



## VITROX CORPORATION BERHAD

(Company No. 649966-K)

(Incorporated in Malaysia under the Companies Act 2016)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“**EGM**”) of ViTrox Corporation Berhad (“**ViTrox**” or “**Company**”) will be held at the Auditorium of ViTrox Innovation Centre, 85A, Lintang Bayan Lepas 11, Bayan Lepas Industrial Park, Phase IV, 11900 Bayan Lepas, Penang on Friday, 23 June 2017 at 11.30 a.m. or immediately after the conclusion or the adjournment (as the case may be) of the Company’s Thirteenth Annual General Meeting, scheduled to be held on the same day and at the same venue at 10.30 a.m., whichever is later, for the purpose of considering and, if thought fit, passing the following resolution, with or without modification:

#### ORDINARY RESOLUTION

#### **PROPOSED BONUS ISSUE OF UP TO 236,305,050 NEW ORDINARY SHARES IN VITROX CORPORATION BERHAD (“VITROX SHARE(S)” OR “SHARE(S)”) (“BONUS SHARE(S)”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING VITROX SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)**

**“THAT** subject to the approvals of all relevant authorities being obtained, the Board of Directors of ViTrox (“**Board**”) be and is hereby authorised to capitalise an amount of RM11,061,825 and up to RM12,568,680 from the Company’s share premium and retained profits account, respectively, and to apply such capitalised sums to make payment in full for up to 236,305,050 Bonus Shares, to be credited as fully paid-up on the basis of 1 Bonus Share for every 1 existing ViTrox Share held by the shareholders 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;

**THAT** any fractional entitlements arising from the Proposed Bonus Issue, if any, shall be disregarded and shall be dealt with in such manner as the Board shall in their absolute discretion deem fit or expedient, and in the best interest of the Company;

**THAT** the Bonus Shares shall, upon allotment and issue, rank *pari passu* in all respects with the existing ViTrox Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which precedes the date of allotment of the Bonus Shares;

**AND THAT** the Board be and is hereby authorised to give effect to the Proposed Bonus Issue with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”

By Order of the Board

**HOW WEE LING (MAICSA 7033850)**

**OOI EAN HOON (MAICSA 7057078)**

Secretaries

Penang

Date: 1 June 2017

*Proxy:*

- (1) For the purpose of determining a member who shall be entitled to attend and vote at the EGM, the Company shall be requesting the Record of Depositors as at 14 June 2017. Only a depositor whose name appears on the Record of Depositors as at 14 June 2017 shall be entitled to attend, speak and vote at the said meeting as well as for appointment of proxy(ies) to attend and vote on his/her stead.
- (2) A member shall be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) or more proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- (3) Where a member of the company is an exempt authorised nominee which holds ordinary shares in the company for multiple beneficial owners in one 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.
- (4) The instrument appointing a proxy shall be in writing, executed by or on behalf of the appointor. In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
- (5) The instrument appointing a proxy must be deposited at the Registered Office, 57-G Persiaran Bayan Indah, Bayan Bay, Sungai Nibong, 11900 Penang, Malaysia at least 24 hours before the time for holding the Meeting or any adjournments thereof.