



ECM LIBRA AVENUE BERHAD (713570-K)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of ECM LIBRA AVENUE BERHAD (“**ELAB**” or the “**Company**”) will be held at Ballroom 1, Level 2, Hotel Nikko Kuala Lumpur, 165 Jalan Ampang, 50450 Kuala Lumpur on Thursday, 31 January 2008 at 2.30 p.m. for the purpose of considering, and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED SHARE BUY-BACK

THAT, subject to Section 67A of the Companies Act, 1965 (the “**Act**”) and Part IIIA of the Companies Regulations, 1966, provisions of the Company’s Articles of Association and the requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and any other relevant authority, the Directors of the Company be and are hereby authorised to make purchases of ordinary shares of RM1.00 each in the Company’s issued and paid-up share capital through Bursa Securities subject further to the following:-

- (i) the maximum number of shares which may be purchased and/or be held by the Company shall be equivalent to 10% of the issued and paid-up share capital of the Company (“**Purchased Shares**”) for the time being;
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing the Purchased Shares shall not exceed the aggregate of the retained profits and/or share premium account of the Company as certified by the auditors of the Company;
- (iii) the authority conferred by this resolution will commence immediately upon passing of this resolution and will continue to be in force until:
 - (a) the conclusion of the next annual general meeting of the Company; or
 - (b) the expiration of the period within which the next annual general meeting after that date is required by law to be held; or
 - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in general meeting;whichever occurs first,
- (iv) upon completion of the purchase of the Purchased Shares by the Company, the Directors of the Company be and are hereby authorised to deal with the Purchased Shares in the following manner:-
 - (a) cancel the Purchased Shares so purchased; or
 - (b) retain the Purchased Shares so purchased as treasury shares; or
 - (c) retain part of the Purchased Shares so purchased as treasury shares and cancel the remainder; or
 - (d) distribute the treasury shares as dividends to shareholders and/or resell on Bursa Securities and/or cancel all or part of them; orin any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Bursa Securities and any other relevant authority for the time being in force;

AND THAT, the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase of the Purchased Shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto.

ORDINARY RESOLUTION 2

PROPOSED GRANT OF OPTIONS TO YBHG DATO' SERI KALIMULLAH BIN MASHEERUL HASSAN

THAT, the offer and granting of 29,000,000 options to YBhg Dato' Seri Kalimullah Masheerul Hassan, the Executive Chairman and Chief Executive Officer of the Company, to subscribe for new ordinary shares of RM1.00 each in ELAB at RM1.00 each under the Company's Employees' Share Option Scheme subject always to such terms and conditions and/or any adjustment which may be made in accordance with the provisions of the bye-laws be and is hereby approved.

ORDINARY RESOLUTION 3

PROPOSED GRANT OF OPTIONS TO YBHG DATO' AB. HALIM BIN MOHYIDDIN

THAT, the offer and granting of 200,000 options to YBhg Dato' Ab. Halim bin Mohyiddin, the Vice Chairman of the Company, to subscribe for new ordinary shares of RM1.00 each in ELAB at RM1.00 each under the Company's Employees' Share Option Scheme subject always to such terms and conditions and/or any adjustment which may be made in accordance with the provisions of the bye-laws be and is hereby approved.

ORDINARY RESOLUTION 4

PROPOSED GRANT OF OPTIONS TO MR LIM KIAN ONN

THAT, the offer and granting of 29,000,000 options to Mr Lim Kian Onn, the Managing Director of the Company, to subscribe for new ordinary shares of RM1.00 each in ELAB at RM1.00 each under the Company's Employees' Share Option Scheme subject always to such terms and conditions and/or any adjustment which may be made in accordance with the provisions of the bye-laws be and is hereby approved.

ORDINARY RESOLUTION 5

PROPOSED GRANT OF OPTIONS TO YBHG DATUK KAMARUDIN BIN MD ALI

THAT, the offer and granting of 200,000 options to YBhg Datuk Kamarudin bin Md Ali, non-executive Director of the Company, to subscribe for new ordinary shares of RM1.00 each in ELAB at RM1.00 each under the Company's Employees' Share Option Scheme subject always to such terms and conditions and/or any adjustment which may be made in accordance with the provisions of the bye-laws be and is hereby approved.

ORDINARY RESOLUTION 6

PROPOSED GRANT OF OPTIONS TO YBHG DATO' OTHMAN BIN ABDULLAH

THAT, the offer and granting of 200,000 options to YBhg Dato' Othman bin Abdullah, non-executive Director of the Company, to subscribe for new ordinary shares of RM1.00 each in ELAB at RM1.00 each under the Company's Employees' Share Option Scheme subject always to such terms and conditions and/or any adjustment which may be made in accordance with the provisions of the bye-laws be and is hereby approved.

ORDINARY RESOLUTION 7

PROPOSED GRANT OF OPTIONS TO ENCIK MAHADZIR BIN AZIZAN

THAT, the offer and granting of 200,000 options to Encik Mahadzir bin Azizan, non-executive Director of the Company, to subscribe for new ordinary shares of RM1.00 each in ELAB at RM1.00 each under the Company's Employees' Share Option Scheme subject always to such terms and conditions and/or any adjustment which may be made in accordance with the provisions of the bye-laws be and is hereby approved.

ORDINARY RESOLUTION 8

PROPOSED GRANT OF OPTIONS TO MR SOO KIM WAI

THAT, the offer and granting of 200,000 options to Mr Soo Kim Wai, non-executive Director of the Company, to subscribe for new ordinary shares of RM1.00 each in ELAB at RM1.00 each under the Company's Employees' Share Option Scheme subject always to such terms and conditions and/or any adjustment which may be made in accordance with the provisions of the bye-laws be and is hereby approved.

SPECIAL RESOLUTION 1

PROPOSED CHANGE OF NAME

THAT, the name of the Company be changed from "ECM Libra Avenue Berhad" to "ECM Libra Financial Group Berhad" and that all references in the Memorandum & Articles of Association of the Company to the name of ECM Libra Avenue Berhad, wherever the same may appear, shall be deleted and substituted with ECM Libra Financial Group Berhad ("**Proposed Change of Name**"); AND THAT YBhg Dato' Seri Kalimullah Masheerul Hassan, the Executive Chairman and Chief Executive Officer of the Company, be and is hereby authorised to give effect to the Proposed Change of Name with full power to assent to any condition, modification, variation and/or amendment as may be required by the relevant authorities.

SPECIAL RESOLUTION 2

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

THAT, subject to the relevant approvals being obtained, the Articles of Association of the Company be amended in the manner as set out in Appendix II attached in the Circular to Shareholders dated 9 January 2008 AND THAT the Directors be and are hereby authorised to sign, do and execute all relevant documents, acts, and things as may be required for or in connection with and to give full effect to the Proposed Amendments to the Articles of Association of the Company with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities.

By Order of the Board

WONG SEONG CHO
Company Secretary

Kuala Lumpur
9 January 2008

Notes:

1. A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint one (1) or more proxy/proxies to attend and vote in his stead. A proxy may but need not be a member of the Company and the provisions of Section 149(1)(a) and (b) of the Companies Act, 1965 shall not apply to the Company. A member who is an authorised nominee may appoint not more than two (2) proxies in respect of each securities account it holds.
2. The Form of Proxy must be deposited at the Registered Office of the Company at 8A Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time and date of the Extraordinary General Meeting or adjourned meeting.