



GFM SERVICES BERHAD

(Company No.: 1033141-H)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of GFM Services Berhad ("GFM Services" or "Company") will be held at Seri Pacific Hotel, Jalan Putra, Chow Kit, 50350 Kuala Lumpur on Thursday, 3 January 2019 at 10.30 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following ordinary resolution, with or without modification:-

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 247,229,449 FREE WARRANTS ("BONUS WARRANT(S)") ON THE BASIS OF ONE BONUS WARRANT FOR EVERY TWO EXISTING ORDINARY SHARES OF GFM SERVICES ("GFM SERVICES SHARES") HELD BY ENTITLED SHAREHOLDERS ON THE ENTITLEMENT DATE ("PROPOSED BONUS ISSUE OF WARRANTS")

"THAT subject to the approvals of all relevant regulatory authorities and/or parties for the listing and quotation of up to 247,229,449 Bonus Warrants; and up to 247,229,449 new GFM Services Shares to be issued arising from the exercise of Bonus Warrants, the Directors of the Company be and are hereby authorised to issue up to 247,229,449 Bonus Warrants in accordance with the provisions of the deed poll constituting the Bonus Warrants ("Deed Poll"), on the basis of One (1) Bonus Warrant for every Two (2) existing GFM Services Shares held by the Entitled Shareholders as at the Entitlement Date, to the shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced by the board of directors of GFM Services ("Board").

THAT the Board be and is hereby authorised to allot and issue new GFM Services Shares arising from the exercise of the Bonus Warrants in accordance with the terms and conditions in the Deed Poll and such new GFM Services Shares shall, upon allotment and issue, rank *pari passu* in all aspects with the then existing issued and paid-up GFM Services Shares, save and except that the new GFM Services Shares will not be entitled to any dividends, rights, allotments and/or other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the new GFM Services Shares.

THAT fractional entitlements arising from the Proposed Bonus Issue of Warrants, if any, shall be dealt with in such manner as the Board in its absolute discretion deems fit, expedient and in the best interest of the Company.

THAT the new GFM Services Shares arising from the exercise of the Bonus Warrants shall, upon issuance and allotment, rank *pari passu* in all respects with the then existing GFM Services Shares, save and except that the said new GFM Services Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distributions which are declared, made or paid, the entitlement date of which is prior to the date of allotment and issuance of the new GFM Services Shares arising from the exercise of the Bonus Warrants.

AND THAT the Directors be and are hereby authorised to sign and execute all documents to give effect to the Proposed Bonus Issue of Warrants, deed poll constituting the Bonus Warrants; and issuance of new GFM Services Shares arising from the exercise of Bonus Warrants during the exercise period of Bonus Warrants 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 effect to the same.

By Order of the Board
GFM SERVICES BERHAD

WONG YOUN KIM (MAICSA 7018778)

Company Secretary

Kuala Lumpur

14 December 2018

Notes:-

A. Appointment of Proxy

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy(ies) to attend and vote on his(her) behalf.
2. A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of a Company shall have the same rights as the member to speak at the meeting.
3. A member may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) or more proxies, he/she shall specify the proportion of his(her) shareholdings to be represented by each proxy.
4. Where a member of the Company is an exempt authorized nominee which holds ordinary shares in the Company for multiple beneficial owners in the one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respect of each omnibus account it holds.
5. The Form of Proxy shall be signed by the appointor or his(her) attorney duly authorized in writing or, if the member is a corporation, it must be executed under its common seal or by its duly authorised attorney or officers.
6. The instrument appointing a proxy must be deposited at the Registered Office of the Company at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting.
7. In respect of deposited securities, only members whose names appear on the Record of Depositors on 27 December 2018 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend and/or vote on his(her) behalf.