

NOTICE OF 21st ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-First Annual General Meeting of Leader Universal Holdings Berhad will be held at Hall 2, Level 3, The Northam All Suite Penang, 55 Jalan Sultan Ahmad Shah, 10050, Penang on Monday, 29 June 2009 at 10:30 a.m. for the following purposes :-

1. To receive and adopt the Audited Financial Statements for the year ended 31 December 2008 together with the Reports of the Directors' and the Auditors' thereon;

■ **Ordinary Resolution 1**

2. To approve payment of Directors' Fees to Non-Executive Directors amounting to RM120,000 in respect of the year ended 31 December 2008 (2007:RM90,000);

■ **Ordinary Resolution 2**

3. To re-elect the following directors who retire pursuant to Article 92 (1) of the Company's Articles of Association and who being eligible offer themselves for re-election:

a) Y. Bhg Dato' N. Sadasivan; ■ **Ordinary Resolution 3**

b) Mr Kon Ted Liuk ■ **Ordinary Resolution 4**

4. To re-appoint the following Directors who are over the age of 70 years as directors who are retiring pursuant to Section 129(6) of the Companies Act, 1965 and to hold office until the conclusion of the next Annual General Meeting:

a) Y. Bhg Tan Sri Razali Ismail; ■ **Ordinary Resolution 5**

b) Mr Lai Chang Hun ■ **Ordinary Resolution 6**

5. To re-appoint M/s Ernst & Young as Auditors of the Company for the financial year ending 31 December 2009 and to authorize the Directors to fix their remuneration;

■ **Ordinary Resolution 7**

As Special Business:

6. To consider and, if thought fit, to pass the following Resolution:

Ordinary Resolution

Authority to issue shares pursuant to Section 132D of the Companies Act, 1965

"That pursuant to Section 132D of the Companies Act, 1965 and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued in any one financial year of the Company 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 from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."

■ **Ordinary Resolution 8**

7. To transact any other ordinary business of the Company for which due notice shall have been given.

By order of the Board

KON TED LIUK
JOANNA LIM LAY GUAT
Secretaries

Penang
Dated: 5 June 2009

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(CONT'D)

Note:

1. Every member is entitled to appoint a proxy (or in the case of a corporation to appoint a representative) to attend and vote in his/her place. A proxy need not be a member of the Company.
2. The Proxy Form must be signed by the appointer or his/her attorney duly authorized in writing or in the case of a corporation executed under its Common Seal or attorney duly authorized in that behalf.
3. If the Proxy Form is returned without any indication as to how the proxy shall vote, the proxy will vote or abstain as he/she thinks fit.
4. If no name is inserted in the space for the name of your proxy, the Chairman of the Meeting will act as your proxy.
5. Where a member of the Company is an authorized nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
6. The Proxy Form, Power of Attorney (if any) under which it is signed or a certified copy thereof, must be deposited at the Company's Registered Office at Suite 7A, Menara Northam, 55 Jalan Sultan Ahmad Shah, 10050 Penang, Malaysia not later than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.

Explanatory Notes on Special Business

7. Ordinary Resolution 8 proposed if passed, will give the directors the authority to issue shares up to an aggregate amount of not exceeding 10% of the issued capital of the Company for the time being for such purposes as the directors would consider in the best interest of the Company. The authority will, unless revoked or varied by the Company at a General Meeting, expire at the next Annual General Meeting.

