



## PLB ENGINEERING BERHAD

(Company No. 418224-X)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting of PLB Engineering Berhad (“**PLB**” or “**Company**”) will be held at PLB, 3rd Floor, Training Room, 1320, Jalan Baru, Taman Chai Leng, 13700 Prai, Penang on Tuesday, 31 October 2017 at 3.00 p.m. or immediately following the conclusion or adjournment (as the case may be) of the Company’s Extraordinary General Meeting for the Proposed New Shareholders’ Mandate For Recurrent Related Party Transactions of a Revenue or Trading Nature which will be held at 2.30 p.m. on the same day at the same venue, or at any adjournment thereof, whichever is later, for the purpose of considering and, if thought fit, passing the following ordinary resolution, with or without any modifications:

#### ORDINARY RESOLUTION

#### **PROPOSED BONUS ISSUE OF UP TO 22,820,416 NEW ORDINARY SHARES IN PLB (“PLB SHARE(S)” OR “SHARE(S)”) (“BONUS SHARE(S)”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 4 EXISTING PLB SHARES 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 PLB (“**Board**”) be and is hereby authorised to capitalise an amount of up to RM22,820,416 firstly from the share premium account and the remaining from the retained profits account of the Company, and to apply such capitalised sums to make payment in full for up to 22,820,416 Bonus Shares to be credited as fully paid-up, on the basis of 1 Bonus Share for every 4 existing PLB Shares 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 its absolute discretion shall 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 then existing PLB 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 the Board may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”

By order of the Board

**Chee Wai Hong (BC/C/1470)**  
**Foo Li Ling (MAICSA 7019557)**  
Company Secretaries

Penang

13 October 2017

#### Notes:

1. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting. 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.
2. Where a Member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owner 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 of each Omnibus Account its holds.
3. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (“**Central Depositories Act**”) which is exempted from compliance with the provisions of subsection 25A(1) of Central Depositories Act.
4. To be valid, the proxy form duly completed must be deposited at the registered office of the Company, 51-13-A Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Penang not less than forty-eight (48) hours before the time for holding the meeting.
5. If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
6. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to the Company’s Constitution (Article 57 of the Articles of Association of the Company as adopted before the commencement of the Companies Act, 2016) and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors (“**ROD**”) as at 24 October 2017 and only a Depositor whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.
7. The resolution as set out in this Notice of Extraordinary General Meeting is to be voted by poll.