

NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE COMPANY

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held as follows:

Date : Thursday, 4 February 2010
Time : 10:00 am
Venue : Ballroom 3, First Floor, Sime Darby Convention Centre, 1A, Jalan Bukit
Kiara 1, 60000 Kuala Lumpur

to consider as **Special Business** and, if thought fit, to pass the following resolutions, with or without modification, each as an **ORDINARY RESOLUTION**:

1. **RESOLVED** that *Datuk Lye Ek Seang* be and is hereby removed from office as a director of the Company, with immediate effect.
2. **RESOLVED** that *Lim Ching Choy* be and is hereby removed from office as a director of the Company, with immediate effect.
3. **RESOLVED** that *Dato' Liew Lee Leong* be and is hereby removed from office as a director of the Company, with immediate effect.
4. **RESOLVED** that *Lai Moo Chan* be and is hereby removed from office as a director of the Company, with immediate effect.
5. **RESOLVED** that *Long Md. Nor Amran Bin Long Ibrahim* be and is hereby removed from office as a director of the Company, with immediate effect.
6. **RESOLVED** that *Mohd Shahril Bin Tan Sri Hamzah* be and is hereby removed from office as a director of the Company, with immediate effect.
7. **RESOLVED** that *Foo Ton Hin* be and is hereby removed from office as a director of the Company, with immediate effect.
8. **RESOLVED** that subject to him having consented to act as a director, *Tan Sri Dato' Kamaruzzaman Bin Shariff* be and is hereby appointed as a director of the Company, with immediate effect.
9. **RESOLVED** that subject to him having consented to act as a director, *Hew Thin Chay* be and is hereby appointed as a director of the Company, with immediate effect.
10. **RESOLVED** that subject to him having consented to act as a director, *Yusob Bin Md. Tasir* be and is hereby appointed as a director of the Company, with immediate effect.
11. **RESOLVED** that subject to him having consented to act as a director, *D. Felix Dorairaj* be and is hereby appointed as a director of the Company, with immediate effect.
12. **RESOLVED** that subject to him having consented to act as a director, *Haji Slammat Bin Hamzah* be and is hereby appointed as a director of the Company, with immediate effect.

13. **RESOLVED** that subject to him having consented to act as a director, ***Chow Seck Kai*** be and is hereby appointed as a director of the Company, with immediate effect.
14. **RESOLVED** that if any person (other than a person named in Resolutions 1 to 13 above) is appointed as a director of the Company at any time from 1 January 2010 up to and including the time of the conclusion of this Extraordinary General Meeting (including any adjournment thereof), each such person be and is hereby removed from office as a director of the Company, with immediate effect.

In accordance with sections 128 and 153 of the Companies Act 1965, special notice of no less than 28 days is given in respect of the resolutions above.

The general nature as well as the effect of the above proposed resolutions, if passed, is to remove or appoint the relevant person (as the case may be) as a director of the Company. A letter to shareholders relating to the effect of these resolutions is enclosed with this Notice.

Dated 7 January 2010

The Extraordinary General Meeting mentioned above is called pursuant to section 145 of the Companies Act 1965, by the members of the Company named in the Signature List below, being members of the Company holding shares in the Company which in the aggregate comprise not less than 10% of the issued share capital of the Company.

Notes:

1. *A member entitled to attend and vote at the meeting is entitled to appoint a proxy / proxies to attend and vote in his stead. A proxy need not be a member of the Company.*

However, in accordance with Section 149(1)(b) of the Companies Act, 1965, a member shall not be entitled to appoint a person who is not a member of the Company as his proxy unless that person is an advocate, an approved company auditor or a person approved by the Registrar of Companies in a particular case.



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

2. *The Form of Proxy must be deposited at the Registered Office at No. 18, Jalan 17/155C, Bandar Bukit Jalil, 57000 Kuala Lumpur, Wilayah Persekutuan, not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.*
3. *The instrument appointing a proxy in the case of an individual shall be signed by the appointer or his attorney and in the case of a corporation must be executed under its common seal or under the hand of its duly authorised officer or attorney. The signature of any joint holder is sufficient.*

HO HUP CONSTRUCTION COMPANY BERHAD (14034-W)

Notice of Extraordinary General Meeting called pursuant to section 145 of the Companies Act 1965.

SIGNATURE LIST

<u>Member</u>	<u>No. of shares in the Company</u>	<u>Signature</u>
LOW CHEE & SONS SDN BHD (Co No. 61331-A)	23,112,629	 ----- Dato' Low Tuck Choy Director
CHOO SOO HAR@ CHOU KAM CHEONG	2,000	 ----- Choo Soo Har@Chou Kam Cheong

HO HUP CONSTRUCTION COMPANY BERHAD
 (Company No.14034-W)
 (Incorporated in Malaysia under the Companies Act, 1965)
FORM OF PROXY

*I/We _____
 (Full Name)
 (*I.C. No./Passport No./Company No. _____)
 of _____
 (Address)
 being a *member/members of **HO HUP CONSTRUCTION COMPANY BERHAD** (the "Company")
 hereby appoint _____
 (Full Name)
 of _____
 (Address)
or failing him/her, _____
 (Full Name)
 of _____
 (Address)

as *my/our proxy to vote for *me/us on *my/our behalf at the Extraordinary General Meeting of the Company to be held at Ballroom 3, First Floor, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur on Thursday, 4 February 2010 at 10:00 am, or at any adjournment thereof.

*My/Our Proxy is to vote as indicated below:

ORDINARY RESOLUTIONS		^FOR	^AGAINST
Resolution 1	Removal of Datuk Lye Ek Seang		
Resolution 2	Removal of Lim Ching Choy		
Resolution 3	Removal of Dato' Liew Lee Leong		
Resolution 4	Removal of Lai Moo Chan		
Resolution 5	Removal of Long Md. Nor Amran bin Long Ibrahim		
Resolution 6	Removal of Mohd Shahril bin Tan Sri Hamzah		
Resolution 7	Removal of Foo Ton Hin		
Resolution 8	Appointment of Tan Sri Dato' Kamaruzzaman Bin Shariff		
Resolution 9	Appointment of Hew Thin Chay		
Resolution 10	Appointment of Yusob Bin Md. Tasir		
Resolution 11	Appointment of D. Felix Dorairaj		
Resolution 12	Appointment of Haji Slamet Bin Hamzah		
Resolution 13	Appointment of Chow Seck Kai		
Resolution 14	Removal of any person appointed a Director from 1 January 2010 to the conclusion of the Extraordinary General Meeting		

* Strike out whichever not applicable

If you wish to appoint an alternate Proxy who will act in the absence of the first-named Proxy, please fill in the section set out in italics (and indicated by "#"); otherwise, leave the section set out in italics blank or cross it out. If the section set out in italics is not filled in, you are deemed to have chosen not to appoint an alternate Proxy.

^Please indicate with an "X" in the appropriate box against each Resolution how you wish your vote to be cast. If no specific direction is given, the proxy/proxies will vote or abstain from voting at his/her discretion.

Dated this _____ day of _____ 2010.

No. of shares Held (for the purpose of this Form of Proxy)

 Signature/Common Seal of Shareholder(s)

(Refer also to the Notes overleaf)

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