



SIN HENG CHAN (Malaya) Berhad (4690-V)

(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty-Sixth (36th) Annual General Meeting of the Company will be held at Cempaka Room, Hotel Equatorial, Jalan Sultan Ismail, 50250 Kuala Lumpur, on Friday, the 28th of August 1998, at 11.00 a.m. for the following purposes:

ORDINARY BUSINESS

- 1 To receive and adopt the Audited Accounts for the financial year ended 31st December, 1997, and the Report of the Directors and Auditors thereon. **Resolution 1**
- 2 To re-elect the following Directors who retire in accordance with the Articles of Association of the Company:
 - (i) Tuan Syed Omar bin Syed Abdullah **Resolution 2**
 - (ii) Encik Ghazali bin Saiboo **Resolution 3**
- 3 To appoint Auditors and to authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

By way of special business to consider and, if thought fit, passing the following Ordinary Resolution:

- 4 "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 other relevant governmental/regulatory authorities, where such approvals are necessary, the Directors be and are hereby authorised, pursuant to Section 132D of the Companies Act, 1965, to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the issued 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 5**

BY ORDER OF THE BOARD

NG SEE YEN

Company Secretary

Kuala Lumpur

Dated this 14th day of August 1998

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company.
2. A member shall be entitled to appoint more than one proxy to attend and vote at the same meeting.
3. Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportions in writing or, if the appointer is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under hand of an officer or attorney duly authorised.
5. The instrument appointing a proxy must be deposited at the Registered Office of the Company at 5th Floor, Menara Aetna Universal, 84 Jalan Raja Chulan, 50200 Kuala Lumpur not less than 48 hours before the time for holding the meeting or any adjournment thereof.