

# PRIVASIA TECHNOLOGY BERHAD

Company No. 825092-U  
(Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT THE SECOND (2ND) ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AT UNIT C-21-04, 4TH FLOOR (TRAINING ROOM), DATARAN 3 DUA (3 TWO SQUARE), NO. 2, JALAN 19/1, 46300 PETALING JAYA, SELANGOR DARUL EHSAN ON FRIDAY, 18 JUNE 2010 AT 10.00 A.M. FOR THE FOLLOWING PURPOSES :-**

### AGENDA

### Resolution No.

- 1 To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2009 together with the Reports of the Directors and of the Auditors thereon.  
*Please refer to Explanatory Notes*
- 2 To approve the payment of Directors' fees for the financial year ended 31 December 2009. 1
- 3 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. 2
- 4 To re-elect Encik 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. 3
- 5 To re-appoint Messrs. KPMG as Auditors of the Company for the financial year ending 31 December 2010 and to authorise the Board of Directors to fix the Auditors' remuneration. 4
- 6 To transact any other ordinary business of which due notice shall have been given.

### As Special Business :

To consider, and if thought fit, to pass with or without modifications the following as ordinary resolution :-

### 7 Authority to Issue Shares

"That subject always to the Companies Act, 1965, the Articles of Association of the Company and the approvals of the relevant governmental and regulatory authorities, the Directors be and are hereby empowered pursuant to Section 132D of the Companies Act, 1965, to issue shares in the Company at such time 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 issued pursuant to this resolution does not exceed 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 for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

5

By Order Of The Board,

**WONG CHOW LAN** (MAICSA 7012088)  
**FOO LI LING** (MAICSA 7019557)  
Company Secretaries

Date : 28 April 2010

### NOTES

- 1 A member of the Company entitled to attend and vote at the above meeting may appoint not more than 2 (two) proxies to attend and vote instead of him/her. A proxy need not be a member of the Company and the provisions of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
- 2 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 not less than 48 (forty eight) hours before time appointed for the Meeting or any adjournments thereof.
- 3 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.

### Explanatory Notes

Item 1 of the Agenda – To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2009 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 5 – Authority to Issue Shares

The proposed Ordinary Resolution 5, if passed, will authorise 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 as the last Annual General Meeting held on 24 June 2009 and which will lapse at the conclusion of the forthcoming Annual General Meeting.