



NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

13 SEPTEMBER 2012

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 2.00pm on Thursday 13th September 2012.

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 2012.

"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 Chew Choo Soon, 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 Brent Douglas King, 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 1020, 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 2.00 pm on 11th September 2012).

By order of the Board

A handwritten signature in black ink, appearing to read 'Chew Choo Soon', with a horizontal line underneath the name.

Chew Choo Soon
Chairman

EXPLANATORY NOTES

Resolution 3 – 4 Re-election of Director

The Company currently has 5 directors. Two of those directors (Chew Choo Soon and Brent King) are standing down by rotation, and offering themselves for re-election.

Chew Choo Soon - B Sc (Hons), Electrical Engineering

Chew Choo Soon, was appointed as a Director of MyKRIS International Berhad (MyKRIS) on 25 March 2008 and redesignated as the Managing Director of MyKRIS on 20 May 2010. He is the Chief Executive Officer and a co-founder of the MyKRIS Group. He graduated from the University of Malaya with a Bachelor of Science Honours Degree in Electrical Engineering in 1990. He has approximately nineteen years of experience in IT businesses and entrepreneurship. His career started in 1990, as a Systems Engineer in a local Malaysian private limited company where he was responsible for the installation and implementation of networking systems. In the following year, he was transferred to a joint venture company as Sales Executive and subsequently promoted to Vice-President in 1995. He started up MyKRIS Asia in 2000. He has presented various workshops on wireless communication and business applications of ICT to members of the Association of Chinese Chamber of Commerce Malaysia (ACCCIM). He has been appointed as the Deputy Chairman for the ICT Committee in ACCCIM since 2006.

Brent Douglas King - BCom, CA, CMA

Brent is the founder of Investment Research Group Limited, which was the sponsor of the MyKris Limited listing on the NZAX. Brent was also the founder and Managing Director of the Dorchester Group of Companies for 17 years until he resigned in 2005. Brent has travelled extensively in Asia and undertaken business in Asia for over 25 years. Brent holds a number of public and private directorships, including being a director of New Zealand Cricket. Brent has more than 25 years experience in financial, investment banking, underwriting, capital raising and accounting areas and has assisted a number of public and private companies.

Annual Meeting of Shareholders of Mykris Limited

13th September 2012

SECTION 1: ADMISSION CARD

If you propose to **ATTEND** the Annual Meeting:

Bring this Admission Card, Proxy Form and Voting Instructions/Voting Paper intact.

If you do **NOT** propose to **ATTEND** the Annual Meeting but wish to be represented by proxy:

Complete and sign the Proxy and Voting Instruction section below, detach this Admission Card and fold the form as indicated, seal and mail it to the Company's Share Registrar (see over for mailing/delivery instructions).

Common Shareholder Number.

No. of Voting Securities.

TEAR **SECTION 2: PROXY FORM (for use if you are unable to attend the meeting)**

Shareholder No.

No. of Voting Securities

I/We

being a Shareholder/Shareholders of MYKRIS LIMITED

hereby appoint* _____

or, failing him/her _____

as my/our proxy to vote for me/us on my/our behalf at the fourth Annual Meeting of Shareholders of the Company to be held on 13th September 2012 at the Mecure Hotel, 8 Customs Street, Auckland, New Zealand commencing at 2.00 pm and at any adjournment thereof and to vote on any resolution to amend any of the resolutions, on any resolution so amended and at any other resolution proposed at the meeting (or any adjournment). In the event I/we have not expressed any Intention or the Intention is unclear my/our direction is to abstain.

**If you wish you may appoint as your proxy "The Chairman of the Meeting". Disqualified persons cannot exercise a discretionary proxy vote.*

FOLD **SECTION 3: VOTING INSTRUCTIONS/VOTING PAPER**

This part of the form can be used either as voting instructions for a proxy or as a voting paper at the meeting (if a poll is called). This form is to be used to vote as follows on the following resolutions.

I/we direct my/our proxy to vote in the following manner:

If a box relating to a resolution is not ticked, the direction on that resolution is to abstain.

TICK (✓) IN BOX TO RECORD YOUR VOTE

	IN FAVOUR	AGAINST	PROXY DISCRETION	ABSTAIN
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Resolutions:

- | | | | | |
|--------------------------------------------------------------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| 1. To receive the Annual Report | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To appoint WHK as auditors and authorise the directors to fix their remuneration. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To re-elect Chew Choo Soon | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To re-elect Brent Douglas King | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Signed this.....day of2012

Signatures _____

Notes

1. For your vote to be counted completed proxy forms must be lodged at the office of the Company's Share Registrar, Computershare Investor Services Limited at either Private Bag 92119, Auckland 1142 or at Level 2, 159 Hurstmere Road, Takapuna, North Shore City, Auckland, New Zealand not later than 2.00 pm on 11th September 2012.
2. A proxy can be any person of the Shareholder's choice and does not have to be a Shareholder. Shareholders who are not entitled to vote may be appointed as proxies, but may not be appointed as discretionary proxies. If you wish, you can appoint the Chairman of the Meeting as your proxy. If the form is returned without a direction as to how the proxy shall act on a resolution, or the intention is unclear the proxy will abstain.
3. All joint holders must sign. A corporation may sign under the hand of a duly authorised officer. If the form is signed under power of attorney a certificate of non-revocation must be completed and the power of attorney also forwarded, unless it has already been noted by the Company.
4. If you tick the "proxy discretion" box you are directing your proxy to decide how to vote on that resolution on your behalf (you are not permitted to confer a discretionary proxy on a Shareholder who is not entitled to vote). If you tick the "abstain box", you are directing your proxy NOT to vote on that resolution. If a proxy does not vote on your behalf on a resolution, your votes will not be counted when calculating a majority for that decision.

TEAR

FreePost Authority Number 2888

The Share Registrar
Mykris Limited
C/o - Computershare Investor Services Ltd
Private Bag 92119
Auckland 1020
New Zealand

FOLD

MAILING/DELIVERY INSTRUCTIONS	
1.	If mailing Proxy Form from within New Zealand, use this Proxy Form as a reply paid envelope by following the directions below: i. Tear off Admission Card ii. Fold along line indicated iii. Seal with tape
2.	If mailing Proxy Form from outside New Zealand, place Proxy Form in an envelope and affix the necessary postage from the country of mailing: Address to: The Share Registrar Mykris Limited Computershare Investor Services Ltd Private Bag 92119 Auckland 1020 New Zealand
3.	If delivering Proxy Form by hand or by courier, the physical street address of the Company's Share Registrar is Computershare Investor Services Limited, Level 2, 159 Hurstmere Road, Takapuna, North Shore City, Auckland, New Zealand.

TO MAIL, FOLD AND SEAL WITH TAPE