



(Company No. 3907-W)  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“**EGM**”) of Berjaya Assets Berhad (“**BAssets**” or “**Company**”) will be held at Manhattan III, Level 14, Berjaya Times Square Hotel, Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur on Monday, 21 May 2018 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing the following ordinary resolution:

### ORDINARY RESOLUTION

**PROPOSED BONUS ISSUE OF UP TO 1,279,135,359 NEW FREE WARRANTS IN BASSETS (“WARRANTS”) ON THE BASIS OF ONE (1) WARRANT FOR EVERY TWO (2) EXISTING ORDINARY SHARES HELD IN BASSETS (“BASSETS SHARES”) ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE”)**

**“THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to issue up to 1,279,135,359 Warrants on the basis of one (1) Warrant for every two (2) existing BAssets Shares held by the entitled shareholders of BAssets on the Entitlement Date in accordance with the provisions of the deed poll constituting the Warrants to be executed by BAssets (“**Deed Poll**”).

**THAT** approval be and is hereby given to the Board to create and issue the Warrants and such additional Warrants as may be required or permitted to be issued as a consequence of the adjustments based on the salient terms of the Warrants as set out in the circular to the shareholders of BAssets dated 2 May 2018 and the terms and conditions of the Deed Poll.

**THAT** any fractional entitlements that may arise from the Proposed Bonus Issue shall be disregarded and dealt with in such manner as the Board in its absolute discretion deems fit and expedient, and in the best interest of the Company.

**THAT** approval be and is hereby given to the Board to allot and issue such number of BAssets Shares credited as fully paid-up arising from the exercise of the Warrants during the exercise period of the Warrants in accordance with the terms of the Deed Poll.

**THAT** such new BAssets Shares arising from the exercise of the Warrants will, upon allotment and issuance, rank equally in all respects with the then existing BAssets Shares except that the new BAssets Shares shall not be entitled to any dividend, right, allotment and/or other distributions that may be declared, made or paid to the shareholders of BAssets, the entitlement date of which precedes the date of allotment and issuance of the new BAssets Shares arising from the exercise of the Warrants.

**THAT** the Board be and is hereby authorised to execute the Deed Poll and to do all acts, deeds and things as they may deem fit or expedient in order to implement, finalise and give effect to the aforesaid Deed Poll.

**AND THAT** the Board be and is hereby authorised to sign and execute all document and to do all acts and things as they may consider necessary or expedient in the best interest of the BAssets with full powers to assent to any condition, modification, variation and/or amendment as may be required, or imposed by the relevant authorities, and to take all steps and to enter into all such agreement, arrangement, undertaking, indemnities, transfer, assignment and guarantee with any party or person and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Bonus Issue.”

### BY ORDER OF THE BOARD

**WONG SIEW GUEK**

(MAICSA 7042922)  
Company Secretary  
Kuala Lumpur

2 May 2018

#### Notes:

1. A member of the Company who is entitled to attend, speak and vote at the meeting is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member.
2. A member, other than an authorised nominee or an exempt authorised nominee, may appoint only one (1) proxy.
3. An authorised nominee, as defined under the Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”) may appoint one (1) proxy in respect of each securities account.
4. An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account (“**omnibus account**”), may appoint multiple proxies in respect of each of its omnibus account.
5. An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
6. The duly executed Form of Proxy must be deposited at the Company’s Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting.
7. Only members whose names appear in the Record of Depositors as at 14 May 2018 shall be entitled to attend and vote at the meeting.
8. 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 will be put to vote by poll.