



Tiger Synergy

BERHAD (Incorporated in Malaysia)

TIGER SYNERGY BERHAD

(Company No. 325631-V)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of Tiger Synergy Berhad (“TSB” or “Company”) will be held at Grand Klana 3, Klana Resort Seremban, Jalan Penghulu Cantik, Taman Tasik Seremban, 70100 Seremban, Negeri Sembilan Darul Khusus on Friday, 18 May 2018 at 10.00 a.m. and at any adjournment thereof for the purpose of considering and if thought fit, passing the following resolutions with or without modifications:

ORDINARY RESOLUTION 1

PROPOSED CONSOLIDATION OF EVERY 4 EXISTING ORDINARY SHARES IN TSB (“TSB SHARES” OR “SHARES”) INTO 1 NEW TSB SHARE (“CONSOLIDATED SHARE”) (“PROPOSED SHARE CONSOLIDATION”)

“THAT, upon the approvals being obtained from the relevant authorities, approval be and is hereby given to the Company to give effect to the consolidation of every 4 existing ordinary shares in the Company into 1 new ordinary share in the Company;

THAT the Consolidated Shares shall rank *pari passu* in all respects with one another;

AND THAT the fractional entitlements arising from the Proposed Share Consolidation shall be disregarded and/or dealt with by the Board of Directors of the Company (“Board”) in such manner at its absolute discretion as it may deem fit or expedient and in the best interest of the Company;

AND THAT the Board be and is hereby authorised to sign and execute all documents to give effect to the Proposed Share Consolidation with full power to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities and to take all steps and do all acts and things in the manner as the Board may consider necessary or expedient in order to implement, finalise and give full effect to the Proposed Share Consolidation.”

ORDINARY RESOLUTION 2

PROPOSED ISSUANCE OF REDEEMABLE CONVERTIBLE NOTES (“NOTES”) WITH AN AGGREGATE PRINCIPAL AMOUNT OF UP TO RM75.00 MILLION (“PROPOSED NOTES ISSUE”)

“THAT, subject to and conditional upon the passing of the Ordinary Resolution 1 above, as well as the approval of all relevant authorities, approval be and is hereby given to the Company to:

- (i) issue up to RM75.00 million nominal value of Notes, convertible into new TSB Shares at a conversion price to be determined in accordance with the terms and conditions of the Subscription Agreement; and
- (ii) allot and issue such number of new TSB Shares pursuant to the conversion of the Notes, from time to time during the tenure of the Notes, credited as fully paid-up, to or to the order of the Notes in accordance with the terms and conditions of the Subscription Agreement;

THAT such new TSB Shares to be issued arising from the conversion of the Notes, shall, upon allotment and issuance, be listed on the Main Market of Bursa Malaysia Securities Berhad and rank *pari passu* in all respects with the then existing TSB Shares except that they will not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid prior to the relevant date of allotment of the new TSB Shares;

AND THAT the Board be and is hereby authorised to take all such steps and to enter into all such other agreements, deeds, arrangements, undertakings, indemnities, transfers, assignments and guarantees with any party or parties and to do all acts and things, as the Board may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Proposed Notes Issue with full powers to sign and execute all documents, make applications to authorities and regulatory bodies for any approvals and consents required and assent to any conditions, modifications, revaluations, variations and/or amendments as may be required by the relevant authorities and to do all such acts and things in any manner as they may deem necessary or expedient and/or appropriate to implement, finalise and give full effect to the Proposed Notes Issue.”

By Order of the Board

Lim Seck Wah (MAICSA No. 0799845)

M.Chandrasegaran A/L S.Murugasu (MAICSA No. 0781031)

Company Secretaries

Kuala Lumpur

4 May 2018

NOTES:

- i. In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 May 2018 (General Meeting Record of Depositors) shall be eligible to attend, participate, speak and vote at the Meeting.
- ii. A member entitled to attend and vote at the Meeting is entitled to appoint any person at his proxy to attend, speak and vote instead of him. A proxy appointed to attend and vote at this Meeting shall have the same rights as the member to speak at the Meeting.
- iii. Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- iv. Where a member of the Company 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 with ordinary shares of the Company standing to the credit of the said securities account.
- v. Where a member of the Company is an authorised nominee as defined in the Securities Industry (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.
- vi. If a corporation is a member of the Company, it may vote by any person authorised by resolution of its directors or other governing body to act as its representative at any meeting in accordance with Article 67 of the Company’s Articles of Association.
- vii. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if such appointor be a corporation, under its common seal or under the hand of an officer or attorney of the corporation duly authorised, and shall be deposited at the office of the Company’s Share Registrar situated at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan, not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote. No instrument appointing a proxy shall be valid after the expiration of twelve (12) months from the date named in it as the date of its execution.
- viii. All resolutions are to be voted by way of poll pursuant to Bursa Malaysia Securities Berhad’s Listing Requirements.