



Reliance Pacific Berhad

(244521 A)

(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 17th Annual General Meeting of Reliance Pacific Berhad will be held at the Cempaka Room, Reliance Pacific Berhad, Block A, Unit A-9-4, Megan Avenue II, 12 Jalan Yap Kwan Seng, 50450 Kuala Lumpur on Thursday, 24 September 2009 at 3.00 p.m. to transact the following business:-

AGENDA

1. To receive and adopt the Audited Financial Statements together with the Reports of the Directors and the Auditors for the financial year ended 31 March 2009.

(Resolution 1)

2. To re-elect the following Directors who are retiring under the provisions of the Company's Articles of Association:-

Article 91

Dato' Gan Eng Kwong

(Resolution 2)

Article 98

Johan Arifin Sopiee Bin Mohamed Noordin

(Resolution 3)

3. To re-appoint Mr Lim Guan Chin, a Director who retires under Section 129(6) of the Companies' Act, 1965 to hold office until the conclusion of the next Annual General Meeting.

(Resolution 4)

4. To approve directors' fees for the financial year ended 31 March 2009.

(Resolution 5)

5. To re-appoint Messrs AljeffriDean as Auditors and that authority be and is hereby given for the Directors to determine their remuneration.

(Resolution 6)

6. AS SPECIAL BUSINESS

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

- 6.1 Ordinary Resolution - Proposed Renewal of Shareholders' Mandate on Recurrent Related Party Transactions of a Revenue or Trading Nature ("the Mandate")

“THAT subject to the Companies’ Act 1965, the Memorandum and Articles of Association of the Company, the requirements of the Bursa Malaysia Securities Berhad and all relevant authorities, approval be and is hereby given to the Company and its subsidiaries, to enter and give effect to specified recurrent related party transactions of a revenue or trading nature and with specified classes of the related parties as stated in Section 2.1 of the Circular to shareholders dated 2 September 2009 which are necessary for the Group’s day-to-day operations subject further to the following:-

- i) the transactions are in the ordinary course of business and are on terms not more favourable to the related parties other than those generally available to the public and are not to the detriment of the minority shareholders; and
- ii) the Mandate is subject to annual renewal which shall only continue to be in force until:-
 - (a) the conclusion of the next annual general meeting (“AGM”) of the Company following the general meeting at which such Mandate was passed, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
 - (b) the expiration of the period within which the next AGM is required to be held pursuant to section 143(1) of the Companies’ Act 1965 (“CA”) (but shall not extend to such extension as may be allowed pursuant to section 143(2) of CA); or
 - (c) revoked or varied by resolution passed by the shareholders in general meeting,whichever is the earlier.

AND THAT the Directors be and are hereby empowered to do all acts and things as they may be considered expedient or necessary to give full effect to the Mandate on Recurrent Related Party Transactions with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities.

(Resolution 7).

- 7. To transact any other business of which due notice shall have been given in accordance with the Companies’ Act, 1965.

By Order of the Board

Tan Bee Leng
(MAICSA No. 7009994)
Secretary

Kuala Lumpur
Date: 2 September 2009

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 stead. A proxy need not be a member of the Company. The Form of Proxy must be signed by the appointer or by his attorney duly authorised in writing or if the appointer is a corporation, either under seal or under hand of an officer or attorney duly authorised. If no name is inserted in the space for the name of your proxy, the Chairman of the Meeting will act as your proxy.

The Proxy Form must be deposited at the Registered Office of the Company at Block A Unit A-5-3 Megan Avenue II, 12 Jalan Yap Kwan Seng, 50450 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time set for holding the Meeting or any adjournment thereof.

NOTE 2

The proposed Ordinary Resolution 7, if passed, will empower the Directors from the date of the 17th Annual General Meeting, to deal with the related party transactions involving recurrent transactions of a revenue or trading nature which are necessary for its day-to-day operations. These Recurrent Related Party Transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company. Please refer to the Circular to Shareholders dated 2 September 2009 with regard to the Ordinary Resolution 7.