

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION



KPJ HEALTHCARE BERHAD

(Company No. 247079-M)

(Incorporated in Malaysia under the Companies Act, 1965)

**NOTICE OF EXTRAORDINARY GENERAL MEETING
CONVENED PURSUANT TO SECTION 145 OF THE COMPANIES ACT, 1965
TO CONSIDER RESOLUTION TO REMOVE DIRECTOR**

The notice of Extraordinary General Meeting to be held at the Permata 3, Level B2, The Puteri Pacific Johor Bahru, Jalan Abdullah Ibrahim, 80000 Johor Bahru, Johor on Wednesday, 26 January 2011 at 9.00 a.m. The Form of Proxy is enclosed.

A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy may but need not be a member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 need not be complied with.

The Form of Proxy should be lodged at the registered office of KPJ Healthcare Berhad at Suite 12B, Level 12, Menara Ansar, 65 Jalan Trus, 80000 Johor Bahru, Johor not less than forty-eight (48) hours before the time stipulated for holding the meeting at which the person named in such instrument proposes to vote; otherwise the person so named shall not be entitled to vote in respect thereof. The lodgement of the Form of Proxy will not preclude you from attending and voting in person at the meeting should you subsequently wish to do so.

Last date and time for lodging the Form of Proxy : 24 January 2011 at 9.00 a.m.
Date and time of the Extraordinary General Meeting : 26 January 2011 at 9.00 a.m.

This notice is dated 10 January 2011



KPJ HEALTHCARE BERHAD

(Company No. 247079-M)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING OF KPJ HEALTHCARE BERHAD CONVENED PURSUANT TO SECTION 145 OF THE COMPANIES ACT, 1965

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of KPJ Healthcare Berhad (“**Company**”) will be held at the Permata 3, Level B2, The Puteri Pacific Johor Bahru, Jalan Abdullah Ibrahim, 80000 Johor Bahru, Johor on Wednesday, 26 January 2011 at 9.00 a.m. for the purpose of considering and, if thought fit, passing the following ordinary resolution, special notice having been given pursuant to Sections 153 and 128(2) of the Companies Act, 1965:

ORDINARY RESOLUTION – REMOVAL OF DIRECTOR



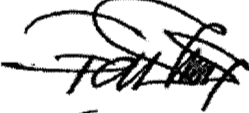
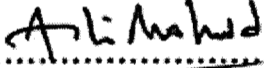

“THAT Tan Sri Dato’ Muhammad Ali bin Hashim be and is hereby removed as Director of the Company with immediate effect”.

This meeting is convened by the undersigned, being members holding together not less than one-tenth of the issued share capital of KPJ Healthcare Berhad pursuant to the powers conferred by Section 145 of the Companies Act, 1965.

BY ORDER OF REQUISITIONISTS

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This page forms part of the Notice of Extraordinary General Meeting of KPJ Healthcare Berhad dated 10 January 2011.

Requisitionists	Signature
Johor Corporation	<p data-bbox="564 322 1407 389">The Common Seal of Johor Corporation is hereunto affixed in the presence of:</p>  <p data-bbox="564 555 1174 591">..... Director: Dato' Haji Abd Latiff Bin Yusof</p>  <p data-bbox="564 792 1161 860">..... Director: Datuk Haji Ahmad Zahri Bin Jamil</p>  <p data-bbox="564 1070 1139 1106">..... Secretary: Alfadzilah Bin Mat Aris</p>
Johor Ventures Sdn. Bhd. (Co. No. 26380-K)	<p data-bbox="564 1164 1407 1232">The Common Seal of Johor Ventures Sdn. Bhd. (Co. No. 26380-K) is hereunto affixed in the presence of:</p>  <p data-bbox="564 1393 992 1429">..... Director: Azli Bin Mohamed</p>  <p data-bbox="564 1594 1139 1662">..... Secretary: Hana Binti Ab Rahim @ Ali LS 0005694</p>

Date : 10 January 2011

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This page forms part of the Notice of Extraordinary General Meeting of KPJ Healthcare Berhad dated 10 January 2011.

NOTES TO THE NOTICE OF EXTRAORDINARY GENERAL MEETING:

1. A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy may but need not be a member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 need not be complied with.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under the hand of its common seal or under the hand of an officer or attorney duly authorised. The instrument appointing the proxy shall be deemed to confer authority to demand or join in demanding a poll.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, he may appoint at least one (1) proxy in respect of each securities account he holds with ordinary shares of the Company standing to the credit of the said securities account.
4. The instrument appointing a proxy, together with the power of attorney (if any) under which it is signed or a certified copy thereof, shall be deposited at the registered office of the Company at Suite 12B, Level 12, Menara Ansar, 65, Jalan Trus, 80000 Johor Bahru, Johor at least forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in such instrument proposes to vote; otherwise the person so named shall not be entitled to vote in respect thereof.

STATEMENT TO MEMBERS OF THE COMPANY PURSUANT TO ARTICLE 56 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY

1. This statement is given pursuant to Article 56 of the Articles of Association of the Company and should be read together with the Notice of Extraordinary General Meeting convened pursuant to Section 145 of the Companies Act, 1965 dated 10 January 2011 which this Statement accompanies.
2. The proposed Ordinary Resolution is in relation to removal of director and if passed will remove Tan Sri Dato' Muhammad Ali bin Hashim as director of the Company with immediate effect.

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KPJ HEALTHCARE BERHAD

(Company No. 247079-M)
(Incorporated in Malaysia under the Companies Act, 1965)

FORM OF PROXY

No of ordinary shares held	CDS account no.

I/We * _____
(Full name and NRIC No. / Company No. in block letters)

of _____
(Full address in block letters)

being a member(s) of KPJ HEALTHCARE BERHAD hereby appoint _____

_____ (Full name in block letters)

of _____ (Full address in block letters)

or failing him/her _____ (Full name in block letters)

of _____ (Full address in block letters)

or failing him/her, the Chairman of the meeting 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 Permata 3, Level B2, The Puteri Pacific Johor Bahru, Jalan Abdullah Ibrahim, 80000 Johor Bahru, Johor on Wednesday 26 January 2011 at 9.00 a.m. and at any adjournment thereof in respect of my/our holdings of shares in the manner indicated below:

Resolution	Description	For	Against
1	THAT Tan Sri Dato' Muhammad Ali bin Hashim be and is hereby removed as Director of the Company with immediate effect		

(Please indicate with a (✓) in the appropriate box whether you wish your vote to be cast for or against the resolution. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signature(s)/Common Seal of Shareholder(s)

Dated thisday of 2011

NOTES:

1. A member of the Company entitled to be present and vote at the Meeting may appoint a proxy to vote instead of him. A proxy may but need not be a member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 need not be complied with.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation, either under the hand of its common seal or under the hand of an officer or attorney duly authorised. The instrument appointing the proxy shall be deemed to confer authority to demand or join in demanding a poll.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, he may appoint at least one (1) proxy in respect of each securities account he holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Any alteration made in this form should be initialled by the person who signs it.
5. The instrument appointing a proxy, together with the power of attorney (if any) under which it is signed or a certified copy thereof, shall be deposited at the registered office of the Company at Suite 12B, Level 12, Menara Ansar, 65 Jalan Trus, 80000 Johor Bahru, Johor at least forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in such instrument proposes to vote; otherwise the person so named shall not be entitled to vote in respect thereof.

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Fold this flap for sealing

Then fold here

AFFIX
STAMP

KPJ HEALTHCARE BERHAD (247079-M)
Suite 12B, Level 12
Menara Ansar
65 Jalan Trus
80000 Johor Bahru
Johor

1st fold here
