



Malaysia Smelting Corporation Berhad

(43072-A)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting of Malaysia Smelting Corporation Berhad ("MSC" or the "Company") will be held at Murai Room, LG Level - Main Wing, Hotel Equatorial Penang, 1, Jalan Bukit Jambul, Bayan Lepas, 11900 Penang, Malaysia on Wednesday, 30 May 2018 at 11.30 a.m. or immediately following the conclusion or adjournment of the Thirty Ninth (39th) Annual General Meeting of the Company scheduled to be held at the same venue and on the same date at 11.00 a.m., whichever is later, for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:-

### ORDINARY RESOLUTION 1

**PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY 1 EXISTING ORDINARY SHARE IN MSC ("MSC SHARE(S)" OR "SHARE(S)") INTO 2 SUBDIVIDED MSC SHARES ("SPLIT SHARE(S)") HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("SPLIT ENTITLEMENT DATE") ("PROPOSED SHARE SPLIT")**

**"THAT** subject to the passing of Ordinary Resolution 2, and the approvals of all relevant authorities or parties being obtained, where required, approval be and is hereby given to the Board of Directors of MSC ("Board") to subdivide every 1 existing MSC Shares, held by the shareholders of MSC whose names appear in the Record of Depositors of the Company as at the Split Entitlement Date, into 2 Split Shares;

**THAT** the Board be and is hereby authorised to deal with any fractional entitlements from the Proposed Share Split, if any, in such a manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company;

**THAT** the Split Shares will, upon allotment and issuance, rank pari passu in all respects with each other;

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Share Split with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Share Split."

### ORDINARY RESOLUTION 2

**PROPOSED BONUS ISSUE OF 200,000,000 NEW SPLIT SHARES ("BONUS SHARE(S)") TO BE CREDITED AS FULLY PAID-UP ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING MSC SHARE HELD ON THE SAME ENTITLEMENT DATE AS THE PROPOSED SHARE SPLIT ("BONUS ENTITLEMENT DATE") ("PROPOSED BONUS ISSUE")**

**"THAT** subject to the passing of Ordinary Resolution 1, and the approvals of all relevant authorities or parties being obtained, where required, in respect of the listing of and quotation for 200,000,000 Bonus Shares on the Main Market of Bursa Malaysia Securities Berhad, the Board be and is hereby authorised to capitalise a total sum of RM100,000,000 entirely from the share premium account and the remaining balance from the retained earnings account of the Company for the purposes of the Proposed Bonus Issue;

**"THAT** the Board be and is hereby authorised to apply such capitalisation sum for the issuance of 200,000,000 Bonus Shares to be credited as fully paid-up and such new Bonus Shares be allotted on the basis of 1 Bonus Share for every 1 Split Share to the shareholders of the Company whose names appear in the Record of Depositors as at the close of business on the Bonus Entitlement Date;

**"THAT** the Board be and is hereby authorised to deal with any fractional entitlements from the Proposed Bonus Issue, if any, in such a manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company;

**THAT** such Bonus Shares will, upon allotment and issuance, rank pari passu in all respects with the then existing Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date of such dividends, rights, allotments and/or any other forms of distribution precedes the relevant date of allotment and issuance of the Bonus Shares;

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete 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 permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient and in the best interest of the Company, to implement, finalise and give full effect to the Proposed Bonus Issue."

By Order of the Board  
MALAYSIA SMELTING CORPORATION BERHAD

SOO HAN YEE (MAICSA 7008432)

Company Secretary

Selangor  
15 May 2018

Notes:-

- (i) A member entitled to attend, participate, speak and vote at the meeting is entitled to appoint proxy(ies) to attend, participate, speak and vote in his/ her stead. A proxy may but need not be a member of the Company and there is no restriction as to the qualification of a proxy.
- (ii) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/ her shareholdings to be represented by each proxy.
- (iii) Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- (iv) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited with the registered office of the Company at Lot 6, 8 and 9, Jalan Perigi Nanas 6/1, Pulau Indah Industrial Park, West Port, Port Klang, 42920 Pulau Indah, Selangor, not less than 48 hours before the stipulated time for holding the EGM or at any adjournment thereof.
- (v) If the appointor is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of its attorney.
- (vi) Pursuant to paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of EGM will be put to vote on poll.
- (vii) In respect of deposited securities, only members whose names appear on the Record of Depositors on 24 May 2018 shall be eligible to attend the meeting or appoint proxy(ies) to attend, speak and vote on his/ her behalf.