



NEXGRAM HOLDINGS BERHAD

(Company No. 660055-H)

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Nexgram Holdings Berhad (“**Nexgram**” or “**Company**”) will be held at Dewan Perdana, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Friday, 23 August 2019 at **10.00 a.m.**, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF ONE BLOCK OF 11-STOREY STRATIFIED OFFICE BUILDING, BLOCK 1 (TYPE E), THE HORIZON, BANGSAR SOUTH, KNOWN AS NEXGRAM TOWER, BY COCONUT THREE SDN BHD (“COCONUT THREE”), A WHOLLY-OWNED SUBSIDIARY OF NEXGRAM, TO IMS DEVELOPMENT SDN BHD (“IMS”) FOR A CASH CONSIDERATION OF RM67,000,000 (“PROPOSED DISPOSAL”)

“THAT subject to the approvals of all relevant parties and/or authorities being obtained (where required), approval be and is hereby given to Coconut Three to dispose Nexgram Tower to IMS for a cash consideration of RM67,000,000, subject to and upon such terms and conditions as set out in the sale and purchase agreement (“**SPA**”) dated 31 December 2018 entered into between Coconut Three and IMS for the Proposed Disposal and the addendum to the SPA dated 22 March 2019;

AND THAT the Board of Directors of the Company be and is hereby empowered and authorised to do all acts and things and execute all necessary documents 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 may be required or permitted by any relevant authorities in order to finalise, implement and/or give full effect to the Proposed Disposal.”

By Order of the Board

WONG YOUN KIM (MAICSA 7018778)

Company Secretary

Kuala Lumpur

Date: 8 August 2019

Notes:

1. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 August 2019 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at this meeting.*
2. *A member shall be entitled to appoint not more than two (2) proxies to attend, speak and vote at this meeting. A proxy may but need not be a member of the Company.*
3. *Where a member appoints two (2) proxies, the member shall specify the proportions of his/her shareholdings to be represented by each proxy failing which, the appointment shall be invalid.*
4. *Where a member is an exempt authorised nominee 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 respect of each omnibus account it holds.*
5. *To be valid, the original proxy form, duly completed 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 at any adjournment thereof.*
6. *If the appointor is a corporation the proxy form must be executed under its common seal or under the hand of an officer or attorney duly authorised.*
7. *By submitting the duly executed proxy form, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, processing, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of this meeting and at any adjournment thereof.*