

General Announcement

Reference No **CA-100331-60699**

Company Name : **GRAND CENTRAL ENTERPRISES BHD**
Stock Name : **GCE**
Date Announced : **02/04/2010**

Type : **Announcement**
Subject : **NOTICE OF THE TWENTY FIFTH ANNUAL GENERAL MEETING AND BOOKS CLOSURE**

Contents : **We are please to inform the Bursa Malaysia Securities Berhad that the Twenty Fifth Annual General Meeting of the Company will be held at the Grand Hall, 10th Floor, Hotel Grand Continental, Jalan Belia/Jalan Raja Laut, 50350 Kuala Lumpur on Tuesday, 27th April 2010 at 9.30 a.m.**

A copy of the Notice of the Twenty Fifth Annual General Meeting and Books Closure are attached herewith.

Attachments : [📎Notice - AGM 2010.pdf](#)

Announcement Details :



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty Fifth Annual General Meeting of the Company will be held at the Grand Hall, 10th Floor, Hotel Grand Continental, Jalan Belia/Jalan Raja Laut, 50350 Kuala Lumpur on Tuesday, 27 April 2010 at 9.30 a.m. to transact the following businesses:

1. To receive and adopt the Audited Financial Statements for the year ended 31 December 2009 together with the Reports of Directors' and Auditors' thereon. **(Resolution 1)**
 2. To re-elect Tan Eng How, the director who retires in accordance with Article 80 of the Company's Articles of Association, being eligible, offers himself for re-election. **(Resolution 2)**
 3. To re-appoint the following directors who are over the age of seventy (70) years, to hold office until the next Annual General Meeting pursuant to Section 129 (6) of the Companies Act, 1965.
 - a) Tan Eng Teong **(Resolution 3)**
 - b) Wong Tow Cheong **(Resolution 4)**
 - c) Tan Sri Dato Sri Abang Haji Ahmad Urai Bin Datu Hakim Abang Haji Mohideen **(Resolution 5)**
 4. To approve and declare a First and Final Dividend of 3% (less Income Tax at 25%) for the year ended 31 December 2009. **(Resolution 6)**
 5. To approve the payment of Directors' fees of RM157,000 for the year ended 31 December 2009. **(Resolution 7)**
 6. To consider, and if thought fit, to pass the following resolution :

"THAT Messrs Ernst & Young, the retiring Auditors, be and are hereby re-appointed Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a fee to be determined by the Directors at a later date."

(Resolution 8)
- Special Business**
To consider and, if thought fit, to pass the following resolution :
7. **Ordinary Resolution - Authority to Issue Share**

"THAT pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby authorised to issue and allot shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum of the issued share capital of the Company for the time being, subject always to the approval of all the relevant regulatory bodies being obtained for such allotment and issue."

(Resolution 9)
 8. To transact any other business for which due notice shall have been given.

NOTICE OF BOOKS CLOSURE

NOTICE IS ALSO HEREBY GIVEN that a first and final dividend of 3% (less Income Tax at 25%) for the financial year ended 31 December 2009, if approved by the shareholders at the Annual General Meeting, will be paid on 19 May 2010 to the shareholders whose names appear in the Record of Depositors of the Company at the close of business on 30 April 2010.

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

- a) shares transferred into the depositor's securities account before 4.00 p.m. on 30 April 2010 in respect of ordinary transfers ; and
- b) shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD

TAN KOK AUN (LS 00361)
WONG WAI YIN (MAICSA 7003000)
Company Secretaries

Kuala Lumpur
5 April 2010

Notes:

1. A Member holding one thousand (1,000) ordinary shares or less may appoint only one (1) proxy to attend and vote at a general meeting who shall represent all the shares held by such Member. A Member holding more than one thousand (1,000) ordinary shares may appoint up to two (2) proxies to attend and vote at the same meeting. Where a Member appoints two proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.
2. A proxy may but need not be a member of the Company and need not be any of the persons prescribed by Section 149(1)(b) of the Companies Act, 1965.
3. The instrument appointing a proxy must be under the hand of the appointer or his attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.
4. The instrument appointing a proxy must be deposited at the Company's Registered Office at No. 70-2, Tingkat 2 (Room A), Wisma Mahamewah, Jalan Sungai Besi, 57100 Kuala Lumpur, at least forty-eight hours before the time for holding the meeting or at any adjournment thereof.

EXPLANATORY NOTES ON SPECIAL BUSINESS

The proposed adoption of Ordinary Resolution in item 7 is primarily to give flexibility to the Board of Directors to issue and allot shares at any time in their absolute discretion without convening a general meeting. The authorisation will, unless revoked or varied by the Company at a general meeting, expire at the next annual general meeting. This is a renewal of a general mandate. The Company did not utilise the mandate granted in the preceding year's Annual General Meeting. In order to avoid any delay and cost involved in convening a general meeting, it is thus appropriate to seek members' approval.