

SEALINK INTERNATIONAL BERHAD

Company No. 800981-X
Incorporated in Malaysia

NOTICE OF SIXTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixth Annual General Meeting of Sealink International Berhad will be held at the Meeting Room, 1st Floor, Admin Block, Sealink Engineering and Slipway Sdn Bhd, Lot 816, Block 1, Kuala Baram Land District, 98100 Kuala Baram Miri, Sarawak, on Friday, 20 June 2014 at 11:00 a.m. to transact the following businesses :-

ORDINARY BUSINESS

1. To lay the Audited Financial Statements for the financial year ended 31 December 2013 together with the Reports of the Directors and Auditors thereon.
2. To declare a single tier tax exempt final dividend of one (1) sen per ordinary share for the financial year ended 31 December 2013. Resolution No. 1
3. To approve Directors' Fees for the financial year ending 31 December 2014. Resolution No. 2
4. 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, Mr 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. 3
5. To re-elect Mr Yong Kiam Sam, who retires in accordance with Article 89 of the Company's Articles of Association, as a Director of the Company. Resolution No. 4
6. To re-elect Mr Toh Kian Sing, who retires in accordance with Article 89 of the Company's Articles of Association, as a Director of the Company. Resolution No. 5
7. To re-elect Dato' Sebastian Ting Chiew Yew, who retires in accordance with Article 96 of the Company's Articles of Association, as a Director of the Company. Resolution No. 6
8. To re-appoint Messrs. Ernst & Young as the Auditors of the Company and to authorize the Directors to determine their remuneration. Resolution No. 7

SPECIAL BUSINESS

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

9. Authority to Allot and Issue Shares Pursuant to Section 132D of the Companies Act, 1965 Resolution No. 8

“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 Company’s Articles of Association and approval of all relevant regulatory bodies being obtained for such allotment and issue.”

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 single tier tax exempt final dividend of one (1) sen per ordinary share for the financial year ended 31 December 2013, will be payable on 18 September 2014 to depositors whose names appear in the Record of Depositors at the close of business on 5 September 2014 if approved by members at the Sixth Annual General Meeting.

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

- (a) Securities transferred into the Depositor’s Securities Account before 4:00 p.m. on 5 September 2014 in respect of transfers;
- (b) Securities deposited into the Depositor’s Securities Account before 12:30 p.m. on 3 September 2014 in respect of securities exempted from mandatory deposit; and
- (c) Securities bought on the 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 (f)
Company Secretary
(LS 0000577)
Dated : 29 May 2014

Explanatory Notes to Special Business

1. Ordinary Resolution No. 8

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

The Ordinary Resolution proposed under Resolution 8 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 8, 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 Fifth Annual General Meeting held on 20 June 2013 and which will lapse at the conclusion of the Sixth Annual General Meeting to be held on 20 June 2014.

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).

NOTES:

Only Depositors whose names appear in the General Meeting Record of Depositors as at 16 June 2014 be regarded as Members and shall be entitled to attend, speak and vote at the Sixth Annual General Meeting.

A proxy may but need not be a member of the Company and the provisions of Section 149(1) (b) of the Companies Act, 1965 ("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.

STATEMENT ACCOMPANYING NOTICE OF THE SIXTH ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

Details of Individuals who are standing for election as Directors

There are no individuals who are standing for election as directors (excluding directors standing for a re-election) at the Sixth Annual General meeting of the Company.