by proxy one-tenth (1/10) of the issued shares of the class and that any Holder of shares of the class present in person or by proxy may demand a poll. To every such Special Resolution the provisions of section 292 of the Act shall with such adaptations as are necessary apply. A resolution in writing signed by all the Holders of a class or 3rd (3rd) thereof in value shall be as effectual as a resolution carried at a meeting of such Holders duly convened and held and consisted and may consist of several documents in like form each signed by one or more of such Holders and if a Holder is a corporation, then such resolution shall be signed by its representatives.
70	Demand for Poll	At any General Meeting a resolution put to the vote of the General Meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded:- (a) by the Chairman; (b) by at least three (3) Members present in person or by proxy or in the case of a corporation by a representative; (c) by any Member or Members present in person or by proxy and representing not less than one-tenth (1/10) of the total voting rights of all the Members having the right to vote at the meeting; or (d) by a Member or Members present in person or by proxy or in the case of a corporation by a representative holding shares in the Company conferring a right to vote at the General Meeting where on which an aggregate sum has been paid up equivalent to not less than one-tenth (1/10) of the total sum paid up on all the shares conferring that right. Unless a poll is so demanded a declaration by the Chairman at the General Meeting that a resolution has on a show of hands been carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.	At any General Meeting a resolution put to the vote of the General Meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded:- (a) by the Chairman; (b) by at least three (3) Members present in person or by proxy or in the case of a corporation by a representative; (c) by any Member or Members present in person or by proxy and representing not less than one-tenth (1/10) of the total voting rights of all the Members having the right to vote at the meeting; or (d) by a Member or Members present in person or by proxy or in the case of a corporation by a representative holding shares in the Company conferring a right to vote at the General Meeting where on which an aggregate sum has been paid up equivalent to not less than one-tenth (1/10) of the total sum paid up on all the shares conferring that right. Unless a poll is so demanded a declaration by the Chairman at the General Meeting that a resolution has on a show of hands been carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn. Any resolution set out in the notice of any annual meeting or a resolution put to the vote of the meeting or a new notice of resolution which may properly be moved and is intended to be moved at any general meeting shall be voted by poll.
71	How a poll is to be taken	If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairman directs, and the result of the poll shall be the resolution of the General Meeting at which the poll was demanded, but a poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any question other than the election of a Chairman or on the question of adjournment shall be taken at such time not later than thirty (30) days after the demand as the Chairman of the General Meeting may direct. The demand for a poll may be withdrawn at any time before the commencement of the poll and a demand so withdrawn shall not invalidate the result of a show of hands declared before the demand was made. The Chairman of the General Meeting may grant it as directed by any question or resolution upon which a poll has been demanded. The Chairman of the General Meeting may grant it as directed by any question or resolution upon which a poll has been demanded. The power of adjourning General Meetings conferred in Article 69 vests in the General Meeting in cases where and has fixed for the purpose of declaring the result of the poll.	If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairman directs, and the result of the poll shall be the resolution of the General Meeting at which the poll was demanded, but a poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any question other than the election of a Chairman or on the question of adjournment shall be taken at such time not later than thirty (30) days after the demand as the Chairman of the General Meeting may direct. The demand for a poll may be withdrawn at any time before the commencement of the poll and a demand so withdrawn shall not invalidate the result of a show of hands declared before the demand was made. The Chairman of the General Meeting may grant it as directed by any question or resolution upon which a poll has been demanded. The Chairman of the General Meeting may grant it as directed by any question or resolution upon which a poll has been demanded. The power of adjourning General Meetings conferred in Article 69 vests in the General Meeting in cases where and has fixed for the purpose of declaring the result of the poll. The poll shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairman directs, and the result of the poll shall be the resolution of the meeting. At least one (1) scrutineer shall be appointed to validate the votes cast at the meeting. The appointed scrutineer need not be an officer of the Company or its related corporation, and need not be independent of the person appointing the polling process.
