

TOP GLOBAL LIMITED

(Incorporated in the Republic of Singapore)
Company Registration Number: 198003719Z

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Top Global Limited (the "**Company**") will be held at Regent Hotel, Nassim Room, Level 3, 1 Cuscaden Road, Singapore 249715 on 14 October 2014 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

Ordinary Resolution

Approval of the Proposed Acquisition of approximately 71.52% of the Equity Interest in PT Suryamas Dutamakmur, Tbk.

That:

- (a) approval be and is hereby given for the proposed acquisition (the "**Proposed Acquisition**") by the Company of 3,412,821,351 issued ordinary shares in the capital of PT Suryamas Dutamakmur, Tbk. ("**Suryamas**"), representing approximately 71.52% of the equity interest in Suryamas (as described in the circular dated 29 September 2014 issued by the Company in relation to the Proposed Acquisition), from Asia Capital Holding Limited, PT. Surya Pembangunan Utama, PT. Niaganusa Indomakmur and Alera Financial Corp. (collectively, the "**Vendors**"), at the purchase consideration of S\$152,951,535 to be satisfied by the allotment and issuance of 19,000,000,000 new ordinary shares in the capital of the Company (the "**Consideration Shares**") at an issue price of S\$0.008 per Consideration Share credited as fully paid-up to Oei Siu Hoa @ Sukmawati Widjaja ("**Madam Sukmawati**"), on the terms and conditions set out in the conditional sale and purchase agreement dated 10 December 2013, as amended by the supplemental agreements dated 10 June 2014 and 4 September 2014 (the "**Amended Share Purchase Agreement**"), entered into between the Company, the Vendors and Madam Sukmawati;
- (b) approval be and is hereby given to the directors of the Company to allot and issue the Consideration Shares at an issue price of S\$0.008 per Consideration Share credited as fully paid-up to Madam Sukmawati on the terms and conditions set out in the Amended Share Purchase Agreement ("**Share Issue**"); and
- (c) any director of the Company be and is hereby authorised to complete and do all such acts and things (including executing all such documents as may be required in connection with the Ordinary Resolution, the Proposed Acquisition and the Share Issue) as he may consider expedient or necessary in the interests of the Company to give full effect to this Ordinary Resolution, the Proposed Acquisition and the Share Issue.

By Order of the Board

Lee Bee Fong
Company Secretary
Singapore
29 September 2014

Notes:

1. A member of the Company entitled to attend and vote at the above Extraordinary General Meeting is entitled to appoint a proxy, but not more than two proxies, to attend and vote in his stead. A member of the Company, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. Such proxy need not be a member of the Company.
2. The instrument appointing a proxy must be lodged at the registered office of the Company at 1 Scotts Road, #20-03 Shaw Centre, Singapore 228208 not less than 48 hours before the time appointed for the Extraordinary General Meeting.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Extraordinary General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.