



General Announcement

Submitted

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Company Information

Main Market Company

New Announcement

**Submitting Investment Bank/Advisor
(if applicable)**

**Submitting Secretarial Firm (if
applicable)**

* Company name	KUMPULAN FIMA BERHAD
* Stock name	KFIMA
* Stock code	6491
* Contact person	JASMIN BT HOOD
* Designation	COMPANY SECRETARY
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Type *

Announcement

Subject *:

GENERAL MEETINGS

NOTICE OF MEETING

Description *:-

(Note : Please enter the announcement description in this field and the announcement details in the Announcement Details/Table Section or attach the full announcement details as an attachment)

The Board of Directors of Kumpulan Fima Berhad wishes to announce that the Thirty Ninth (39th) Annual General Meeting ("AGM") of Kumpulan Fima Berhad will be held at the Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Wednesday, 21 September 2011 at 3.00 p.m.

The full text of the Notice of the AGM is attached herewith.

This announcement is dated 26 August 2011.

Announcement Details/Table Section :-

(This field is for the details of the announcement, if applicable)

Attachment(s):- (please attach the attachments here)

☞NOTICE AGM-21.9.11.pdf

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty Ninth (39th) Annual General Meeting ("AGM") of **KUMPULAN FIMA BERHAD** will be held at the Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Wednesday, 21 September 2011 at 3.00 p.m. for the following purposes:-

1. To receive and adopt the Audited Financial Statements of the Company for the financial year ended 31 March 2011 and the Directors' and Auditors' Reports thereon. **Ordinary Resolution 1**
2. To declare a final dividend of 7% less 25% income tax in respect of the financial year ended 31 March 2011 as recommended by the Directors. **Ordinary Resolution 2**
3. To re-appoint Tan Sri Dato' Ir. Muhammad Radzi bin Haji Mansor as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting pursuant to Section 129(6) of the Companies Act, 1965. **Ordinary Resolution 3**
4. To re-appoint Encik Azizan bin Mohd Noor as a Director of the Company and to hold office until the conclusion of the next Annual General Meeting pursuant to Section 129(6) of the Companies Act, 1965. **Ordinary Resolution 4**
5. To re-elect the following Directors who retire by rotation pursuant to Article 114 of the Company's Articles of Association and who, being eligible, offer themselves for re-election:-
 - (i) Encik Roslan bin Hamir **Ordinary Resolution 5**
 - (ii) Puan Rozana Zeti binti Basir **Ordinary Resolution 6**
6. To approve the payment of Directors' fees for the ensuing financial year. **Ordinary Resolution 7**
7. To re-appoint Messrs. Hanafiah Raslan & Mohamad as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 8**
8. As a special business:

ORDINARY RESOLUTION - PROPOSED SHAREHOLDERS' MANDATE

"THAT pursuant to Paragraph 10.09 of the Bursa Securities Main Market Listing Requirements, a mandate be and is hereby granted to allow recurrent related party transactions of a revenue or trading nature, which are necessary for the day-to-day operations of the Company and/or its subsidiaries, entered into or to be entered into by the Company and/or its subsidiaries, provided that such transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public, particulars of which are set out in Section 2.1 of the Circular to Shareholders dated 26 August 2011 AND THAT such approval conferred by the mandate shall continue to be in force until:

- (a) the conclusion of the next AGM of the Company following this AGM, at which time the mandate will lapse, unless by an ordinary resolution passed at general meeting, the mandate is renewed; or

- (b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 143(1) of the Companies Act, 1965 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or
- (c) revoked or varied by ordinary resolution passed by the shareholders in a general meeting;

whichever is earlier,

AND FURTHER THAT the Directors of the Company and/or any of them be and are/is (as the case may be) hereby authorised to complete and do all such acts and things (including executing such documents under the common seal in accordance with the provisions of the Articles of Association of the Company, as may be required) as they may consider expedient or necessary to give effect to the proposed mandate."

NOTICE OF DIVIDEND ENTITLEMENT

NOTICE IS ALSO HEREBY GIVEN that subject to the approval of the shareholders at the AGM to be held on 21 September 2011, a final dividend of 7% less 25% income tax for the financial year ended 31 March 2011 will be paid on 20 October 2011 to Depositors whose names appear in the Record of Depositors on 3 October 2011.

A Depositor shall qualify for entitlement to the dividend only in respect of:-

- a. Securities transferred into the Depositor's Securities Account before 4.00 p.m. on 3 October 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

MOHD YUSOF BIN PANDAK YATIM (MIA 4110)

JASMIN BT HOOD (LS 0009071)

Company Secretaries

Kuala Lumpur
26 August 2011

Explanatory Note on Special Business:

The proposed Ordinary Resolution 9 if passed, will empower the Company and/or its subsidiaries ("the Group") to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations, subject to the transactions being carried out in the ordinary course of business on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

Detailed information on the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature is set out in the Circular to Shareholders dated 26 August 2011, dispatched together with the Annual Report.

Note :

A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may not be a Member of the Company and a Member may appoint more than two (2) proxies by specifying the proportion of his shareholding to be represented by each proxy. The instrument appointing a proxy must be completed and deposited at the registered office of the Company not less than forty eight (48) hours before the time of holding the Meeting or any adjournment thereof.