

# PRIVASIA TECHNOLOGY BERHAD

Company No. 825092-U  
(Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EIGHTH (8TH) ANNUAL GENERAL MEETING ("AGM") OF PRIVASIA TECHNOLOGY BERHAD ("PTB" or "THE COMPANY") WILL BE HELD AT UNIT C-21-02, 2ND FLOOR, DATARAN 3 DUA (3 TWO SQUARE), NO. 2, JALAN 19/1, 46300 PETALING JAYA, SELANGOR DARUL EHSAN ON FRIDAY, 24 JUNE 2016 AT 10.00 A.M. FOR THE FOLLOWING PURPOSES:

AGENDA	Resolution No.
<b>As Ordinary Business:</b>	
1 To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2015 together with the Reports of the Directors and of the Auditors thereon. Please refer to Explanatory Notes	
2 To approve the payment of a Single Tier Tax Exempt Final Dividend of 0.20 sen per ordinary share for the financial year ended 31 December 2015 on 558,200,020 ordinary shares of RM0.10 each amounting to dividend payable of RM1,116,400.04.	1
3 To approve the payment of Directors' fees for the financial year ended 31 December 2015.	2
4 To re-elect Mr. Brian Wong Wye Pong retiring under the provision of Article 129 of the Articles of Association of the Company, and who, being eligible, has offered himself for re-election.	3
5 To re-elect Datuk Mohd Aqliff Shane Abdullah retiring under the provision of Article 129 of the Articles of Association of the Company, and who, being eligible, has offered himself for re-election.	4
6 To appoint Auditors and authorise the Directors to fix their remuneration.	5
<b>As Special Business:</b>	
To consider and, if thought fit, to pass the following Ordinary Resolution:-	
7 Ordinary Resolution: Authority to issue and allot shares pursuant to Section 132D of the Companies Act, 1965. "THAT subject always to the Companies Act, 1965, the Articles of Association of the Company and the approvals of the relevant governmental/regulatory authorities, where such approval is necessary, the Directors be and are hereby authorised pursuant to section 132D of the Companies Act, 1965, to issue and allot shares in the Company at any time until the conclusion of the next Annual General Meeting, in such number and to such person and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued 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 also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued."	6
8 To transact any other business of which due notice shall have been given.	

### NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT, subject to the approval of the shareholders at the Eighth (8th) Annual General Meeting, a Single Tier Tax Exempt Final Dividend of 0.20 sen per ordinary share for the financial year ended 31 December 2015 on 558,200,020 ordinary shares of RM0.10 each amounting to dividend payable of RM1,116,400.04 will be paid to the shareholders on 18 August 2016. The entitlement date of the said dividend shall be 25 July 2016.

A Depositor shall qualify for entitlement to the dividend only in respect of:-

- Shares transferred into the Depositor's Securities Account before 4.00 p.m. on 25 July 2016 in respect of transfers; and
- Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order Of The Board,

**WONG CHOW LAN (MAICSA 7012088)**

**FOO LI LING (MAICSA 7019557)**

Company Secretaries

Petalang Jaya

Date : 29 April 2016

### NOTES

- A member of the Company entitled to attend and vote at the above Meeting ("Member") may appoint not more than two (2) proxies to attend and vote instead of him/her.
- If a Member appoints two (2) proxies, the appointments shall be invalid unless he specified the proportions of his/her shareholdings to be represented by each proxy.
- There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a Meeting shall have the same rights as the Member to speak at the Meeting.
- Where a Member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- Where a Member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.
- For a proxy form to be valid, it must be deposited at the Registered Office of the Company at 13A, Jalan SS21/56B, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty eight (48) hours before time appointed for the Meeting or any adjournments thereof.
- 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 its common seal or under the hand of an officer or attorney duly authorised. An instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand a poll on behalf of the appointer.

### General Meeting Record of Depositors

- For purpose of determining who shall be entitled to attend this Meeting, the Company shall request Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 14 June 2016 pursuant to Article 79 and paragraph 7.16 (2) of Bursa Malaysia Securities Berhad ACE Market Listing Requirements. A Depositor whose name appears as such Record of Depositors shall be entitled to attend this Meeting.

### Explanatory Notes

Item 1 of the Agenda - To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2015 together with the Reports of the Directors and of the Auditors 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. Therefore, this item will not be put forward for voting.

### Ordinary Resolution

Resolution 6 - Authority to issue and allot shares pursuant to Section 132D of the Companies Act, 1965.

The proposed Resolution 6, if passed, will authorize the Directors to issue shares up to 10% of the total issued capital of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. The purpose for the renewal of a general mandate is to avoid any delay and costs in convening a general meeting to specifically approve such an issue of shares for any possible fund raising activities (excluding placing of shares) for the purpose of funding further investment projects, additional working capital, acquisitions, etc.

This authority unless, revoked or varied at a general meeting, will expire at the next annual general meeting of the Company.

The Company did not issue any new shares pursuant to the mandate granted to the Directors at the last annual general meeting held on 18 June 2015 and which will lapse at the conclusion of the forthcoming annual general meeting.