

PRESTARIANG BERHAD

(Company No. 922260-K)

(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD AT SUTERA ROOM, CYBERVIEW REPOSRT & SPA, PERSIARAN MULTIMEDIA 63000 CYBERJAYA, SELANGOR DARUL EHSAN ON WEDNESDAY, 16 APRIL 2014 AT 10:30 A.M.

- DIRECTORS** : Dato' Mohamed Yunus Ramli Bin Abbas (*Chairman*)
Dr. Abu Hasan Bin Ismail (*Chief Executive Officer*)
Mr. Chan Wan Siew
Dato' Maznah Binti Abdul Jalil
- MEMBERS** : As per Attendance List
- PROXY HOLDERS** : As per Attendance List
- INVITEES** : As per Attendance List
- IN ATTENDANCE** : Ms. Chua Siew Chuan (*Company Secretary*)
Mr. Lim Lih Chau (*Assisting the Company Secretary*)

CHAIRMAN

Dato' Mohamed Yunus Ramli Bin Abbas ("**Dato' Chairman**") chaired the Meeting and welcomed all present to the Extraordinary General Meeting ("**EGM**") of the Company and called the Meeting to order at 10:30 a.m.

QUORUM

The requisite quorum being present pursuant to Article 72 of the Company's Articles of Association, Dato' Chairman declared the Meeting duly convened.

NOTICE

Dato' Chairman informed the Meeting that the Company was using 10 April 2014 as the determinant date of the General Meeting Record of Depositors.

Dato' Chairman then informed the shareholders of their right to demand a poll vote pursuant to Article 77 of the Company's Articles of Association where the following persons can propose that a poll be conducted by:

- (a) the Chairman; or
- (b) by at least three (3) members present in person, or by proxy; or
- (c) by any member or members present in person or by proxy representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting; or
- (d) by a member or members holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to

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not less than one-tenth (1/10) of the total sum paid up on all the shares conferring that right.

The Notice convening the Meeting having been circulated within the prescribed period was, with the permission of the Meeting, taken as read.

1.0 APPROVAL OF THE PROPOSED BONUS ISSUE OF 220,000,000 NEW ORDINARY SHARES OF RM0.10 EACH IN PRESTARIANG BERHAD ("PRESTARIANG SHARES")("BONUS SHARES") TO BE CREDITED AS FULLY PAID-UP ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY ONE (1) EXISTING PRESTARIANG SHARE HELD BY THE ENTITLED SHAREHOLDERS ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED BONUS ISSUE")

Dato' Chairman informed that the only item on the Agenda was to obtain Shareholders' approval on the Ordinary Resolution for the Proposed Bonus Issue of 220,000,000 new ordinary shares of RM0.10 each in Prestariang to be credited as fully paid-up on the basis of one (1) Bonus Share for every one (1) existing ordinary share of RM0.10 each in Prestariang held by the entitled shareholders on an entitlement date to be determined and announced later.

Dato' Chairman further informed that the Proposed Bonus Issue was to reward the existing shareholders for their continued support and loyalty to the Group by enabling them to have greater participation in the equity of the Company and to enhance the marketability and trading liquidity of Prestariang Shares on Bursa Malaysia Securities Berhad.

The Meeting noted that the details of the Proposed Bonus Issue were set out in the Circular to Shareholders dated 1 April 2014 which has been forwarded to the shareholders earlier.

Upon proposal of Ms. Irene Yeoh Ai Gaik (*a shareholder*) and seconded by Mr. Norman Chee Chung Ye (*a shareholder*), the Meeting (*on a show of hands*) unanimously **RESOLVED** that the following Ordinary Resolution be approved:-

ORDINARY RESOLUTION

- PROPOSED BONUS ISSUE OF 220,000,000 NEW ORDINARY SHARES OF RM0.10 EACH IN PRESTARIANG BERHAD ("PRESTARIANG SHARES") ("BONUS SHARES") TO BE CREDITED AS FULLY PAID-UP, ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY ONE (1) EXISTING PRESTARIANG SHARE HELD BY THE ENTITLED SHAREHOLDERS ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED BONUS ISSUE")

"THAT, subject to approval being obtained from all relevant authorities, approval be and is hereby given for our Company to increase the issued and paid-up share capital of our Company by way of a bonus issue of 220,000,000 new Prestariang Shares by capitalising the sum of RM22,000,000 from the share premium account and/or retained profits of our Company and that the same be applied in making payment in full at par for 220,000,000 Bonus Shares in the share capital of our Company;

THAT such Bonus Shares be allotted, distributed and credited as fully paid-up to the registered shareholders of Prestariang whose names appear in the Record of Depositors ("Entitled Shareholders") at the close

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of the business on an entitlement date to be determined and announced later by the Directors of our Company ("Entitlement Date"), on the basis of one (1) Bonus Share for every one (1) existing Prestariang Share held by the Entitled Shareholders on the Entitlement Date;

THAT such Bonus Shares to be issued pursuant to the Proposed Bonus Issue shall, upon allotment and issuance, rank pari passu in all respects with the then existing Prestariang Shares, except that they shall not be entitled to any dividends, rights, allotments and/or other distributions, that may be declared by our Company prior to the date of allotment of such number of Bonus Shares pursuant to the Proposed Bonus Issue, as the case may be;

AND THAT the Directors of our Company be and are hereby authorised:

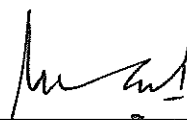
- (i) to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of our Company, all such documents and/or agreements as may be necessary to give effect to and complete the Proposed Bonus Issue; and***
- (ii) to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Directors may deem necessary and in the interest of our Company and to take steps as they may deem necessary or expedient in order to implement, finalise and give full effect to the Proposed Bonus Issue."***

TERMINATION

There being no other business, Dato' Chairman concluded the Meeting and thanked all present for their attendance.

The Meeting terminated at 10:40 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD



DATO' MOHAMED YUNUS RAMLI BIN ABBAS
CHAIRMAN

Dated: 16 April 2014