



TANCO HOLDINGS BERHAD

(Company No. 3326-K)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Tanco Holdings Berhad ("Tanco" or "Company") will be held at Poolside Cove, Sunway Lagoon Club, No. 3, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan on Thursday, 2 August 2018 at 10.30 a.m. or at any adjournment thereof for the purpose of considering and if thought fit, passing the resolution to give effect to the Proposed Free Warrants Issue, with or without modifications.

ORDINARY RESOLUTION

PROPOSED ISSUE OF UP TO 406,716,226 FREE WARRANTS ("WARRANTS") ON THE BASIS OF 1 WARRANT FOR EVERY 2 EXISTING ORDINARY SHARES IN TANCO ("TANCO SHARES" OR "SHARES") HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER

"**THAT** subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to issue up to 406,716,226 Warrants on the basis of 1 Warrant for every 2 existing Shares held by the shareholders of Tanco whose names appear in the Company's Record of Depositors at the close of business on the entitlement date to be determined later ("**Proposed Free Warrants Issue**");

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 the Company dated 17 July 2018 and the terms and conditions of a deed poll to be executed by the Company ("**Deed Poll**");

THAT fractional entitlements arising from the Proposed Free Warrants Issue, if any, will be disregarded and shall be dealt with in such manner as the Board in their absolute discretion deems fit, 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 new Tanco 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 Tanco Shares to be issued arising from the exercise of the Warrants will, upon allotment and issuance, rank *pari passu* in all respects with the then existing Tanco Shares, except that they shall not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid, the entitlement date of which is prior to the date of allotment of the new Shares;

THAT the Board be and is hereby authorised to enter into and execute the Deed Poll constituting the Warrants 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 do all acts, deeds and things as they may consider necessary or expedient in the best interest of the Company with full power to assent to any conditions, variations, modifications and/or amendments in any manner as it may deem fit and/or 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 parties and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Free Warrants Issue."

By Order of the Board of

TANCO HOLDINGS BERHAD

CHOI SIEW FUN (MAICSA 0877848)

CHAN KENG YEW (MICPA 1718)

Company Secretaries

Kuala Lumpur

17 July 2018

Notes:

1. Only members whose names appear on the Record of Depositors as at 25 July 2018 shall be entitled to attend the EGM or appoint proxies in his/her stead or in the case of a corporation, a duly authorised representative to attend and to vote in his/her stead.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his/her stead. A proxy may, but need not, be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
3. A member shall be entitled to appoint more than one proxy to attend and vote at the same meeting. Where a member appoints more than one proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**"), it may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. In such instance, the member shall specify the securities account number for each appointment.
5. Where a member of the Company is an exempt authorised nominee as defined under the SICDA 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 authorized nominee may appoint in respect to the Omnibus Account.
6. The instrument appointing a proxy or proxies shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
7. For a proxy to be valid, the Form of Proxy duly completed must be deposited at the Registered Office of the Company at No. 1, Jalan Bandar 1, Pusat Bandar Puchong, 47160 Puchong, Selangor Darul Ehsan, not less than 48 hours before the time appointed for holding the meeting or at any adjournment thereof.