



DENKO INDUSTRIAL CORPORATION BERHAD

(Company No.: 190155-M)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRAORDINARY GENERAL MEETING OF DENKO INDUSTRIAL CORPORATION BERHAD, WILL BE HELD AT THE CONFERENCE ROOM, ATA SITE 20, NO. 6 JALAN DEWANI 1, KAWASAN PERINDUSTRIAN TEMENGGONG, 81100 JOHOR BAHRU, JOHOR DARUL TAKZIM ON THURSDAY, 12 JULY 2018 AT 2:30 PM FOR THE FOLLOWING PURPOSES:

A G E N D A

Ordinary Business

1. ORDINARY RESOLUTION

Resolution 1

- PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH MICROTRONICS TECHNOLOGY SDN BHD ("PROPOSED NEW SHAREHOLDERS' MANDATE")

"THAT approval be and is hereby given for the Company and/or its subsidiaries ("Group") to enter into recurrent transactions of a revenue or trading nature with Microtronics Technology Sdn Bhd ("Microtronics") as set out in Part A Section 4.3 of the Circular to shareholders dated 20 June 2018, which are subject to the approval of the Proposed New Shareholders' Mandate, provided that such recurrent transactions are necessary for the day-to-day operations and are carried out in the ordinary course of business and at arms-length basis on normal commercial terms which are consistent with the Group's normal business practices and policies and on terms not more favourable to the related parties than those generally available to the public and on terms not to the detriment of the minority shareholders, AND THAT such approval shall be in force until:

- (i) the conclusion of the next Annual General Meeting of the Company ("AGM") at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed;
- (ii) the expiration of the period within which the next AGM is required to be held under Section 340(2) of the Companies Act, 2016 (but must not extend to such extension as may be allowed under Section 340(4) of the Companies Act, 2016); or
- (iii) revoked or varied by ordinary resolution passed by the shareholders in a general meeting,

whichever is the earlier AND THAT the Directors of the Company be and are hereby authorised to do all such acts and things (including, without limitation, to execute all such documents) in the interest of the Company to give effect to the aforesaid shareholders' mandate,

AND THAT in making the appropriate disclosure of the aggregate value of the recurrent transactions conducted pursuant to the shareholders' mandate in the Company's annual report, the Company must provide a breakdown of the aggregate value of the recurrent transactions made during the financial year, amongst others, based on the following information:

- i. the type of the recurrent transactions entered into; and
- ii. the names of the related parties involved in each type of the recurrent transaction and their relationship with the Group.

2. SPECIAL RESOLUTION

Resolution 2

PROPOSED CHANGE OF NAME

"THAT the name of the Company be changed from "Denko Industrial Corporation Berhad" to "ATA IMS Berhad" with effect from the date of issuance of the Certificate of Incorporation on Change of Name of the Company by the Companies Commission of Malaysia and the Constitution of the Company be hereby amended accordingly, wherever the existing name of the Company appears ("Proposed Change of Name")."

"AND THAT the Board of Directors and/or Secretaries of the Company be and are hereby authorised to carry out all the necessary steps and formalities in affecting the Proposed Changes of Name."

BY ORDER OF THE BOARD,

YONG MAY LI (f) (LS0000295)

WONG CHEE YIN (f) (MAICSA 7023530)

SANTHI A/P SAMINATHAN (f) (MIA 37094)

Company Secretaries

Johor Bahru

Dated: 20 June 2018

Notes:

1. For the purpose of determining members' eligibility to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Article 67(2) of the Company's Articles of Association and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositor as at 5 July 2018. Only members whose names appear therein shall be entitled to attend this meeting or appoint proxy(ies) to attend and vote on his/her behalf.
2. A member entitled to attend and vote at the meeting may appoint a proxy to vote in his stead. A proxy may but need not be a member of the Company. Where a member appoints more than 1 proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
3. In the case of a corporation, this proxy should be executed under its Common Seal or under the hand of officer or attorney of the corporation duly authorised in writing on its behalf.
4. Where a member is an authorized nominee as defined under 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.
5. 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.
6. The proxy form and the Power of Attorney or other authority (if any) under which it is signed or notationally certified copy thereof must be lodged at the Registered Office, Suite 1301, 13th Floor, City Plaza, Jalan Tebrau, 80300 Johor not less than 48 hours before the time appointed for the Meeting.
7. Pursuant to Paragraph 8.29(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of EGM shall be put to vote by poll.
8. Explanatory Note:

(a) Resolution 1

- Proposed New Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature

The proposed Resolution No. 1, if passed, will allow the Group to enter into recurrent related party transactions of a revenue or trading nature with Microtronics in the ordinary course of business and the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such recurrent related transactions occur would not arise. Besides facilitating a smoother and more efficient conduct of business, this would substantially reduce administrative time, inconvenience, expenses associated with the convening of such meetings and would place the Group in a better position to leverage and take advantage of business opportunities as and when they may arise, without compromising the corporate objectives of the Group. The shareholders' mandate is subject to renewal on an annual basis.