

Addendum

The following is to replace the Notice of Annual General Meeting and Proxy Form of the Annual Report of QL Resources Berhad for 2004 where Resolution 7 is inserted.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 7th Annual General Meeting has been scheduled on Thursday, 26 August 2004 at 10.00 a.m. to be held at Classics 2, Level 3, Holiday Villa Subang, No. 9, Jalan SS12/1, 47500 Subang Jaya, Selangor Darul Ehsan.

AGENDA

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| (1) | To receive and adopt the Financial Statements for the financial year ended 31 March 2004 together with the Directors' and Auditors' Report thereon. | Resolution 1 |
| (2) | To declare a final dividend of 12% per ordinary share or 6 sen per ordinary share of RM0.50 each less income tax in respect of the financial year ended 31 March 2004. | Resolution 2 |
| (3) | To re-elect the following Directors who retire in accordance with Article No. 98 of the Company's Articles of Association:

Mr Chia Song Kun
Mr Chia Seong Fatt
Mr Chia Song Kooi | Resolution 3
Resolution 4
Resolution 5 |
| (4) | To re-elect Mr Teh Kim Teh who retires in accordance with Article No. 103 of the Company's Articles of Association. | Resolution 6 |
| (5) | To approve the Directors' fees for the financial year ended 31 March 2004. | Resolution 7 |
| (6) | To re-appoint Messrs. KPMG as the auditors of the Company and to authorise the Directors to fix their remuneration. | Resolution 8 |
| (7) | Special business

To consider and if thought fit, pass the following resolution as an ordinary resolution:

"That pursuant to Section 132D of the Companies Act, 1965, and subject to the approval of all relevant authorities being obtained, the Directors be and are hereby empowered to issue shares in the Company at any time 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 issued pursuant to this resolution does not exceed 10% of the issued 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." | Resolution 9 |
| (8) | To transact any other business for which due notice shall have been given in accordance with the Company's Articles of Association and the Companies Act, 1965. | |

Notice of Dividend Entitlement and Payment

NOTICE IS ALSO HEREBY GIVEN that the final dividend, if approved, will be paid on 27 September 2004 to shareholders whose names appear in the Record of Depositors of the Company at the close of business on 10 September 2004.

A Depositor shall qualify for entitlement only in respect of:

- (a) Shares deposited into the Depositor's Securities Account before 12.30 p.m. on 8 September 2004 in respect of shares which are exempted from mandatory deposit;
- (b) Shares transferred into the Depositor's Securities Account before 4.00 p.m. on 10 September 2004 in respect of transfers; and
- (c) Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

By Order of the Board

Ng Geok Ping
Company Secretary

Klang, Selangor Darul Ehsan
4 August 2004

NOTES:-

1. A member of the Company entitled to attend and vote at the Meeting may appoint one or more proxies to attend and vote in his place. Where a member appoints two proxies or more proxies, he shall specify the proportion of his shareholdings to be represented by each proxy. A proxy need not be a member of the Company.
2. The instrument appointing a proxy must be deposited at the Registered Office of the Company at No. 5, Lorong Bukit Kuda, Off Jalan Batu Tiga Lama, 41300 Klang, Selangor Darul Ehsan, at least 48 hours before the appointed time of holding the Meeting.
3. In the case of a corporation, the instrument appointing a proxy or proxies must be under seal or under the hand of an officer or attorney duly authorised.
4. The details of the directors who are standing for re-election at the 7th Annual General Meeting are available on Pages 6 to 9 of the Annual Report.
5. Explanatory Statement on Special Business

Resolution 9

The ordinary resolution proposed, if passed will empower the Directors to issue shares in the Company up to an amount not exceeding in total 10% of the issued share capital of the Company for the time being for such purposes as the Directors consider would be in the interests of the Company. This would avoid any delay and costs in convening a general meeting to specifically approve such an issue of shares. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting.



QL RESOURCES BERHAD (428915-X)

Form of Proxy

I/We
(FULL NAME IN BLOCK LETTERS)

of
(FULL ADDRESS)

being a member/ members of QL Resources Berhad, hereby appoint
(FULL NAME)

of
(FULL ADDRESS)

or failing him,

of

as my/our proxy/proxies to vote for me/us on my/our behalf at the 7th Annual General Meeting of the Company, to be held at Classics 2, Level 3, Holiday Villa Subang, No. 9, Jalan SS12/1, 47500 Subang Jaya, Selangor Darul Ehsan on Thursday, 26th day of August 2004 at 10.00 a.m., or at any adjournment thereof.

My/our proxy is to vote as indicated below:

Resolutions	For	Against
Ordinary Resolution 1		
Ordinary Resolution 2		
Ordinary Resolution 3		
Ordinary Resolution 4		
Ordinary Resolution 5		
Ordinary Resolution 6		
Ordinary Resolution 7		
Ordinary Resolution 8		
Ordinary Resolution 9		

Please indicate with an "X" or "✓" in the space provided as to how you wish your votes to be cast on the resolution specified in the Notice of 7th Annual General Meeting. If you do not do so, the proxy will vote or abstain from voting at his /her discretion.

Signed this day of 2004

.....
Signature/ Seal

.....
No. of shares held

Notes:-

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