

notice of annual general meeting

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NOTICE IS HEREBY GIVEN THAT the Fourteenth Annual General Meeting of Loh & Loh Corporation Berhad (“the Company” or “LLCB”) will be held at Sime Darby Convention Centre, 1A Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur on Wednesday, 2 June 2010 at 11:00 a.m. for the purpose of transacting the following businesses:-

AGENDA

As Ordinary Business

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 the Auditors thereon.
2. To approve the payment of a final dividend of 10 sen per share less 25% income tax for the financial year ended 31 December 2009. **Resolution 1**
3. To approve the Directors’ fees for the financial year ended 31 December 2009. **Resolution 2**
4. To re-elect the following Directors who retire by rotation in accordance with Article 118 of the Company’s Articles of Association and being eligible, have offered themselves for re-election:-
 - i. Mr. Loh Kim Kah **Resolution 3**
 - ii. Mr. Yong Weng Fai **Resolution 4**
5. To re-appoint Messrs. Ernst & Young as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. **Resolution 5**

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As Special Business

6. To consider and, if thought fit, with or without modification, to pass the following resolution which will be proposed as an Ordinary Resolution:-

Ordinary Resolution

Proposed Renewal of Shareholders' Mandate for Loh & Loh Corporation Berhad ("LLCB" or "the Company") and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Related Parties ("the Proposal")

"That pursuant to paragraph 10.09 of Bursa Malaysia Securities Berhad Main Market Listing Requirements, the Company and/or its subsidiaries ("the LLCB Group") be and are hereby authorised to enter into the recurrent transactions of a revenue or trading nature which are necessary for the LLCB Group's day-to-day operations as set out in the Circular to Shareholders dated 11 May 2010 ("the Circular") with the related parties mentioned therein, provided that the transactions are necessary for the day-to-day operations and undertaken in the ordinary course of business and at arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company;

And that such approval, unless revoked or varied by the Company in general meeting, shall continue to be in force until:-

- i. the conclusion of the next Annual General Meeting of the Company following the General Meeting at which the Proposal was passed, at which time it will lapse, unless by a resolution passed at the Meeting, the authority is renewed;
 - ii. the expiration of the period within which the next Annual General Meeting of the Company after that date is required to be held pursuant to Section 143(1) of the Companies Act, 1965 (but must not extend to such extension as may be allowed pursuant to Section 143(2) of the Companies Act, 1965); or
 - iii. revoked or varied by resolution passed by the Shareholders in general meeting,
- whichever is the earlier;

And that the Directors of the Company be and are hereby authorised to complete and to do all such acts and things as they may consider expedient or necessary to give effect to the Proposal."

Resolution 6

7. To transact any other business for which due notice shall have been given.

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DATE OF ENTITLEMENT AND PAYMENT OF FINAL DIVIDEND

NOTICE IS HEREBY GIVEN THAT subject to the approval of the shareholders, the final dividend of 10 sen per share less 25% income tax for the financial year ended 31 December 2009 will be paid on 18 June 2010 to shareholders whose names appear in the Record of Depositors at the close of business on 10 June 2010.

A depositor shall qualify for entitlement only in respect of:-

- a. shares transferred to the depositor's securities account before 4.00 p.m. on 10 June 2010 in respect of ordinary transfers; and
- b. 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

Chua Siew Chuan MAICSA 0777689

Chin Mun Yee MAICSA 7019243

Company Secretaries

Kuala Lumpur

11 May 2010

NOTES

1. A member of the Company who is entitled to attend and vote at this Meeting is entitled to appoint a proxy to attend and vote on a show of hands or on a poll in his stead. A proxy need not be a member of the Company.
2. In the case of a corporate member, the instrument appointing a proxy shall be under its Common Seal or signed by its attorney or under the hand of an officer of the corporation duly authorised in that behalf.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds which is credited with ordinary shares of the Company.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holding to be represented by each proxy.
5. The instrument appointing a proxy must be deposited at the Company's Registered Office situated at Level 7, Menara Mileniun, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, not less than forty eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.

NOTE ON SPECIAL BUSINESS

Ordinary Resolution

Resolution pertaining to proposed renewal of shareholders' mandate for recurrent related party transactions

The proposed Ordinary Resolution, if passed, will enable the LLCB Group to enter into any of the recurrent transactions of a revenue or trading nature which are necessary for the LLCB Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company. The details of the Proposal are set out in the Circular to the Shareholders dated 11 May 2010 circulated together with this Annual Report.