



# SHH RESOURCES HOLDINGS BERHAD

(Company No: 304227-U)  
(Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Fourth Annual General Meeting of the Company will be held at the **Pendeta Room, Palm Resort Golf & Country Club, Jalan Persiaran Golf, Off Jalan Jumbo, 81250 Senai, Johor Darul Takzim** on **27 November 1998 at 10.30 a.m.** for the transaction of the following businesses:-

1. To receive and adopt the Audited Statement of Accounts for the financial year ended 30 June 1998 together with the Reports of the Directors and the Auditors thereon. (Resolution 1)
2. To declare a first and final tax-exempt dividend of 5% in respect of the financial year ended 30 June 1998. (Resolution 2)
3. To approve the payment of Directors' fees for the financial year ended 30 June 1998. (Resolution 3)
4. To re-elect the following Directors who retire in accordance with Article 80 of the Company's Articles of Association:-
  - Yap Lay Ching (Resolution 4)
  - Lim Swee Chong (Resolution 5)
5. To re-appoint Messrs Peter Chong & Co as Auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 6)
6. As Special Business:-  
To consider and, if thought fit, to pass the following resolution with or without amendment as an ordinary resolution:-  
"That subject always to the Companies Act, 1965, the Articles of Association of the Company and the approvals of the Kuala Lumpur Stock Exchange and the relevant Governmental or regulatory bodies, where such approvals are necessary, the Directors of the Company be and are hereby given full authority, pursuant to Section 132D of the Companies Act, 1965, to issue and allot shares in the capital of the Company at any time upon such terms and conditions and for such purposes as the Board of Directors may, in their absolute discretion, deemed fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the issued and paid-up share capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company". (Resolution 7)
7. To transact any other ordinary business of the Company of which due notice shall have been given.

## NOTICE OF BOOKS CLOSURE

**NOTICE IS HEREBY GIVEN THAT** the Share Transfer Books and Register of Members of the Company will be closed on 9 January 1999 to 12 January 1999, both dates inclusive, for the purpose of determining shareholders' entitlement to the first and final dividend payment.

The first and final tax-exempt dividend, if approved, will be paid on 2 February 1999 to shareholders registered in the books of the Company as at the close of business on 8 January 1999. Duly completed transfers received by the Company's Registrars, MIDF Consultancy and Corporate Services Sendirian Berhad, 12th Floor, Bangunan MIDF, 195A Jalan Tun Razak, 50400 Kuala Lumpur up to 5.00 p.m. on 8 January 1999 will be registered before entitlement to the dividend is determined.

**FURTHER NOTICE IS HEREBY GIVEN** that the Malaysian Central Depository Sdn Bhd shall not be accepting any requests for deposit of shares commencing 12.30 p.m. on 6 January 1999 until 12.29 p.m. on 8 January 1999. A depositor shall qualify for entitlement only in respect of:-

- a) Shares deposited into the Depositor's Securities Account before 12.30 p.m. on 6 January 1999;
- b) Shares transferred into the Depositor's Securities Account before 12.30 p.m. on 8 January 1999 in respect of ordinary transfers;
- c) Shares bought on the Kuala Lumpur Stock Exchange on a cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

### BY ORDER OF THE BOARD

**HOH MING FATT**

*Secretary*

Muar, Johor Darul Takzim  
12 November 1998

Notes:-

1. A member entitled to attend and vote at the Annual General Meeting shall be entitled to appoint more than one proxy (subject always to a maximum of two (2) proxies at each meeting) to attend and vote in his/her stead at the same meetings. A proxy shall be a member of the Company and if the proxy is not a member, the proxy shall be an advocate or an approved company auditor or a person approved by the Registrar of Companies.
2. In the case of a corporate member, the instrument appointing a proxy must be executed either under its common seal or under the hand of its officer or attorney duly authorised.
3. To be valid, the instrument appointing a proxy must be duly completed and deposited at the Registered Office of the Company at 1-9 (1st Floor), Jalan Arab, 84000 Muar, Johor Darul Takzim not less than forty-eight (48) hours before the time set for holding of the Annual General Meeting or any adjournment thereof.
4. Explanation Note on Special Business  
The Ordinary Resolution 7 proposed under Item 6, if pass, will empower the Directors to allot and issue shares in the Company up to an amount not exceeding ten per centum (10%) of the issued and paid-up share capital of the Company for such purposes as they consider would be in the best interest of the Company. This authority, unless revoked or varied at a general meeting will expire at the next Annual General Meeting of the Company.