

NOTICE IS HEREBY GIVEN THAT the Nineteenth Annual General Meeting of the Company will be held at Langkawi Room, Bukit Jalil Golf & Country Resort, Jalan 3/155B, Bukit Jalil, 57000 Kuala Lumpur on Friday, 3 December 2010 at 11.30 a.m. for the transaction of the following businesses:

- To lay and discuss on the Directors' Report and the Audited Financial Statements for the financial year ended 30 June 2010 together with the Auditors' Report thereon.
- 2. To declare a Final Dividend of 4% less 25% Income Tax and a Final Tax-Exempt Dividend of 1% for the financial year ended 30 June 2010.
- 3. To approve the payment of Directors' fees for the financial year ended 30 June 2010.
- 4. To re-elect the following Directors who retire pursuant to Article 96 of the Articles of Association of the Company:
  - (i) Mr Chiang Heng Kieng
  - (ii) Mr Chiang Sang Bon
  - (iii) Mr Chiang Fong Tat
- 5. To re-appoint Messrs BDO as Auditors of the Company and to authorise the Directors to fix their remuneration.

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

6. Authority to Issue Shares pursuant to Section 132D of the Companies Act, 1965

"THAT pursuant to Section 132D of the Companies Act, 1965, and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions, for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued in any one financial year of the Company does not exceed ten per centum (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 for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."

7. Special Resolution-Proposed Amendment to the Articles of Association of the Company

"THAT the following existing Article I38 of the Articles of Association of the Company be deleted in its entirely and be replaced with the following:-

# Existing Article 138 - Payment by post

Any dividend or other moneys payable in cash on or in respect of a share may be paid by cheque or warrant sent through the post to the registered address of the member or person entitled thereto, or are entitled thereto in consequence of the death or bankruptcy of the holder, to any one of such persons or to such persons and such address as such persons may in writing direct. Every such cheque or warrant shall be made payable to the order of the person to whom it is sent or persons entitled to the share in consequence

#### Proposed New Article 138 - Payment of dividends

Any dividend or other moneys payable in cash on or in respect of a share may be paid by cheque or warrant sent through the post to the registered address or by direct electronic transfer to the bank account of the holder as appear in the Record of Depositors or Register of the Members or person entitled thereto, or are entitled thereto in consequence of the death or bankruptcy of the holder, to any one of such persons or to such person and such address as such person may in writing direct. Every such cheque or warrant shall

To refer to Explanatory Note I

Ordinary Resolution 1

Ordinary Resolution 2

Ordinary Resolution 3 Ordinary Resolution 4 Ordinary Resolution 5

Ordinary Resolution 6

Ordinary Resolution 7

Special Resolution



of the death or bankruptcy of the holder may direct and payment of the cheque, if purporting to be endorsed, shall be a good discharge to the Company. Every such cheque or warrant shall be sent at the risk of the person entitled to the money represented thereby.

be made payable to the order of the person to whom it is sent or person entitled to the share in consequence of the death or bankruptcy of the holder may direct and the payment of any such cheque or warrant, if purporting to be endorsed, or direct electronic transfer shall operate as a good discharge to the Company in respect of the dividend represented thereby notwithstanding that it may subsequently appear that the same has been stolen or that the endorsement thereon has been forged or there is discrepancy given by the Member in the details of bank account(s). Every such cheque or warrant shall be sent or by electronic transfer at the risk of the person entitled to the money represented thereby. Where the shareholders have provided to the Central Depository the relevant contact details for purposes of electronic notifications, the Company shall notify them electronically once the Company has paid the cash dividends out of its accounts. All dividends unclaimed shall be dealt with by the Company in accordance with the Unclaimed Money Act, 1965.

