



MEDA INC

MEDA INC. BERHAD

(Company No.: 507785-P)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Meda Inc. Berhad (“**Meda**” or the “**Company**”) will be held at Grand Ballroom, Level 23, Red By Sirocco, Kuala Lumpur, Menara M101, Dang Wangi, No. 3 Jalan Kamunting, 50300 Kuala Lumpur, Malaysia on **Monday, 25 February 2019 at 10.00 a.m.**, or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION

PROPOSED SHARES ISSUANCE REPRESENTING UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARE CAPITAL OF THE COMPANY (“PROPOSED SHARES ISSUANCE”)

“**THAT**, subject to and conditional upon the approvals being obtained from the relevant authorities, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to allot and issue up to 10% of the total number of issued share capital of Meda at an issue price to be determined based on the discount of not more than 10% to the 5-day volume weighted average market price of Meda Shares immediately preceding the date of price fixing, to such persons and at such time as the Board deems fit, for such purpose and utilisation of proceeds as disclosed in the circular to shareholders dated 25 January 2019 (“**Circular**”).

THAT the Subscription Shares, shall upon allotment and issue, rank *pari passu* in all respects with the then existing Meda Shares, save and except that the Subscription Shares shall not be entitled to any dividends, rights, allotments and/or other distributions, the entitlement date of which is prior to the date of allotment and issuance of such Subscription Shares.

AND THAT the Board be and is hereby authorised to do all acts and things as they may consider necessary or expedient in the best interest of the Company with the full powers to assent to any conditions, modifications, variations and/or amendments as may be required, or imposed by the relevant authorities, and to take all steps and to enter into all such agreements, arrangements, undertakings, indemnities, transfer, assignments and guarantees 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 Shares Issuance.”

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME OF THE COMPANY FROM “MEDA INC. BERHAD” TO “MERIDIAN BERHAD” (“PROPOSED CHANGE OF NAME”)

“**THAT**, the name of the Company be and is hereby changed from “Meda Inc. Berhad” to “Meridian Berhad” with effect from date of the Notice of Registration of New Name issued by the Companies Commission of Malaysia and that the Constitution of the Company be hereby amended accordingly, wherever the name of the Company appears.

AND THAT, the Directors and/or Secretary of the Company be and are hereby authorised to give effect to the Proposed Change of Name with full power to assent any conditions, modifications, variations and/or amendments as may be required by the relevant authorities.”

By Order of the Board

WONG YOUN KIM (MAICSA 7018778)

TAN SHIM CHIENG (MAICSA 7013540)

Joint Secretaries

Kuala Lumpur

25 January 2019

Notes :

- (a) *In respect of deposited securities, only members whose names appear in the Record of Depositors on 20 February 2019 (“General Meeting Record of Depositors”) are entitled to attend, speak and vote at the Company’s Extraordinary General Meeting to be held on 25 February 2019.*
- (b) *A member entitled to attend and vote at the meeting is entitled to appoint not more than 2 proxies to attend and vote in his stead. Where a member appoints more than 1 proxy, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.*
- (c) *A proxy need not be a member of the Company. A member entitled to attend and vote at the Meeting is entitled to appoint any person as his proxy to attend and vote instead of the member at the Meeting. There shall be no restriction as to the qualification of the proxy.*
- (d) *In the case of a corporate body, the proxy appointed must be in accordance with the Constitution (Memorandum and Articles of Association) and the instrument appointing a proxy shall be given under the company’s common seal or under the hand of an officer or attorney of the corporation duly authorised.*
- (e) *Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, 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 respects of each omnibus account it holds.*
- (f) *The Form of Proxy must be deposited at the Company’s Registrar, Symphony Share Registrars Sdn Bhd, Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time set for holding the meeting or at any adjournment thereof.*
- (g) *Any alteration in the Form of Proxy must be initialed.*