



SEALINK INTERNATIONAL BERHAD

(800981-X)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Second Annual General Meeting of Sealink International Berhad will be held at the Meeting Room, 1st Floor, Admin Block, Sealink Engineering & Slipway Sdn. Bhd., Lot 816, Block 1, Kuala Baram Land District, 98100 Kuala Baram Miri, Sarawak on Tuesday, 29th June 2010 at 11:00 a.m. to transact the following businesses :-

ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31st December 2009 together with the Reports of the Directors and Auditors thereon. **(Resolution No. 1)**
- To declare a Final Single Tier Dividend of 4 sen per share for the financial year ended 31st December 2009 **(Resolution No. 2)**
- To approve Directors' Fees for the financial year ending 31st December 2010. **(Resolution No. 3)**
- To consider and, if thought fit, to pass the following resolution pursuant to Section 129(6) of the companies Act, 1965:
 - "That pursuant to Section 129(6) of the Companies Act, 1965, Datuk Michael Hardin, who has exceeded the age of seventy (70) years, be re-appointed as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting." **(Resolution No. 4)**
 - "That pursuant to Section 129(6) of the Companies Act, 1965, Yong Foh Choi, who has exceeded the age of seventy (70) years, be re-appointed as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting." **(Resolution No. 5)**
- To re-elect the following Directors who retire in accordance with Article 89 of the Company's Articles of Association, as Directors of the Company:-
 - Eric Khoo Chuan Syn @ Khoo Chuan Syn **(Resolution No. 6)**
 - Wong Chie Bin **(Resolution No. 7)**
- To re-appoint Messrs. Ernst & Young as the Auditors of the Company and to authorise the Directors to determine their remuneration. **(Resolution No. 8)**

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following ordinary resolutions:-

- Authority to Allot and Issue Shares Pursuant to Section 132D of The Companies Act, 1965. **(Resolution No. 9)**

"THAT pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten (10) percent of the issued share capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company, subject always to the Companies Act, 1965, the Articles of the Company and approval of all relevant regulatory bodies being obtained for such allotment and issue."
- Proposed Shareholders' Mandate On Recurrent Related Party Transactions of A Revenue Or Trading Nature. **(Resolution No. 10)**
- To transact any other business of which due notice shall have been given in accordance with the Companies Act, 1965.

NOTICE OF DIVIDEND ENTITLEMENT

NOTICE IS HEREBY GIVEN that a Final Single Tier Dividend of 4 sen per share for the financial year ended 31st December 2009, will be paid on 30th July 2010 to depositors who are registered in the Record of Depositors at the close of business on 15th July 2010 if approved by members at the Annual General Meeting on 29th June 2010.

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

- Shares transferred into the depositor's securities account before 4:15 p.m. on 15th July 2010 in respect of ordinary shares; and
- 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,

Yeo Puay Huang
Company Secretary
(LS 000577)

Dated : 7th June 2010

Explanatory Notes to Special Business

1. Ordinary Resolution No. 9

Authority to Allot and Issue Shares Pursuant to Section 132D of The Companies Act, 1965.

The Ordinary Resolution proposed under Resolution 9 of the Agenda is a renewal of the General Mandate for the Directors to issue and allot shares pursuant to Section 132D of the Companies Act, 1965.

The Proposed Ordinary Resolution 9, if passed, will give authority to the Directors of the Company, from the date of the above Annual General Meeting, to issue and allot shares to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of share issued does not exceed 10% of the issued share capital of the Company for the time being. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next annual General Meeting of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the First Annual General Meeting held on 25th June 2009 and which will lapse at the conclusion of the Second Annual General Meeting to be held on 29th June 2010.

The General Mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares, for purposes of funding investment(s), working capital and/or acquisition(s).

2. Ordinary Resolution No. 10

Proposed Shareholders' Mandate On Recurrent Related Party Transactions of A Revenue Or Trading Nature

The proposed ordinary resolution, if passed, will enable the Company and its subsidiaries ("SIB's Group") to enter into the recurrent related party transactions, which are necessary for SIB's Group day to day operations subject to the transaction being carried out in the ordinary course of business and on terms not to the detriment of the minority shareholders of the Company.

For further information of Ordinary Resolution No. 10, please refer to the Circular to Shareholders dated 7th June 2010.

NOTES:

A proxy may but need not be a member of the Company and the provisions of Section 149(1)(b) of the Act shall not apply to the Company.

To be valid, this form, duly completed must be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting.

A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that the provisions of Section 149(1)(c) of the Act are complied with.

Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.

If the appointor is a corporation this form must be executed under its common seal or under the hand of an officer or attorney duly authorized.