

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("**EGM**") of ECS ICT Berhad ("**ECSB**" or "**the Company**") will be held at Training Room, Ground Floor, Lot 3, Jalan Teknologi 3/5, Taman Sains Selangor, Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 10 October 2012 at 2.00 p.m., for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF 60,000,000 NEW ORDINARY SHARES OF RM0.50 EACH IN ECSB ("ECSB SHARES") ("BONUS SHARES") TO BE CREDITED AS FULLY PAID-UP ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY TWO (2) EXISTING ECSB SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED BONUS ISSUE")

"THAT, subject to the approvals being obtained from all relevant authorities and the approval-in-principle of Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of and quotation for 60,000,000 Bonus Shares to be issued by the Company pursuant to the Proposed Bonus Issue on the Main Market of Bursa Securities, the Directors of the Company be and are hereby authorised:

- (a) to capitalise the aggregate amount of RM30,000,000 from the Company's share premium account and retained profits account, by way of a bonus issue and that the same be applied in making payment in full at par for 60,000,000 Bonus Shares in the share capital of the Company, for such Bonus Shares to be issued and credited as fully paid-up on the basis of one (1) Bonus Share for every two (2) existing ECSB Shares held in the Company to all shareholders of the Company whose names appear on the Record of Depositors as at the close of business on an entitlement date to be determined and announced later by the Directors of the Company; and
- (b) to give full effect to the Proposed Bonus Issue with full powers to make and/or assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities and to take all steps as they may consider necessary in order to implement, finalise and give full effect to the Proposed Bonus Issue;

THAT fractional entitlements, if any, arising from the Proposed Bonus Issue shall be dealt with in such manner as the Board of Directors of the Company shall in its absolute discretion deems fit, expedient and in the best interest of the Company;

AND THAT such Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the then existing ECSB Shares, save and except that they will not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid where the entitlement date precedes the date of allotment of the Bonus Shares."

By Order of the Board**TAY LEE KONG (MAICSA 772833)**

Company Secretary

Petaling Jaya
Selangor Darul Ehsan
20 September 2012**Notes:**

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint not more than two proxies to attend the meeting and vote on his behalf. A proxy need not be a member of the Company.
2. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
3. The proxy form must be signed by the appointer or his attorney duly authorised in writing or, if the member is a corporation, must be executed under its common seal or by its attorney or officer duly authorised in writing. The power of attorney or a notorially certified copy thereof must be deposited at the Company's Registered Office within the period stated below. In the case of joint members, the signature of any one joint member is sufficient.
4. Where a member appoints two proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
5. The proxy form must be deposited at the Registered Office of the Company at Level 8, Uptown 1, 1, Jalan SS 21/58, Damansara Uptown, 47400 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
6. In respect of deposited securities, only members whose names appear in the Record of Depositors on 3 October 2012 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at the meeting.