



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 26th Annual General Meeting of Multi-Usage Holdings Berhad will be held at Palm Ballroom 2 of AVANI Sepang Goldcoast Resort, No 67 Jalan Pantai Bagan Lalang, Kg. Bagan Lalang, 43950 Sungai Pelek, Selangor Darul Ehsan on Thursday, 27 December 2018 at 9:00 a.m. for the following purposes :

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the year ended 30 June 2018 and the Reports of Directors and Auditors thereon.
2. To re-elect Mr Ho Pui Hold who retires pursuant to Article 99 of the Company's Articles of Association. **Ordinary Resolution 1**
3. To re-elect Dato' Abdul Hadi bin Awang Kechil who retires pursuant to Article 99 of the Company's Articles of Association. **Ordinary Resolution 2**
4. To re-elect Mr Ng Kok Wah who retires pursuant to Article 99 of the Company's Articles of Association. **Ordinary Resolution 3**
5. To re-elect Ms Ang Ai Way who retires pursuant to Article 99 of the Company's Articles of Association. **Ordinary Resolution 4**
6. To re-elect Mr. Ang Kim Cheng @ Ang Teng Kok who retires pursuant to Article 94 of the Company's Articles of Association. **Ordinary Resolution 5**
7. To re-elect Mr. Ang Hwei Chyn who retires pursuant to Article 94 of the Company's Articles of Association. **Ordinary Resolution 6**
8. To approve the payment of Directors' fees and other benefits payable amounting to RM61,000 for the financial year ended 30 June 2018. **Ordinary Resolution 7**
9. To approve the payment of Directors' fees and other benefits payable for amount not exceeding RM150,000 for the financial year ending 30 June 2019. **Ordinary Resolution 8**
10. To re-appoint Messrs UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. **Ordinary Resolution 9**

AS SPECIAL BUSINESS

To consider and if thought fit, to pass with or without modifications the following resolution:-

11. Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies Act, 2016 **Ordinary Resolution 10**
"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 and subject to the approvals of the relevant governmental/ regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and 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 issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Malaysia Securities Berhad for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company"
12. To transact any other business of which due notice shall have been given.

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482)
VIMALRAJ A/L SHANMUGAM (MAICSA 7068140)
Company Secretaries

Kuala Lumpur
Date: 27 November 2018

Notes :

1. The Audited Financial Statements laid at this meeting pursuant to Section 340(1)(a) of the Companies Act, 2016 are meant for discussion only. It does not require shareholders' approval, and therefore, shall not be put forward for voting.
2. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation and the provisions of Section 334(2) of the Companies Act, 2016 shall not apply to the Company. Where a member appoints two (2) or more proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
3. 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 (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.
4. Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in one (1) 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.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if such appointer is a corporation, the proxy form must be executed under its Common Seal or the hand of its attorney.
6. For the proxy to be valid, the proxy form duly completed must be deposited at the Company's Registered Office at 12A.03 Menara Boustead Penang, 39 Jalan Sultan Ahmad Shah, 10050 Penang, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting.
7. In respect of deposited securities, only a depositor whose name appear on the Record of Depositors on 21 December 2018 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxies to attend and/or vote on his/her behalf.

Explanatory Notes to Special Business:-

- a. The proposed resolution 10, if passed, is a new mandate to provide flexibility for the Directors to undertake fund raising activities, including but not limited to placement of shares for the funding of the Company's future investments projects, working capital and/ or acquisitions, by the issuance of shares in the Company to such persons at any time, as the Directors may deem fit, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of next Annual General Meeting of the Company.