



## BINTAI KINDEN CORPORATION BERHAD

(Company No.: 290870-P)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting ("EGM") of Bintai Kinden Corporation Berhad ("BKCB" or "Company") will be held at No. 430, Jalan Sultan Azlan Shah, 51200 Kuala Lumpur on Thursday, 8 February 2018 at 10:00 a.m. for the purpose of considering, and, if thought fit, passing the following ordinary resolution, with or without any modifications:-

#### ORDINARY RESOLUTION

**RATIFICATION FOR THE ALLOTMENT OF TWENTY TWO MILLION (22,000,000) NEW ORDINARY SHARES BY BINTAI KINDENKO PTE LTD ("BKPL") TO TAY CHEONG SAN AND/OR HIS NOMINEES FOR TOTAL CONSIDERATION OF SINGAPORE DOLLAR (SGD) TEN MILLION (10,000,000) WHICH HAS RESULTED IN A MATERIAL DILUTION OF BINTAI KINDEN CORPORATION BERHAD'S EQUITY INTEREST IN BKPL FROM 69.82% TO 19.46% PURSUANT TO PARAGRAPH 8.21 OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

"**THAT** subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to ratify Bintai Kindenko Pte Ltd's allotment of 22,000,000 new ordinary shares to Tay Cheong San and/or his nominees for a total consideration of SGD10,000,000 which has resulted in a material dilution of Bintai Kinden Corporation Berhad's equity interest in Bintai Kindenko Pte Ltd from 69.82% to 19.46% pursuant to Paragraph 8.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad upon the terms and conditions as set out in the Ordinary Shares Subscription Agreement and the Convertible Preference Shares Subscription Agreement, both dated 25 August 2017 and the Shareholders' Agreement dated 29 August 2017 entered into between Biz Investment Pte Ltd, BKCB, Tay Cheong San and BKPL.

**AND THAT** the Directors of the Company be and are hereby empowered and authorised to take all steps and to enter into and execute all other agreements, undertakings, indemnities, transfers, assignments and/or guarantees with any party(ies) as the Directors may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to and complete the proposal with full power to assent to any condition, revaluation, modification, variation and/or amendment as may be required by any relevant authorities and to do all such acts and things as they may consider necessary or expedient in the best interest of the Company."

**BY THE ORDER OF THE BOARD  
BINTAI KINDEN CORPORATION BERHAD**

**NG LAI YEE (MAICSA 7031768)**

Company Secretary

Kuala Lumpur  
24 January 2018

#### Notes:-

1. A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote on his behalf. A proxy need not be a member of the Company and if not a member, there shall not be any restriction as to the qualification of the proxy.
2. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the ordinary resolution set out in this Notice shall be put to vote by poll.
3. A member shall be entitled to appoint only one (1) proxy unless he has more than 1,000 shares in which case the Member is entitled to appoint up to two (2) proxies to attend the same meeting. Where a Member appoints more than one (1) proxy, the appointment of proxies shall not be valid unless the Member specifies the proportion of his shareholdings to be represented by each proxy.
4. Where a member who 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.
5. The instrument appointing a proxy shall be in writing under the hands of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its Common Seal, or the hand of its attorney duly authorised.
6. The Proxy Form together with the power of attorney (if any) must be deposited at the registered office of the Company at No. 430, Jalan Sultan Azlan Shah, 51200 Kuala Lumpur not less than forty-eight (48) hours before the time fixed for the meeting or at any adjournment thereof.
7. In respect of deposited securities, only members whose names appear in the Register of Depositories as at 30 January 2018 shall be entitled to attend or to appoint his proxy (whom has the same rights as the member) to vote and speak at this Extraordinary General Meeting.