



## AMTEK HOLDINGS BERHAD

(Company No. 125863-K)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting ("**EGM**") of Amtek Holdings Berhad ("**AHB**" or "**Company**") will be held at Auditorium Room, Islamic Arts Muzium Malaysia, Jalan Perdana, 50480 Kuala Lumpur on Tuesday, 15 May 2018 at 12.00 p.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

#### SPECIAL RESOLUTION

**PROPOSED DISPOSAL BY APPAREL INTERNATIONAL SDN BHD ("**AISB**")**, AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF AHB, TO CROCODILE INTERNATIONAL SDN BHD ("**CISB**") OF ITS ENTIRE INVENTORIES OF "**CROCODILE**" BRAND APPAREL AND ACCESSORIES, AND RETAIL EQUIPMENT, FITTINGS AND FIXTURES FOR A CASH CONSIDERATION OF RM5,587,000 IN ACCORDANCE WITH THE TERMS OF THE AMENDED AND RESTATED AGREEMENT OF SALE AND PURCHASE AGREEMENT

"**THAT** subject to all approvals being obtained from the relevant parties (if required), approval be and is hereby given for AISB to dispose its entire inventories of "Crocodile" brand apparel and accessories and retail fixed assets for a cash consideration of RM5,587,000 in accordance with the terms of the amended and restated agreement of sale and purchase agreement entered into between AISB and CISB on 13 March 2018 ("**Restated SPA**") ("**Proposed Disposal**").

**THAT** the proceeds from the Proposed Disposal will be utilised for the purposes as set out in Section 2.5 of the Circular to the shareholders of the Company dated 23 April 2018.

**AND THAT** the Board of Directors of the Company ("**Board**") be and is hereby authorised and empowered to give full effect to the Proposed Disposal with full power to deal with all matters incidental, ancillary and/or relating thereto and to execute and deliver and/or cause to be executed and delivered all such agreements, deeds, arrangements, undertakings, indemnities, transfers, extensions, assignments, confirmations, declarations and/or guarantees to or with any party or parties, and to do such acts, things and matters as it may deem fit, necessary, appropriate and/or expedient and in the best interests of the Company in order to implement, finalise and give full effect to the Proposed Disposal under the terms of the Restated SPA, with full powers to negotiate, approve, agree and assent to any conditions, revaluations, variations, modifications and/or amendments in respect thereof as may be required by the relevant authorities or as the Board may deem fit, necessary, appropriate and/or expedient and in the best interest of the Company."

#### BY THE ORDER OF THE BOARD

**MUHAMMAD BIN MOHD TAIB (LS 006194)**

Company Secretary

Kuala Lumpur

23 April 2018

#### Notes:

- In respect of deposited securities, only a depositor whose names appear in the Record of Depositors on 9 May 2018 shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote in his/her stead.*
- A member of the Company entitled to attend and vote at the EGM is entitled to appoint proxy(ies) to attend and vote in his/her stead. When a member appoints more than one (1) proxy, the appointments shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified. A proxy need not be a member of the Company and a member may appoint any person to be his/her proxy without limitation.*
- If the appointer is a corporation, the Form of Proxy must be executed under its Common Seal or hand of its attorney.*
- In the event the member duly executes the Form of Proxy but does not name any proxy, such member shall be deemed to have appointed the Chairman of the meeting as his proxy.*
- Where a member is an authorized nominee as defined under the Securities Account (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 the said securities account.*
- To be valid the Form of Proxy duly completed must be deposited at AHB's Registered Office at 110, Jalan Maarof, Bangsar Baru, 59000 Kuala Lumpur not less than 48 hours before the time set for holding the meeting or any adjournment thereof.*
- Pursuant to Paragraph 8.29A (1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by way of a poll.*