



SPRITZER BHD (265348-V)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Spritzer Bhd ("Spritzer" or "Company") will be held at Lot 898, Jalan Reservoir, Off Jalan Air Kuning, 34000 Taiping, Perak Darul Ridzuan, Malaysia on Monday, 13 November 2017 at 11.00 a.m. for the purpose of considering and if thought fit, passing with or without modification, the following resolution:-

ORDINARY RESOLUTION

PROPOSED PRIVATE PLACEMENT OF 27,387,225 NEW ORDINARY SHARES IN SPRITZER ("PLACEMENT SHARES"), REPRESENTING 15% OF THE ISSUED SHARES OF SPRITZER (EXCLUDING TREASURY SHARES), AT AN ISSUE PRICE OF RM2.33 PER PLACEMENT SHARE ("PROPOSED PRIVATE PLACEMENT")

"THAT, subject to the approvals of all relevant regulatory authorities being obtained, approval be and is hereby given to the Board of Directors of Spritzer ("Board") to allot and issue 27,387,225 new ordinary shares of Spritzer ("Placement Shares") to Tasik Puncak Holdings Ltd.

THAT the Placement Shares shall be issued at an issue price of RM2.33 per Placement Share, after taking into consideration the prevailing market price, liquidity of the Company's Shares and the future prospects of the Company.

THAT the proceeds of the Proposed Private Placement be utilised for the purpose as set out in the circular to shareholders of the Company dated 27 October 2017 ("Circular"), and the Directors be authorised with full powers to vary the manner and/or purpose of the utilisation of such proceeds in such manner as the Directors may deem fit, necessary and/or expedient, subject to the approval of the relevant authorities, where required.

THAT such Placement Shares will, upon allotment and issuance, rank *pari passu* in all respects with the then existing Spritzer Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/or other forms of distributions that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the Placement Shares;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Private Placement with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by the relevant authorities and to deal with all matters relating thereto and to take all such steps to enter into such agreement, arrangement, undertaking, indemnities, transfer, assignment and guarantee with any party or parties and to 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 Private Placement."

By Order of the Board

SOW YENG CHONG (MIA 4122)
TAN BOON TING (MAICSA 7056136)
Company Secretaries

Ipoh, Perak Darul Ridzuan
27 October 2017

Notes:-

- (i) A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the meeting.
- (ii) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under Seal or under the hand of an attorney.
- (iii) A member may appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless he specifies the proportions of his shareholding to be represented by each proxy.
- (iv) Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 exempt authorised nominee may appoint in respect of each omnibus account it hold.
- (v) The instrument appointing a proxy must be deposited at the Registered Office at Lot 85, Jalan Portland, Tasek Industrial Estate, 31400 Ipoh, Perak Darul Ridzuan, Malaysia not less than twenty-four (24) hours before the time appointed for holding the meeting.
- (vi) Only a depositor whose name appears on the Record of Depositors as at 6 November 2017 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his behalf.
- (vii) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Resolution set out in the Notice will be put to vote by poll.