

NANOPAC INNOVATION LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of NANOPAC INNOVATION LIMITED will be held at 10-1, 1st Floor, Jalan UST 10/1, Taipan Triangle, 47620 Subang Jaya Selangor, Malaysia on the 25th day of May 2017 at 9.00am to consider and if thought fit pass as ordinary resolutions the resolutions set out below:

Ordinary

1. ADOPTION OF ANNUAL FINANCIAL ACCOUNTS
2. APPROVAL TO ISSUE CDIs 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 (CDIs) and underlying Ordinary Shares at a minimum issue price of US\$1.00 in the period from the date of the meeting until 31 December 2017.

3. ELECTION OF DIRECTOR

That Cheng Kok Leong retires in accordance with Article 18.4 of the Company's Articles of Association, and being eligible who offers himself for election be elected as director.

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

DATED 24 April 2017

BY ORDER OF THE BOARD



ANDREW DAVID BRISTOW
SECRETARY

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 Suite 214 Level 2, 33 Lexington Drive, Bella Vista NSW 2154 or at the following electronic address Highgatecorporateadvisors @ gmail.com at least 48 hours prior to the meeting.

CDI HOLDERS

Holders of Chess Depository Instruments (CDIs) 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.

EXPLANATORY MEMORANDUM

SPECIAL BUSINESS

ITEM 2

Item 2 Approval to issue additional CDIs.

At last years' AGM the Board was granted power to issue 30,000,000 CDIs at a minimum of US\$1.00 to the period of 31 December 2016

The Board now seeks the same additional approval for the issue of new CDIs from the date of this notice to 31 December 2016. Pursuant to NSX Listing Rules 6.25 the Directors cannot issue more than 15% of the number of securities on issue in any 12 month period without shareholder approval.

The company has on issue 78,816,917 shares represented by CDIs. The issue of new shares will have a dilutionary impact on existing security holders unless they acquire shares themselves in proportion to their current holdings. The above resolutions provide for the issue of up to 30,000,000 new shares represented by CDIs at a minimum of US\$1.00.

The number of shares that will be issued prior to 31 December 2017 is unknown at this stage. The dilutionary impact of various number of share being issued on the existing security holders can be seen in the table below:

Number of New Shares	Percentage held by New Holders	Percentage Held by Existing Holders
5,000,000	5.97%	94.03%
10,000,000	11.26%	88.74%
20,000,000	20.24%	79.76%
30,000,000	27.57%	72.43%