8. To transact any other ordinary business of the Company for which due notice shall have been given.

#### NOTICE OF DIVIDEND PAYMENT

NOTICE IS HEREBY GIVEN THAT, subject to the approval of the shareholders of the Company at the Nineteenth Annual General Meeting a Final Dividend of 4% less 25% Income Tax and a Final Tax-Exempt Dividend of 1% for the financial year ended 30 June 2010 will be paid on 23 December 2010 to the Depositors whose names appear in the Record of Depositors at the close of business on 15 December 2010.

A Depositor shall qualify for entitlement to the dividends only in respect of

- (a) shares transferred into the Depositor's Securities Account before 4.00 p.m. on 15 December 2010 in respect of ordinary transfers; and
- (b) shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

By Order of the Board

TING OI LING CHOK KWEE WAH TAN KEAN WAI Company Secretaries

Petaling Jaya 11 November 2010

# NOTICE OF ANNUAL GENERAL MEETING (cont'd)



#### Notes:

- A member is entitled to appoint a proxy (or in the case of corporation, to appoint a representative) to attend and vote on his place. A proxy need not be a member of the Company.
- 2. The Proxy Form must be signed by the appointer or his attorney duly authorized in writing or in the case of a corporation, executed under its common seal or attorney duly authorised in that behalf.
- 3. All the Proxy Forms must be deposited at the Company's Registered Office situated at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the Meeting or at any adjournment thereof.

#### **Explanatory Notes:**

#### Item I of the Agenda

To lay and discuss on the Directors' Report and the Audited Financial Statements for the financial year ended 30 June 2010 together with the Auditors' Report thereon

This item is meant for discussion only as the provision of Section 169 (1) of the Companies Act 1965 does not require shareholders' approval for the Audited Financial Statements. Henceforth, this item is not put forward for voting.

#### Item 6 of the Agenda

Authority to Issue Shares pursuant to Section 132D of the Companies Act 1965

The proposed Ordinary Resolution 7 is for the purpose of granting a general mandate for renewal ("General Mandate") and empowering the Directors of the Company, pursuant to Section 132D of the Companies Act, 1965 to issue new shares in the Company from time to time provided that aggregate number of shares issued pursuant to the General Mandate does not exceed ten per centum (10%) of the issued share capital of the Company for such purposes as the Directors consider would be in the interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve such an issue of shares. This authority will, unless revoked or varied by the Company at a general meeting, expire at the conclusion of the next annual general meeting or the expiration of the period within which the next annual general meeting is required by law to be held, whichever is the earlier.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last annual general meeting held on 25 November 2009 and which will lapse at the conclusion of the forthcoming annual general meeting.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisitions.

# Item 7 of the Agenda

### Proposed Amendment to the Articles of Association of the Company

The proposed Special Resolution, if passed, will empower the Directors of the Company to take such steps that are necessary to amend the Company's Articles of Association to be in line with the amendments to the Listing Requirements of Bursa Malaysia Securities Berhad in relation to the implementation of e-Dividend.



STATEMENT ACCOMPANYING THE NOTICE OF ANNUAL GENERAL MEETING Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

# The Directors who are standing for re-election at the Nineteenth Annual General Meeting

The Directors standing for re-election pursuant to Article 96 of the Articles of Association of the Company are:

- (i) Mr Chiang Heng Kieng
- (ii) Mr Chiang Sang Bon
- (iii) Mr Chiang Fong Tat

The profiles of the above Directors are set out in the section entitled "Profile of Directors" on pages 16 to 20. Their respective shareholdings in the Company are set out in the section entitled "Analysis of Shareholdings" on page 132.

# The Details of Attendance of the Directors at Board Meetings

The details of attendance of each Director at the Board Meetings are set out on page 20.

# The Date, Time and Place of the Annual General Meeting

The Nineteenth Annual General Meeting of the Company will be held as follows:

Date	Time	Place
3 December 2010 Friday	11.30 a.m.	Langkawi Room, Bukit Jalil Golf & Country Resort, Jalan 3/155B, Bukit Jalil, 57000 Kuala Lumpur