



KNM GROUP BERHAD

(Company No. 521348-H)

(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of KNM GROUP BERHAD ("KNM" or "the Company") will be held at Stateroom, Lower Ground Level, Palace of the Golden Horses, Jalan Kuda Emas, MINES Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan on Thursday, 27 March 2008 at 10 a.m. for the purposes of considering and, if thought fit, passing the following ORDINARY RESOLUTIONS:

ORDINARY RESOLUTION I

PROPOSED PURCHASE OF OWN SHARES BY THE COMPANY ("PROPOSED SHARE BUY-BACK")

"**THAT** subject to the Companies Act, 1965, the Articles of Association of the Company and all applicable laws, regulation and guidelines and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised to purchase such amount of ordinary shares of RM0.25 each in the Company as may be determined by the Directors of the Company from time to time through Bursa Malaysia Securities Berhad upon such terms and conditions as the Directors may deem fit in the interest of the Company provided that the aggregate number of shares purchased pursuant to this resolution does not exceed ten per cent (10%) of the total issued and paid-up share capital of the Company and that the amount allocated by the Company for the Proposed Share Buyback is backed by an equivalent amount of retained profits and/or share premium of the Company.

THAT authority be and is hereby given to the Directors to decide in their absolute discretion to either retain the ordinary shares of RM0.25 each in the Company by the Company as treasury shares, to be either distributed as share dividends or re-sold on Bursa Securities or subsequently cancelled, or to cancel the shares so purchased, or a combination of both.

THAT authority be and is hereby given to the Directors to take such steps as are necessary, including the appointment of stockbroker and the opening and maintaining of Central Depository Account(s) designated as a Share Buyback Account(s) and to enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and to do all such acts and things as the Directors may deem fit and expedient in the interests of the Company for the Proposed Share Buyback.

AND THAT such authority conferred by such resolution would be effective immediately upon passing of this resolution and would continue to be in force until the conclusion of the next Annual General Meeting of the Company or the expiry of the period within which the next Annual General Meeting is required by law to be held or revoked or varied by ordinary resolution of shareholders of the Company in a general meeting, whichever occurs first, but so as not to prejudice the completion of a purchase made before such expiry date."

ORDINARY RESOLUTION II

PROPOSED ALLOCATION OF SHARE OPTIONS TO AN INDEPENDENT NON-EXECUTIVE DIRECTOR UNDER THE EXISTING EMPLOYEES' SHARE OPTION SCHEME ("ESOS") ("PROPOSED ALLOCATION OF SHARE OPTIONS")

"**THAT**, the Directors of the Company be and are hereby authorised at any time, and from time to time, to offer and to grant to Dato' Mohamad Idris bin Mansor, the Independent Non-Executive Chairman of KNM, 300,000 ESOS Options to subscribe for the new ordinary shares in KNM arising from the exercise of the ESOS options available under the existing ESOS.

AND subject to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the by-laws of the ESOS."

By Order of the Board

Chia Kwok Why (MAICSA 7005833)
Yeoh Seng Chong (LS 006878)

12 March 2008

Notes:

1. A member entitled to attend and vote at the above Meeting is entitled to appoint one or more proxies to attend and vote in his/her stead.
2. A proxy may but need not be a member of the Company and the provision of Section 149(1)(b) of the Company Act, 1965 shall not apply to the Company.
3. The instrument appointing a proxy or proxies must be in writing under the hand of the appointor or his/her attorney duly authorised in writing or if such appointee is a corporation, the instrument appointing a proxy or proxies must be executed under its common seal or under the hand of an officer or attorney of the corporation and must be deposited at the Registered Office of the Company at 15, Jalan Dagang SB 4/1, Taman Sungai Besi Indah, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia, not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting.
4. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.