

SMILE-LINK HEALTHCARE GLOBAL BERHAD

(Company No: 1254469-U)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Smile-Link Healthcare Global Berhad ("**SLHGB**" or the "**Company**") will be held at C-21-01, Zeva Boulevard, Persiaran Pinggiran Putra, Bandar Putra Permai, 43300 Seri Kembangan, Selangor Darul Ehsan on Thursday, 10 October 2019 at 4.00 p.m. any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution, with or without any modifications:

AGENDA

ORDINARY RESOLUTION

PROPOSED ACQUISITION OF THE ENTIRE EQUITY INTEREST IN SMILE-LINK SDN BHD ("SLSB**") FOR A TOTAL CONSIDERATION OF RM5,500,000.00 TO BE SATISFIED VIA A COMBINATION CASH AND ISSUANCE OF CONSIDERATION SHARES ("**PROPOSED ACQUISITION**")**

"THAT subject to all approvals being obtained from the relevant regulatory or authorities, including but not limited to the approval of Bursa Malaysia Securities Berhad for the listing of and quotation for the Consideration Shares to be issued and the conditions precedent in the Shares Sale Agreement ("**SSA**") dated 13 September 2019, entered into between SLHGB with the Vendors being fulfilled or waived (as the case may be), for SLHGB to acquire entire equity interest in SLSB for a total consideration of RM5,500,000.00 to be satisfied via RM1,600,000.00 in cash consideration and RM3,900,000.00 in value by issuance of new Smile-Link Healthcare Global Berhad ordinary shares based on the five-day volume weighted average market price upon obtain the shareholders' approval in the EGM subject to terms and conditions stated in the SSA.

THAT the Consideration Shares to be allotted and issued, upon allotment and issuance, rank pari passu in all respects with each other and with the then existing shares save and except that the holders of such Consideration 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 the Consideration Shares;

AND THAT the Board be and is hereby authorised and empowered to take all acts and things and to execute all necessary documents, to give full effects and to complete the Proposed Acquisition with full power to assent to or make any modifications, variations and/or amendments as may be required, or imposed by the relevant authorities or as may be required by the relevant authorities and as the Board may deem necessary and expedient to finalise, implement and give full effect to complete Proposed Acquisition."

By Order of the Board

SMILE-LINK HEALTHCARE GLOBAL BERHAD

WONG YOUN KIM (MAICSA 7018778)

Company Secretary

Kuala Lumpur

Dated this 25th day of September, 2019

Notes:

1. A member of the Company entitled to attend and vote at this meeting may appoint maximum two proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a general meeting of the Company shall have the same rights as the member to speak at the general meeting.
2. Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
3. Where a member is an authorised nominee as defined under the Depositories Act, 1991, it may appoint at least one 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 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. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the common seal or under the hand of an officer or attorney duly authorised.
6. To be valid the proxy form duly completed must be deposited at the registered office at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur not less than 24 hours before the time for holding the meeting or any adjournment thereof.
7. In respect of deposited securities, only members whose names appear in the Record of Depositors on 3 October 2019 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at the extraordinary general meeting.
8. All resolution set out in this notice will be put to vote by way of poll.