

Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Twenty Seventh Annual General Meeting of the Company will be held at Straits 6 at Level 7, The Golden Legacy Hotel Melaka, Jalan Hang Tuah, 75300 Melaka on Saturday, 6 May 2000 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS:

1. To receive and adopt the audited accounts for the year ended 31 December 1999 and the Reports of the Directors and Auditors thereon. (Resolution 1)
2. To declare a first and final tax exempt dividend of 3% for the year ended 31 December 1999. (Resolution 2)
3. To approve Directors' fees for the year ended 31 December 1999. (Resolution 3)
4. To re-elect Y. Bhg. Tan Sri Dato' Dr. Abdul Khalid Bin Sahan who is retiring under Article 103 of the Company's Articles of Association. (Resolution 4)
5. To re-elect Y. Bhg. Datuk Wong Soon Lim who is retiring under Article 103 of the Company's Articles of Association. (Resolution 5)
6. To approve a resolution pursuant to Section 129 (6) of the Companies Act, 1965 to re-appoint Y. Bhg. Datuk Haji Tamby Bin Haji Hassan as a Director of the Company to hold office until the next Annual General Meeting. (Resolution 6)
7. To re-appoint Messrs PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 7)

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass the following Ordinary Resolutions:-

8. "That subject to the provisions of Section 132D of the Companies Act, 1965, and the approval of the relevant authorities, the Directors be and they are hereby authorised from time to time to issue and allot ordinary shares in the Company upon such terms and conditions and at such times as may be determined by the Directors to be in the interest of the Company provided always that the aggregate number of shares to be issued pursuant to this resolution shall not exceed 10% of the issued share capital for the time being of the Company." (Resolution 8)
9. "That pursuant to Section 132E of the Companies Act, 1965, approval be and is hereby given to the Company to dispose a motor vehicle, Mercedes Benz E280(A) to Capital Prospect Sdn Bhd for a consideration of RM265,000." (Resolution 9)
10. To transact any other business for which due notice shall have been given.

NOTICE OF BOOK CLOSURE

NOTICE IS ALSO HEREBY GIVEN that the Register of Members will be closed from 20 May 2000 to 22 May 2000, both dates inclusive, to determine shareholders' entitlement to the dividend payment. The dividend, if approved, will be paid on 2 June 2000 to shareholders whose names appear in the Register of Members and Record of Depositors on 19 May 2000.

A Depositor shall qualify for entitlement to the said dividend only in respect of:

- (a) Shares deposited into the Depositor's Securities Account before 12.30 p.m. on 16 May 2000 (in respect of shares which are exempted from mandatory deposit);
- (b) Shares transferred to the Depositor's Securities Account before 12.30 p.m. on 19 May 2000 in respect of ordinary transfers; and
- (c) Shares bought on the Kuala Lumpur Stock Exchange on a cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

By order of the Board

MDM TAN GAIK HONG, MIA 4621

Secretary

Melaka

Dated: 20 April 2000

NOTES:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing. If the appointer is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of its officer or attorney duly authorised.
3. The instrument appointing a proxy must be deposited at the Registered Office of the Company, Kompleks Daibochi Plastic, Lot 3 & 7 Air Keroh Industrial Estate, Phase IV, 75450 Melaka not less than forty-eight (48) hours before the time appointed for holding the meeting.
4. The Ordinary Resolution proposed under item 8 above, if passed, will give powers to the Directors to issue up to a maximum of 10% of the issued share capital of the Company for the time being for such purposes as the Directors consider would be in the interest of the Company. This authority will, unless revoked or varied by the Company in a General Meeting, expire at the conclusion of the next Annual General Meeting.
5. The Ordinary Resolution proposed under item 9 above, if passed, will give powers to the Company to dispose a motor vehicle, Mercedes Benz E280(A) to Capital Prospect Sdn Bhd, a company in which certain directors of the Company have interests for a consideration of RM265,000. The proposed disposal is not expected to have any material effect on the earnings and net tangible assets of the Group."

Form Of Proxy

I/We.....
of
being a member of DAIBOCHI PLASTIC AND PACKAGING INDUSTRY BHD, hereby
appoint
of.....
or failing him, THE CHAIRMAN OF THE MEETING, as my/our proxy to vote for me/us and on my/our behalf at the
Twenty Seventh Annual General Meeting of the Company, to be held at Straits 6 at Level 7, The Golden Legacy Hotel
Melaka, 146 Jalan Hang Tuah, 75300 Melaka on Saturday, 6 May 2000 at 10.00 a.m. and at any adjournment thereof.

ORDINARY BUSINESS	FOR	AGAINST
1. Adoption of Reports and Accounts		
2. Declaration of Dividend		
3. Approval of Directors' fees		
Re-election of Director :-		
4. Y. Bhg. Tan Sri Dato' Dr. Abdul Khalid Bin Sahan - Article 103		
Re-election of Director :-		
5. Y. Bhg. Datuk Wong Soon Lim - Article 103		
Re-appointment of Director pursuant to Section 129 (6) of the Companies Act, 1965:-		
6. Y. Bhg. Datuk Haji Tamby Chik Bin Haji Hassan		
7. Appointment of Auditors		
SPECIAL BUSINESS		
8. Approval of new issue of shares pursuant to Section 132D of the Companies Act, 1965		
9. Approval of disposal of motor vehicle pursuant to Section 132E of the Companies Act, 1965		

(Please indicate with (x) how you wish your vote to be casted. If no specific
direction as to voting is given, the proxy will vote or abstain at his discretion)

Dated this day of..... 2000

Number of Shares Held

.....
Signature/Common Seal of Shareholder(s)

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Please Affix
30 sen Stamp
here

**DAIBOCHI PLASTIC AND
PACKAGING INDUSTRY BHD.**

**Kompleks Daibochi Plastic
Lot 3&7, Air Keroh Industrial Estate, Phase IV,
75450 Melaka, West Malaysia.
P.O. Box 263, 75750 Melaka, West Malaysia.**

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3RD FOLD HERE



DAIBOCHI PLASTIC AND PACKAGING INDUSTRY BHD. (12994-W)

**Kompleks Daibochi Plastic Lot 3&7, Air Keroh Industrial Estate, Phase IV, 75450 Melaka, West Malaysia.
P.O. Box 263, 75750 Melaka, West Malaysia. Tel: 06-231 2746 Fax : 06-232 8988**