

# WILLOWGLEN

**WILLOWGLEN MSC BERHAD**

(Company No. 462648-V)

(Incorporated in Malaysia)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Willowglen MSC Berhad (“**Willowglen**” or the “**Company**”) will be held at Grand Lotus, Level 2, Swiss-Garden Residences, 117 Jalan Pudu, 55100 Kuala Lumpur, Malaysia on Wednesday, 16 May 2018 at 10.30 a.m. or immediately after the conclusion or adjournment (*as the case may be*) of the Twentieth Annual General Meeting of Willowglen to be held at the same venue and on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution with or without any modifications:-

### **ORDINARY RESOLUTION**

**PROPOSED BONUS ISSUE OF 248,000,000 NEW ORDINARY SHARES IN WILLOWGLEN MSC BERHAD (“WILLOWGLEN” OR THE “COMPANY”) (“WILLOWGLEN SHARES” OR “SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING WILLOWGLEN SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE”)**

“**THAT**, subject to all approvals being obtained from the relevant regulatory authorities and parties (*if required*), authority be and is hereby given to the Board of Directors of the Company (“**Board**”) to issue 248,000,000 Bonus Shares in the share capital of the Company credited to the entitled shareholders of the Company whose name appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on the Entitlement Date on the basis of 1 Bonus Share for every 1 existing Willowglen Shares held by such shareholders on that date;

**THAT**, the Bonus Shares in respect of the Proposed Bonus Issue shall be issued as fully paid at nil consideration and without capitalisation of the Company’s reserves;

**THAT**, the Bonus Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the existing Willowglen Shares;

**AND THAT**, the Board be and is hereby authorised to sign and execute all documents to give effect to the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”

By Order of the Board

**Chua Siew Chuan** (MAICSA 0777689)  
**Tan Ley Theng** (MAICSA 7030358)  
Company Secretaries

Kuala Lumpur  
10 April 2018

Notes:-

1. *In respect of deposited securities, only a depositor whose name appears on the Record of Depositors as at 10 May 2018 shall be eligible to attend the Extraordinary General Meeting ("**EGM**") or appoint proxy or proxies to attend and/or vote in his/her stead.*
2. *A member of the Company entitled to attend and vote at the EGM is entitled to appoint not more than two (2) proxies to attend and vote in his stead. When a member appoints more than one (1) proxy, the appointments shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified. A proxy needs not be a member of the Company and a member may appoint any person to be his/her proxy without limitation.*
3. *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 its holds.*
4. *The instrument appointing a proxy or proxies must be deposited at the Company's Share Registrar's office at 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 48 hours before the time appointed for holding the EGM or any adjournment thereof.*
5. *The instrument appointing a proxy or proxies shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if such appointer is a corporation, under its Common Seal or the hand of its attorney duly authorised.*