

**NOTICE OF SEVENTEENTH ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Seventeenth Annual General Meeting of the Company will be held at 1 Jalan PJS 11/8, Bandar Sunway, 46150 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Thursday, 13 September 2018 at 10.00 a.m. to transact the following businesses:-

**AGENDA**

1. To receive the Audited Financial Statements for the financial period ended 31 March 2018 and the Reports of Directors and Auditors thereon.
2. To approve the payment of Directors' fees to the Non-Executive Directors up to an amount of RM240,000 for their services from 13 September 2018 until the next annual general meeting of the Company. **Ordinary Resolution 1**
3. To re-elect the following Directors retiring in accordance with the Company's Constitution:-
  - (i) YM Tengku Farith Rithauddeen (Article 93) **Ordinary Resolution 2**
  - (ii) Mr. Yap Kien Ming (Article 99) **Ordinary Resolution 3**
  - (iii) Mr. Yap Chor How (Article 99) **Ordinary Resolution 4**
  - (iv) Mr. Yeap Weng Hong (Article 99) **Ordinary Resolution 5**
4. To appoint Messrs Grant Thornton Malaysia as Auditors of the Company and authorise the Directors to determine their remuneration. **Ordinary Resolution 6**
5. To consider and if thought fit, to pass the following Ordinary Resolution, with or without modifications:-

**AUTHORITY TO ALLOT SHARES**

"THAT subject always to the Companies Act 2016 ("Act") and the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to the Act, to allot shares in the Company at any time until the conclusion of the next Annual General Meeting upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed 10% of the total number of issued shares of the Company for the time being."

**Ordinary Resolution 7**

6. To transact any other business of which due notice shall have been received.

BY ORDER OF THE BOARD

**SEOW FEI SAN**  
**MOK MEE KEE**  
Secretaries

Petaling Jaya  
31 July 2018

**NOTES :**

1. **Proxy**
  - 1.1 Only depositors whose names appear in the Record of Depositors as at 5 September 2018 shall be regarded as members and entitled to attend, speak and vote at the meeting.
  - 1.2 A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company and a member may appoint any persons to be his proxy.
  - 1.3 A member may appoint not more than two (2) proxies to attend the meeting. Where a member appoints two (2) proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
  - 1.4 Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
  - 1.5 Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
  - 1.6 The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, or if the appointer is a corporation, either under its Common Seal or under the hand of its officer or attorney duly authorised.
  - 1.7 The instrument appointing a proxy must be deposited at the Registered Office of the Company at 802, 8th Floor, Block C, Kelana Square, 17 Jalan SS7/26, 47301 Petaling Jaya, Selangor Darul Ehsan at least forty eight (48) hours before the time for holding the meeting or any adjournment thereof.
2. **Audited Financial Statements for the Financial Period Ended 31 March 2018**  
The shareholders' approval on the Audited Financial Statements are not required pursuant to the provisions of Section 340(1) of the Companies Act 2016 ("Act"), hence, the matter will not be put for voting.
3. **Ordinary Resolution 1: Directors' fees and benefits payable to the Non-Executive Directors**  
Pursuant to Section 230(1) of the Act, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the Seventeenth Annual General Meeting ("AGM") on the Directors' fees and benefits.  
The Directors' fees payable to the Non-Executive Directors from 13 September 2018 until the conclusion of the next AGM is estimated not to exceed RM240,000. The Board will seek shareholders' approval at the next AGM in the event the amount of the Directors' fees is insufficient due to an increase in Board size.
4. **Ordinary Resolution 7: Authority to Allot Shares**  
The proposed Ordinary Resolution 7, if passed, will empower the Directors of the Company to allot not more than 10% of the total number of issued shares of the Company subject to approvals of all the relevant governmental and/or other regulatory bodies and for such purposes as the Directors consider would be in the interest of the Company. This authorisation will, unless revoked or varied by the Company in general meeting, expire at the next AGM of the Company.  
As at the date of printing of this Annual Report, no new shares in the Company were issued pursuant to the authority granted to the Directors at the Sixteenth AGM held on 25 May 2017 and which will lapse at the conclusion of the Seventeenth AGM.  
The authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital, repayment of bank borrowing and/or acquisitions.