



Tradewinds
Corporation Berhad

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty-Ninth Annual General Meeting of Tradewinds Corporation Berhad will be held on Thursday, 29 June 2006 at 10.00 a.m. at the Mahkota Ballroom 2, Hotel Istana Kuala Lumpur, 73, Jalan Raja Chulan, 50200 Kuala Lumpur for the following purposes:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 December 2005 together with the Reports of the Directors and Auditors thereon. (Resolution 1)
2. To re-elect the following Directors who retire by rotation pursuant to Article 101 of the Company's Articles of Association:-
 - (i) Tan Sri Datuk Amar (Dr) Hamid bin Bugo; (Resolution 2)
 - (ii) Abdul Jabbar bin Abdul Majid. (Resolution 3)
3. To re-elect Syed Azmin bin Mohd Nursin @ Syed Nor, a Director retiring pursuant to Article 106 of the Company's Articles of Association. (Resolution 4)
4. To approve Directors' fees for the financial year ended 31 December 2005. (Resolution 5)
5. To re-appoint Messrs PricewaterhouseCoopers as Auditors of the Company for the ensuing financial year and to authorise the Directors to determine their remuneration. (Resolution 6)
6. By way of special business to consider and if thought fit, to pass the following resolution:-

Authority to Issue Shares

"THAT pursuant to Section 132D of the Companies Act, 1965 the Directors be and are hereby authorised to issue shares in the Company at any time to such persons, upon such terms and conditions and for such purposes as the Directors shall in their absolute discretion deem fit provided always the aggregate number of shares to be issued shall not exceed ten per cent (10%) of the issued share capital of the Company and the relevant approvals of the regulatory bodies shall have been obtained."

(Please refer to Note 5 below)

(Resolution 7)

By Order of the Board,

MUHAMMAD HAFIDZ BIN NURUDDIN, FCIS

(MAICSA 7005820)

Company Secretary

5 June 2006

Kuala Lumpur

Notes:

1. A member entitled to attend and vote at the forthcoming annual general meeting (AGM) is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy need not be a member of the Company, an advocate, an approved company auditor or a person approved by the Registrar.
2. In the case of a corporate member, the instrument appointing a proxy shall be given under the company's common seal or under the hand of its attorney or officer.
3. If a member wishes to appoint two proxies, the shares represented by each proxy must be specified failing which the appointment is not valid.
4. The instrument appointing a proxy must be deposited with the Company's Registrar, Symphony Share Registrars Sdn Bhd, Level 26, Menara Multi Purpose, Capital Square, No 8 Jalan Munshi Abdullah, 50100 Kuala Lumpur not less than 48 hours before the time appointed for the holding of the AGM or adjourned meeting.
5. The proposed Resolution 7, if passed, will empower the Board of Directors of the Company to issue and allot ordinary shares in the Company up to and not exceeding in total ten per cent (10%) of the issued share capital of the Company at any time to such persons and for such purposes as it considers justified in the interest of the Company. This flexibility will save time and cost of having to convene a general meeting just to approve an issue of shares should the need arise. This authority will, unless earlier revoked by the shareholders, expire at the next annual general meeting of the Company.
6. In respect of Resolution 2, Dato' Syed Fahri Barakbah bin Tun Syed Sheh Barakbah was originally due to retire at the AGM. As he had resigned on 1 May 2006, Tan Sri Datuk Amar (Dr) Hamid bin Bugo will be retiring instead and seeking re-election.