

**NANOPAC INNOVATION LTD**  
**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the first Annual General Meeting of NANOPAC INNOVATION LTD will be held at The Conference Room, Nanopac Innovation Ltd, C-7-3 Setia Walk Jalan Wawasan Bandor Puchang Jaya 47180 Puchang Malaysia on the 12<sup>th</sup> day of June 2015 at 9.00am to consider and if thought fit pass as an ordinary resolutions following the resolution set out below:

1. ADOPTION OF ANNUAL FINANCIAL ACCOUNTS

2. ELECTION OF DIRECTOR

That Dato Dr Cheng Kok Leong, The Company's Chairman, having been appointed a director on incorporation retires in accordance with Article 18.4 of the Company's Articles of Association, who offers himself for election, be elected a director.

3. ELECTION OF DIRECTOR

That Tong Tung Ken, having been appointed a director on incorporation retires in accordance with Article 18.4 of the Company's and Articles of Association, and being eligible who offers himself for election, be elected as a director.

4. APPROVAL TO ISSUE CDI AT A MINIMUM US\$0.50 EACH PROVIDED THOSE CDI'S ARE ESCROWED FOR A PERIOD OF 12 MONTHS FROM THE DATE OF ISSUE.

That for the purposes of listing Rule 6.25 of the Listing Rules of the National Stock Exchange of Australia Ltd and for all other purposes the Directors be authorised to issue up to 20,000,000 fully paid Chess Depository Instruments (CDIs) and underlying

Ordinary Shares at a minimum issue price of US\$ 0.50 to a maximum of US\$0.99 each in the period from the date of the meeting until 31 December 2015.

**5. APPROVAL TO ISSUE CDI's AT A MINIMUM OF US\$1.00 EACH**

That for the purposes of Listing Rule 6.25 of the Listing Rules of the National Stock Exchange of Australia Ltd and for all other purposes the Directors be authorised to issue up to 30,000,000 fully paid Chess Depository Instruments (CDI's) and underlying Ordinary Shares of a minimum issue price of US\$1.00 each in the period from the date of the meeting until December 2015.

An explanatory memorandum in respect of the resolution accompanies this notice.

DATED 9<sup>th</sup> May 2015

**BY ORDER OF THE BOARD**

  
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ANDREW DAVID BRISTOW

SECRETARY

CDI HOLDERS

Holders of Chess Depository Instruments (CDI's) are invited to attend but are not entitled to vote personally at the Annual General Meeting. Chess Depositing Nominees Pty Ltd (CDN) holds legal title to the Company's shares for and behalf of the CDI holders as the beneficial owners of the Company's shares held by CDN, CDI holders should direct CDN on how to vote with respect of the resolutions described in the Notice of Meeting. CDN must exercise its right to vote by proxy at the Annual General Meeting in accordance with the Directors of CDI holders. A form of Direction to CDN is attached.

**Proxies**

Members entitled to vote may attend the general meeting in person or by proxy.

A proxy form for the meeting is attached .

Proxy forms must be completed and signed by a member wishing to appoint a proxy.

Proxies must be lodged at Nanopac Innovation Ltd c/- 31 Highgate CCt Kellyville NSW 2145 or at the following electronic address [highgatecorporateadvisors@gmail.com](mailto:highgatecorporateadvisors@gmail.com) at least 48 hours prior to the meeting.