72	Equality of votes	In the case of an equality of votes, whether on a show of hands or a poll, the Chairman of the General Meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.	In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the General Meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
75	Vote of member of unsound mind	A Member who is of unsound mind or whose person or estate is liable to be dealt with in any way under the law relating to mental disorder may vote, whether on a show of hands or on a poll, by his committee or by such other person who properly has the management of his estate, and any such committee or other person may vote by proxy or otherwise and any committee or other person appointed under these Articles to transfer any shares may vote at any General Meeting in respect thereof in the same manner as if he was the registered Holder of such shares provided that forty-eight (48) hours at least before the time of holding the General Meeting or adjourned General Meeting or the same may be at which he proposes to vote, he shall satisfy the Directors of his right to transfer such shares unless the Directors shall have previously admitted his right to vote at such General Meeting in respect thereof.	A Member who is of unsound mind or whose person or estate is liable to be dealt with in any way under the law relating to mental disorder may vote, whether on a show of hands or on a poll, by his committee or by such other person who properly has the management of his estate, and any such committee or other person may vote by proxy or otherwise and any committee or other person appointed under these Articles to transfer any shares may vote at any General Meeting in respect thereof in the same manner as if he was the registered Holder of such shares provided that forty-eight (48) hours at least before the time of holding the General Meeting or adjourned General Meeting or the same may be at which he proposes to vote, he shall satisfy the Directors of his right to transfer such shares unless the Directors shall have previously admitted his right to vote at such General Meeting in respect thereof.
79	Voting rights of members	Subject to Article 43, a Member shall be entitled to be present and to vote at any General Meeting in respect of any share or shares upon which all calls due to the Company have been paid. Subject to this Article and any special rights or restrictions as to voting attached to any class of shares, at any general meeting of the Company, each shareholder entitled to vote is entitled to one vote on a show of hands or on a poll or by attorney and, on a show of hands, every person present who is a shareholder or a representative or proxy or attorney of a shareholder shall have one (1) vote and on a poll, every shareholder present in person or by proxy or by attorney or other duly authorised representative shall have one (1) vote for each share held by him.	Subject to Article 43, a Member shall be entitled to be present and to vote at any General Meeting in respect of any share or shares upon which all calls due to the Company have been paid. Subject to this Article and any special rights or restrictions as to voting attached to any class of shares, at any general meeting of the Company, each shareholder entitled to vote is entitled to one vote on a show of hands or on a poll or by attorney and, on a show of hands, every person present who is a shareholder or a representative or proxy or attorney of a shareholder shall have one (1) vote and on a poll, every shareholder present in person or by proxy or by attorney or other duly authorised representative shall have one (1) vote for each share held by him.
78	Instrument appointing proxy to be in writing	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 hand of an officer or an attorney duly or under its hand of an officer or attorney duly authorised. A proxy may but need not be a Member of the Company and the provisions of Section 149(1)(b) of the Act shall not apply to the Company. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.	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 hand of an officer or an attorney duly or under its hand of an officer or attorney duly authorised. A proxy may but need not be a Member of the Company and the provisions of Section 149(1)(b) of the Act shall not apply to the Company. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
79	Form of Proxy	The instrument appointing a proxy shall be in the following form with such variations as circumstances may require or the Statutes permit or to such other form as the Exchange may approve: **TOMEI CONSOLIDATED BERHAD** I/We,.....of..... member/members of the abovenamed Company, hereby appoint.....of..... .....or failing, whom, of ..... as my/our proxy to vote for me/us and on my/our behalf at the (Annual or Extraordinary as the case may be) General Meeting of the Company, to be held at..... .....(place of meeting) on the.....day of.....at.....(time of meeting) and, at every adjournment thereof for/against* the resolution(s) to be proposed thereat. As witness my hand this.....day of..... No. of Shares held: Signature of Member(s) * Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he thinks fit.) Notes: A proxy may but need not be a member of the Company and the provisions of section 149(1)(b) of the Act shall not apply to the Company. To be valid this form duly completed must be deposited at the registered office of the Company at Suite B13A-4, Tower B, Level 13A, Northpoint Offices, Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meetings. Where a member appoints more than one (1) proxy the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. Where a member is an authorised nominee as defined under the Central Depositories Act, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.	The instrument appointing a proxy shall be in the following form with such variations as circumstances may require or the Statutes permit or to such other form as the Exchange may approve: **TOMEI CONSOLIDATED BERHAD** I/We,.....of..... member/members of the abovenamed Company, hereby appoint.....of..... .....or failing, whom, of ..... as my/our proxy to vote for me/us and on my/our behalf at the (Annual or Extraordinary as the case may be) General Meeting of the Company, to be held at..... .....(place of meeting) on the.....day of.....at.....(time of meeting) and, at every adjournment thereof for/against* the resolution(s) to be proposed thereat. As witness my hand this.....day of..... No. of Shares held: Signature of Member(s) * Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he thinks fit.) Notes: A proxy may but need not be a member of the Company and the provisions of section 149(1)(b) of the Act shall not apply to the Company. To be valid this form duly completed must be deposited at the registered office of the Company at Suite B13A-4, Tower B, Level 13A, Northpoint Offices, Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meetings. Where a member appoints more than one (1) proxy the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. Where a member is an authorised nominee as defined under the Central Depositories Act, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.