



MESB BERHAD

(Company No: 337554-D)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of MESB Berhad (“**MESB**” or the “**Company**”) will be held at Swan 1, 7th Floor, Pearl International Hotel, Batu 5, Jalan Klang Lama, 58000 Kuala Lumpur, Malaysia on Wednesday, 15 February 2012 at 9.30 a.m. for the purpose of considering and if thought fit, passing the following Ordinary Resolution:

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF 275,000 ORDINARY SHARES OF RM1.00 EACH REPRESENTING 55% EQUITY INTEREST IN DYNAMIC COMMUNICATION LINK SDN BHD (“DCLSB”) TO TOUCH MINDSCAPE SDN BHD (“PURCHASER”) FOR A TOTAL CASH CONSIDERATION OF RM15,000,000 (“PROPOSED DISPOSAL”)

“**THAT** approval be and is hereby given to MESB to dispose of 275,000 ordinary shares of RM1.00 each representing 55% equity interest in DCLSB to the Purchaser for a total cash consideration of RM15,000,000, subject to the adjustments, if any and in accordance with the terms and conditions of the Share Sale Agreement dated 1 December 2011;

AND THAT the Directors of the Company be and are hereby authorised to give effect to the Proposed Disposal with full power to assent to any conditions, modifications, variations and/or amendments in any manner whatsoever as may be required by the relevant authorities and to take all such steps and to do all such acts, deeds and things and execute all such documents as they may deem necessary or expedient in the best interest of the Company.”

BY ORDER OF THE BOARD

Lim Ming Toong (MAICSA 7000281)
Pang Chia Tyng (MAICSA 7034545)
Company Secretaries

Kuala Lumpur
20 January 2012

Notes:

- 1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. If the proxy is not a member, he need not be an advocate, an approved company auditor or a person approved by the Registrar of Companies.*
- 2. A member shall be entitled to appoint more than one proxy (subject always to a maximum of two (2) proxies at each meeting) to attend and vote at the same meeting. Where a member appoints two (2) proxies, the appointment shall be invalid unless the member specifies the proportions of his holdings to be represented by each proxy.*
- 3. Where a member of the Company is an exempt authorised nominee which holds ordinary 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.*
- 4. The instrument appointing a proxy must be deposited at Symphony Share Registrars Sdn Bhd, Level 6 Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the meeting.*
- 5. If the appointor is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of its attorney.*
- 6. The Date of Record of Depositors for the purpose of determining Members’ entitlement to attend, vote and speak at the meeting is Thursday, 9 February 2012.*