



## NETX HOLDINGS BERHAD

(Company No. 533441-W)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of NetX Holdings Berhad ("**NetX**" or the "**Company**") will be held at Level 4, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 24 August 2017 at 10.00 a.m. 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 ALLOTMENT AND ISSUANCE OF UP TO 500 MILLION NEW ORDINARY SHARES IN NETX TO MACQUARIE BANK LIMITED ("**PROPOSED SHARE ISSUANCE**")

**"THAT** subject to the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of up to 500 million new ordinary shares in NetX ("**NetX Shares**" or "**Shares**") ("**Subscription Shares**") on the ACE Market of Bursa Securities and all the requisite consents / approvals for the relevant authorities and/or parties being obtained, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to allot and issue the Subscription Shares at a subscription price equal to 90% of the average of the daily volume weighted average price of NetX Shares as traded on Bursa Securities during the five (5) consecutive trading days immediately preceding the relevant subscription date ("**Subscription Price**") to Macquarie Bank Limited ("**Proposed Share Issuance**");

**THAT** approval be and is hereby given for the Company to utilise the proceeds from the Proposed Share Issuance for the purposes set out in the circular to shareholders dated 1 August 2017, and the Board be and is hereby authorised with full powers to vary the manner and/or purpose of the utilisation of such proceeds in such manner as the Board shall in its absolute discretion deem fit, necessary, expedient and/or appropriate and in the best interest of the Company, subject to the approvals of relevant authorities, where required;

**THAT** the Subscription Shares shall, upon allotment and issuance, rank equally in all respects with the existing NetX Shares, save and except that the Subscription Shares shall not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid for which the entitlement date is before the date of allotment of such Subscription Shares;

**THAT** the Board be and is hereby authorised to do all acts, deeds, things and execute all necessary documents as the Board may consider necessary or expedient, and to take all such necessary steps to give effect to the Proposed Share Issuance with full powers to consent to and to adopt such conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities in respect of the Proposed Share Issuance or as the Board may deem necessary or expedient, and to deal with all matters relating thereto and to take such steps and do all acts and things in any manner as the Board may deem necessary or expedient to implement, finalise and give full effect to the Proposed Share Issuance in the best interest of the Company;

**AND THAT** this resolution constitutes a specific approval for the allotment and issuance of securities in the Company contemplated herein which is made pursuant to an offer, agreement or option and shall continue in full force and effect until all Subscription Shares to be issued pursuant to or in connection with the Proposed Share Issuance have been duly allotted and issued in accordance with the terms of the Proposed Share Issuance."

By Order of the Board  
**NETX HOLDINGS BERHAD**

**SEOW FEI SAN (MAICSA 7009732)**  
**LAW MEE POO (MAICSA 7033423)**

Company Secretaries  
Petaling Jaya  
1 August 2017

#### Notes:-

1. Only depositors whose names appear in the Record of Depositors as at 17 August 2017 shall be regarded as members and are entitled to attend, speak and vote at the Meeting.
2. Each member entitled to attend and vote in person may appoint up to two (2) proxies or attorneys or authorised representatives to attend and vote in its stead.
3. A proxy may but need not be a Member of the Company and need not be an advocate, an approved company auditor or a person approved by the Registrar of Companies. Where a member appoints two (2) proxies, the appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, 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 such Securities Account.
5. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary share 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 Nominee may appoint in respect each omnibus account it holds.
6. The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at office of the Company's Share Registrar 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting.