



## CENTRAL INDUSTRIAL CORPORATION BERHAD

(Company No. 12186-K)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting (“EGM”) of Central Industrial Corporation Berhad (“CICB” or the “Company”) will be held at Pinnacle 1, Level 3D, Sheraton Petaling Jaya Hotel, Jalan Utara, Seksyen 52, 46200 Petaling Jaya, Selangor, Malaysia on Tuesday, 27 February 2018 at 3.30 p.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the following resolutions:-

#### ORDINARY RESOLUTION 1

**PROPOSED SUBSCRIPTION BY CIC CONSTRUCTION SDN BHD (“CICC”), A WHOLLY-OWNED SUBSIDIARY OF CICB OF 1,035,969 NEW ORDINARY SHARES IN PROVENTUS BINA SDN BHD (“PBSB”) (“PBSB SHARE(S)”) FOR A SUBSCRIPTION PRICE OF RM2,983,749 TO BE SATISFIED BY CASH (“SUBSCRIPTION PRICE”) (“PROPOSED SUBSCRIPTION”)**

“**THAT**, conditional upon the approvals of all relevant authorities/parties being obtained, where required, and pursuant to the terms and conditions of the conditional subscription agreement dated 22 December 2017 entered into between CICC and PBSB in relation to the Proposed Subscription, approval be and is hereby given for CICC to subscribe for 1,035,969 PBSB Shares for a Subscription Price of RM2,983,749;

**AND THAT**, the Directors of the Company be and are hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Subscription with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any 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 Subscription.”

#### ORDINARY RESOLUTION 2

**PROPOSED DIVERSIFICATION OF THE CORE BUSINESS OF CICB AND ITS SUBSIDIARIES AND ASSOCIATE COMPANIES (“CICB GROUP”) TO INCLUDE CONSTRUCTION BUSINESS AND CONSTRUCTION RELATED ACTIVITIES (“PROPOSED DIVERSIFICATION”)**

“**THAT**, subject to the passing of the Ordinary Resolution 1 and approvals of all relevant authorities/parties being obtained, approval be and is hereby given to the Company to diversify the core business of CICB Group to include construction business and construction related activities;

**AND THAT** the Directors of the Company be and are hereby authorised to give effect to the Proposed Diversification and to do all the acts as they consider necessary or expedient in the best interests of the Company with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any relevant authorities.”

By Order of the Board,  
**CENTRAL INDUSTRIAL CORPORATION BERHAD**

**LIM SECK WAH (MAICSA 0799845)**

**KONG MEI KEE (MAICSA 7039391)**

Company Secretaries

Kuala Lumpur

12 February 2018

#### Notes:-

1. Only depositors whose names appear in the Record of Depositors as at 21 February 2018 shall be entitled to attend the EGM or appoint a proxy to attend, speak and vote on his behalf.
2. A member of the Company entitled to attend, speak and vote at the EGM is entitled to appoint a proxy to attend, speak and vote in his stead. A member may appoint more than 2 proxies to attend at the same meeting. All voting will be conducted by way of poll. Where a member appoints 2 or more proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
3. 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 the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if such appointor is a corporation under its Common Seal or the hand of its attorney.
5. All forms of proxy must be deposited at the Office of the Company’s Share Registrar, Symphony Share Registrars Sdn Bhd, Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.