



AEMULUS HOLDINGS BERHAD

(Company No. 1114009-H)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Aemulus Holdings Berhad (“**Aemulus**” or “**Company**”) will be held at Merbah, LG Level – Main Wing, Hotel Equatorial Penang, 1 Jalan Bukit Jambul, Bayan Lepas, 11900 Penang, Malaysia on Thursday, 29 March 2018 at 10:00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolution, with or without any modifications as shall be determined upon at such meeting:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 109,712,500 NEW ORDINARY SHARES IN AEMULUS (“BONUS SHARES”) ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY FOUR (4) EXISTING ORDINARY SHARES IN AEMULUS (“AEMULUS SHARES” OR “SHARES”) HELD AT AN ENTITLEMENT DATE TO BE DETERMINED LATER (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE”)

“THAT approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to issue up to 109,712,500 Bonus Shares on the basis of one (1) Bonus Share for every four (4) existing Aemulus Shares held by the shareholders of the Company at the Entitlement Date (“**Entitled Shareholders**”);

THAT the Board be and is hereby authorised to capitalise a total sum of up to RM10,971,250 from the Company’s share premium for the purpose of the Proposed Bonus Issue;

THAT such Bonus Shares shall upon, allotment and issuance, rank *pari passu* in all respects with the then existing Aemulus Shares. Fractional entitlements, if any, arising from the Proposed Bonus Issue shall be disregarded and dealt with by the Board in such manner at its absolute discretion as it may deem fit or expedient and in the best interest of the Company;

AND THAT the Board be and is hereby authorised to do all acts and things as they may consider necessary or expedient in the best interest of the Company with full powers to assent to any condition, modification, variation and/or amendments as may be required, or imposed by the relevant authorities, and to take all steps and to enter into such agreement, arrangement, undertaking, indemnities, transfer, assignment and guarantee with any party or persons and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Bonus Issue.”

By Order of the Board

CHEE WAI HONG (BC/C/1470)
TAN SHE CHIA (MAICSA 7055087)
Company Secretaries
28 February 2018

Notes:

1. There shall be no restriction as to the qualification of the proxy, a proxy may but need not be a member of the Company.
2. The proxy form must be duly completed and deposited at the Registered Office of the Company, 51-13-A Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Penang not less than forty-eight (48) hours before the time for holding the meeting.
3. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting.
4. Where a member appoints two (2) proxies, the appointments shall be invalid unless the member specifies the proportions of his shareholding to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation, under its Common Seal or under the hand of its attorney.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“Omnibus Account”), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
7. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to the Company’s Constitution (Article 63(2) of the Articles of Association of the Company as adopted before the commencement of the Companies Act 2016) and Rule 7.16(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors (“ROD”) as at 22 March 2018 and only a Depositor whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.
8. The resolution as set out in this notice of Extraordinary General Meeting is to be voted by poll.