

KUMPULAN PERANGSANG SELANGOR BERHAD (Company No. 23272-K)

NOTICE OF EXTRAORDINARY GENERAL MEETING



NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Kumpulan Perangsang Selangor Berhad ("**Perangsang Selangor**" or "**Company**") will be held at Shah Alam 2, SACC Convec, No. 4, Jalan Perbadanan 14/9, 40000 Shah Alam, Selangor Darul Ehsan on Wednesday, 24 July 2019 at 10.00 a.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing the following resolution with or without modifications:

ORDINARY RESOLUTION

PROPOSED ACQUISITION OF 100% EQUITY INTEREST IN TOYOPLAS MANUFACTURING (MALAYSIA) SDN. BHD. ("TMM") BY PERANGSANG DINAMIK SDN. BHD. ("PDSB"), A WHOLLY-OWNED SUBSIDIARY OF PERANGSANG SELANGOR, FOR A CASH CONSIDERATION OF RM311,250,000 ("PROPOSED ACQUISITION")

"THAT, subject to the relevant approvals/consents being obtained and subject to the conditions precedent stipulated in the conditional share sale agreement dated 17 May 2019 entered into between PDSB, a wholly-owned subsidiary of Perangsang Selangor, Toyoplas Consolidated Limited ("**TCL**"), Lim Lai An and Lim Hui Bian ("**SSA**") being fulfilled, approval be and is hereby given for PDSB to acquire the entire enlarged issued share capital of TMM (including the additional ordinary shares to be issued by TMM to TCL pursuant to the proposed internal reorganisation exercise involving TMM) from TCL for a total cash consideration of RM311,250,000 upon the terms and conditions set out in the SSA.

THAT the execution by PDSB of the SSA and performance of its obligations under the SSA be and are hereby approved, ratified and confirmed.

THAT the Board of Directors of Perangsang Selangor ("**Board**") be and is hereby authorised to take all steps and do all such acts as it may consider necessary, expedient or appropriate to give full effect to the Proposed Acquisition with full power to enter into all such transactions, arrangements and agreements in respect of any matter arising under or in connection with the Proposed Acquisition and to assent to any conditions, modifications, variations, additions and/or amendments as may be imposed by any relevant authorities and/or as the Board may deem fit or in the best interest of the Company.

AND THAT all previous actions by the Board for the purpose of or in connection with the Proposed Acquisition be and are hereby adopted, approved and ratified."

By Order of the Board

HASHIMAH BINTI MOHD ISA (Practicing Certificate No. 201908000993)
SELFIA BINTI MUHAMMAD EFFENDI (Practicing Certificate No. 201908000999)
Joint Company Secretaries

Shah Alam, Malaysia
9 July 2019

Notes:

- (1) For the purpose of determining a member who shall be entitled to attend this Extraordinary General Meeting ("**EGM**"), the Company shall be requesting Bursa Malaysia Depository Sdn Bhd as per Clause 54 of the Company's Constitution and Section 34(l) of the Securities Industry (Central Depositories) Act, 1991 of Malaysia ("**Central Depositories Act**") to issue a General Meeting Record of Depositors as at 17 July 2019. Only a depositor whose name appears on the Record of Depositors as at 17 July 2019 shall be entitled to attend the said meeting and to speak or vote thereat.*
- (2) The proxy need not be a member. There shall be no restriction as to the qualification of the proxy.*
- (3) A member of the Company, who is entitled to attend and vote at a meeting of the Company, or at a meeting of any class of members of the Company, may appoint not more than two (2) proxies to attend and vote instead of the member at the meeting.*
- (4) Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.*
- (5) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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.*
- (6) Where a member or the authorised nominee appoints more than one (1) proxy, or where an exempt authorised nominee appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.*
- (7) If the appointer is a corporation, the proxy form must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.*
- (8) If the name is not inserted in the space for the name of your proxy, the Chairman of the meeting will act as your proxy.*
- (9) The proxy form must be deposited at the share registrar's office of Boardroom Share Registrars Sdn Bhd (formerly known as Symphony Share Registrars Sdn Bhd), Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, not less than 24 hours before the time of holding the EGM or any adjournment thereof.*
- (10) The lodging of a proxy form does not preclude a member from attending and voting in person at the meeting, should the member subsequently decide to do so.*
- (11) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice of EGM will be put to vote by poll.*