



NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

20 AUGUST 2013

Mykris Limited (the Company) gives you notice that the annual meeting of shareholders will be held at, Mecure Hotel, 8 Customs Street, Auckland, commencing at 2.30pm on Tuesday 20th August 2013.

The Explanatory Notes which accompany this Notice of Meeting set out the details of the transactions which are the subject of the resolutions and the approval required for each resolution by the shareholders of the Company pursuant to the NZAX Listing Rules, the Companies Act 1993 and the constitution of the Company.

The business of the meeting will be:

1. **Chairman's Introduction**
2. **Company Presentation**
3. **Resolution 1: Annual Report**

To receive and consider the Annual Report, including the audit report and financial statements, for the year ended 31 March 2013.

"That the Annual Report be received."

4. **Resolution 2: Auditors**

To consider and, if thought fit, to pass the following ordinary resolution in accordance with sections 196 and 197 of the Companies Act 1993:

"That WHK be re-appointed as auditors of the Company to:

- (a) hold office from the conclusion of this annual meeting until the conclusion of the next annual meeting; and*
- (b) audit the financial statements of the Company and the Group for the next accounting period after this annual meeting,*

and that the directors of the Company be authorised to fix their remuneration as auditors of the Company for the ensuing year."

5. **Resolution 3: Re-election of Director**

To consider and, if thought fit, to pass the following ordinary resolution:

"That Chang Wai Hoong, who retires by rotation and is eligible for re-election, be elected as a director of the Company."

6. Resolution 4: Re-election of Director

To consider and, if thought fit, to pass the following ordinary resolution:

“That Siow Hock Lee, who retires by rotation and is eligible for re-election, be elected as a director of the Company.”

Explanatory Notes

Explanatory notes on Resolutions 2 to 3 accompany this Notice of Meeting.

Ordinary Resolution

An ordinary resolution means a resolution passed by a simple majority of votes of shareholders of the Company entitled to vote and voting.

Directors' Recommendation

The Directors unanimously recommend that you vote in favour of the Resolutions.

Proxies and Representatives

Shareholders may exercise their right to vote at the meeting either by being present in person or by appointing a proxy to attend and vote in their place. A proxy need not be a shareholder of the Company. The Chairman of the meeting is willing to act as proxy for any shareholder who may wish to appoint him for that purpose. A body corporate shareholder may appoint a representative to attend the meeting on its behalf. A proxy form is enclosed with this notice.

If you wish to vote by proxy you must complete the form and produce it to the Company by delivering it to the Company's Share Registrar, Computershare Investor Services Ltd, Level 2, 159 Hurstmere Road, Takapuna, North Shore City, Auckland or by posting it to The Share Registrar, Mykris Limited, c/o Computershare Investor Services Ltd, Private Bag 92119, Auckland 1142, New Zealand (in each case), so as to be received no later than 48 hours before the meeting is due to begin (i.e before 2.30 pm on 16th August 2013).

By order of the Board



Chew Choo Soon
Chairman

EXPLANATORY NOTES

Resolution 3 – 4 Re-election of Director

Pursuant to NZAX Listing rule 3.2.6 adopted within the Company's constitution requires that at every annual meeting, at least one third of the Directors and those who have been longest in office since their last election, shall retire from office.

The Company currently has 5 directors. The Two of those directors (Chang Wai Hoong and Siow Hock Lee) retire by rotation, and being eligible for re-election, have offered themselves for re-election.

CHANG WAI HOONG, Associate Degree, Electronic Engineering

Chang Wai Hoong is the Executive Director and Co-founder of the Mykris Limited Group and is a Director of the Company since 21 December 2011. He was appointed as a Director of MyKRIS International Sdn Bhd on 25 March 2008 and re-designated as the Executive Director of MyKRIS International Sdn Bhd on 20 May 2010. He graduated from RIMA College with an Associate Degree in Electronic Engineering in 1992.

His career started in 1992 as a Special Project Engineer in a local private limited multi-national company and was promoted to Project Manager in 1993. He was mainly responsible for Bank Islam Malaysia's Smart Card Project, which was among the earliest banks that used smart cards for banking purposes. He then joined a local MSC company in 1994 as Project Engineer and was later appointed as the Executive Officer in 1996 where he was responsible in assisting the Vice President of the information access division in accountability and business strategy, as well as in the re-organisation of the engineering division. In his current tenure as the Executive Director of the MyKRIS Group, he plays a vital role in the business development and strategic partnerships of the Group.

SIOW HOCK LEE, CA(M), FCCA

Siow Hock Lee is an Independent Non-Executive Director of the Company since 21 December 2011. He has been a member of the Association of Chartered Certified Accountants (United Kingdom) since 1985 and a member of the Malaysian Institute of Accountants since 1986. Starting in 1979, he worked for various public accounting firms before he started his own accounting practice under the name of Messrs. SC Associates in 1993. He joined Messrs. WH Hau & Co., another firm of public accountants in Malaysia as a partner on 1 October 1998. He is also an Independent Non-Executive Director of Caely Holdings Berhad and Amtel Holdings Berhad, both listed on the Main Market of Bursa Malaysia Securities Berhad and Green Ocean Corporation Berhad, a company listed on the ACE Market of Bursa Malaysia Securities Berhad, the Malaysian Stock Exchange.