



NEW HOONG FATT HOLDINGS BERHAD
(425709-K)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fourteenth (14th) Annual General Meeting of **NEW HOONG FATT HOLDINGS BERHAD** will be held at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Thursday, 19 May 2011 at 10.00 a.m. for the following purposes :

A G E N D A

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2010 together with the Reports of the Directors and Auditors thereon.

2. To approve a final single tier dividend of eight (8) sen and a special final single tier dividend of two (2) sen per ordinary share of RM1.00 each in respect of the financial year ended 31 December 2010.

Resolution 1

3. To re-elect the following Directors who are retiring by rotation pursuant to Article 78 of the Company's Articles of Association, and who being eligible, offer themselves for re-election:

(i) Madam Kam Foong Keng

Resolution 2

(ii) Datuk Dr. Anis Bin Ahmad

Resolution 3

4. To approve the Directors' Fees of RM141,000 for the financial year ended 31 December 2010.

Resolution 4

5. To re-appoint Messrs BDO as Auditors of the Company and to authorise the Directors to fix their remuneration.

Resolution 5

SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without modifications, the following resolution as Special Resolution of the Company :

6. **SPECIAL RESOLUTION**
PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION

“THAT the deletion, alterations, modifications, variations and additions to the Articles of Association of the Company, more particularly set out in Annexure I contained in the Annual Report, be and is hereby approved.”

Resolution 6

7. To transact any other business for which due notice has been given in accordance with the Companies Act, 1965 and the Company's Articles of Association.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

FURTHER NOTICE IS HEREBY GIVEN THAT subject to the approval of the shareholders at the Fourteenth (14th) Annual General Meeting of the Company, a final single tier dividend of eight (8) sen and a special final single tier dividend of two (2) sen per ordinary share of RM1.00 each for the financial year ended 31 December 2010 will be paid on 23 June 2011 to Depositors whose names appear in the Record of Depositors on 31 May 2011.

A depositor shall qualify for entitlement only in respect of:

- (a) Securities transferred into the Depositor's Securities Account before 4.00 p.m. on 31 May 2011 in respect of transfers; and
- (b) Securities bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

YEOH CHONG KEAT (MIA 2736)
REBECCA LEONG SIEW KWAN (MAICSA 7045547)
Company Secretaries

Kuala Lumpur
26 April 2011

Notes :

1. Every member entitled to attend and vote at the meeting is entitled to appoint up to two (2) proxies to attend and vote for him/her. A proxy may but need not be a member of the Company. If the proxy is not a member, he/she needs not be an advocate, an approved company auditor or a person approved by the Registrar in a particular case. If a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
2. The Proxy Form must be signed by the appointer or if the appointer is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
3. The original signed and/or sealed copy of the Proxy Form must be deposited at the Registered Office of the Company at Suite 11.1A, Level 11, Menara Weld, 76 Jalan Raja Chulan, 50200 Kuala Lumpur at least forty-eight (48) hours before the time fixed for the meeting.

EXPLANATORY NOTE ON SPECIAL BUSINESS

Resolution 6

The Special Resolution proposed under this resolution 6, is for the purpose of streamlining the Company's Articles of Association in line with the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, in particularly relating to electronic dividend as well as for standardization purposes. With the shareholders' approval, the proposed amendments as per Annexure I contained in this Annual Report will be incorporated into the Company's Articles of Association.