



TIEN WAH PRESS HOLDINGS BERHAD

(Company No.: 340434-K)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of Tien Wah Press Holdings Berhad ("TWPH" or "Company") will be held at Nakhoda 1 & 2, Level 3, Armada Hotel, Lorong Utara C, Section 52, 46200 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 29 July 2009 at 11.00 a.m., for the purpose of considering and, if thought fit, passing the following resolution:-

ORDINARY RESOLUTION

PROPOSED ACQUISITION OF 100% EQUITY INTEREST IN TOYO (VIET) PAPER PRODUCT CO., LTD. ("TOYOViet") COMPRISING CONTRIBUTED LEGAL CAPITAL OF USD4,421,141 FOR A TOTAL CASH CONSIDERATION OF USD3,650,000 (EQUIVALENT TO RM12,853,475) ("PROPOSED ACQUISITION")

"That subject to the approvals from the relevant authorities being obtained where necessary, approval be and is hereby given for the proposed acquisition of 100.00% equity interest in Toyoviet comprising contributed legal capital of United State Dollar Four Million Four Hundred Twenty One Thousand One Hundred and Forty One only (USD4,421,141) from New Toyo Aluminium Paper Product Co Pte Ltd ("NTAP") for a total cash consideration of United State Dollar Three Million Six Hundred and Fifty Thousand only (USD3,650,000), (equivalent to RM12,853,475) subject to the conditions and upon the terms set out in the share purchase agreement dated 24 June 2009 entered into between the Company and NTAP ("SPA") and that the SPA be and is hereby approved, ratified and confirmed.

And that the Directors of the Company be and are hereby empowered and authorised to do all such acts, deeds and things (including all applications and submissions to the relevant regulatory authorities where necessary) and to take all such steps as they may in their absolute discretion deem fit, necessary, expedient or appropriate in the best interest of the Company and to execute, sign and deliver on behalf of the Company all such agreements, arrangements and documents as may be necessary to give full effect to, complete and implement the Proposed Acquisition and with full power to assent to any arrangements, conditions, modifications, variations and/or amendments thereto as may be deemed necessary by the Directors or as may be required or permitted by the relevant authorities.

BY ORDER OF THE BOARD

TAI YIT CHAN (MAICSA 7009143)

LIEW IRENE (MAICSA 7022609)

Secretaries

Selangor Darul Ehsan

14 July 2009

Notes:-

1. *A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be a member of the Company and a member may appoint any person to be his proxy without limitation and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.*
2. *A member shall not be entitled to appoint more than two (2) proxies to attend and vote at the same meeting and where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.*
3. *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, the form of proxy shall be executed under the corporation's seal or under the hand of an officer or attorney duly authorised.*
4. *The instrument appointing a proxy, with the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power or authority, shall be deposited at the Registered Office of the Company at Lot 6.05, Level 6, KPMG Tower, 8 First Avenue, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan not less than forty eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.*