



SUPERCOMNET TECHNOLOGIES BERHAD
(Company No. 197527-H)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Seventh Annual General Meeting of the Company will be held at Ifrah Hall, Cinta Sayang Resort, Persiaran Cinta Sayang, 08000 Sungai Petani, Kedah on Friday, May 26, 2017 at 9.30 a.m. for the following purposes:-

A G E N D A

- To receive the Audited Financial Statements for the financial year ended December 31, 2016 together with the reports of the Directors and Auditors thereon. (Please refer to Note A)
- To approve the payment of Directors' Fee of up to RM269,280/- for the period from January 1, 2017 until the next Annual General Meeting of the Company. (Resolution 1)
- To approve the Directors' benefits (excluding Directors' Fee) payable of up to RM29,700/- for the period from January 1, 2017 until the next Annual General Meeting of the Company. (Resolution 2)
- To re-elect the following Directors who are retiring pursuant to Article 99(1) of the Articles of Association of the Company, and who, being eligible offered themselves for re-election:-
 - Mr. Ng Ngoon Weng (Resolution 3)
 - Mdm. Wu, Huei-Chung (Resolution 4)
- To re-appoint Deloitte PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. (Resolution 5)
- AS SPECIAL BUSINESS
To consider and, if thought fit, to pass the following Resolutions:-
Ordinary Resolutions
 - Re-appointment of Directors**
"That the following Directors be re-appointed to continue in office as Directors of the Company:-
 - Mr. Wu, Chung-Jung (Resolution 6)
 - Mr. Shiue, Jong-Zone" (Resolution 7)
 - Authority to Issue Shares**
"That pursuant to Companies Act 2016 and approvals from the Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant governmental/regulatory authorities where such authority shall be necessary, the Board of Directors be authorised to issue and allot shares in the Company from time to time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Board of Directors may, in its absolute discretion, deem fit provided that the aggregate number of shares to be issued shall not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being, and that the Board of Directors be empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Securities."
- To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016.

Notes:

- This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 and the Company's Articles of Association do not require a formal approval of the shareholders and hence, is not put forward for voting.
- For the purpose of determining a member who shall be entitled to attend and vote at this Twenty-Seventh Annual General Meeting, the Company shall be requesting the Record of Depositors as at May 9, 2017. Only a depositor whose name appears on the Record of Depositors as at May 9, 2017 shall be entitled to attend, speak and vote at the said meeting or appoint proxy(ies) to attend, speak and vote on his/her behalf.

Explanatory Note On Special Business:

1. Re-appointment of Directors

At the Twenty-Sixth Annual General Meeting of the Company held on May 27, 2016, both Mr. Wu, Chung-Jung and Mr. Shiue, Jong-Zone who are over seventy years of age were re-appointed pursuant to Section 129(6) of the Companies Act, 1965* to hold office until the conclusion of the Twenty-Seventh Annual General Meeting of the Company.

The proposed Resolution No. 6 & 7 (Item 6(a)), if passed, will enable the above Directors to continue in office and they shall subject to retirement by rotation in accordance with the Company's Articles of Association.

The Nominating Committee has assessed the above Directors and recommended for their re-appointment which has been duly endorsed by the Board of Directors of the Company.

* Companies Act, 1965 was repealed on January 31, 2017 following the coming into operation the Companies Act 2016. Pursuant to the Companies Act 2016, there is no maximum age limit for directors.

2. Authority to issue Shares

The proposed Resolution No. 8 (Item 6(b)), if passed, will grant a renewed general mandate (Mandate 2017) and empower the Directors of the Company to issue and allot shares up to an amount not exceeding in total ten per centum (10%) of the issued share capital of the Company from time to time and for such purposes as the Directors consider would be in the interest of the Company. In order to avoid any delay and costs involved in convening a general meeting, it is thus appropriate to seek shareholders' approval. This authority will, unless revoked or varied by the Company in general meeting, expire at the next Annual General Meeting of the Company.

The Mandate 2017 will provide flexibility to the Company for allotment of shares for any possible fund raising activities, including but not limited for further placing of shares, for the purpose of funding future investment(s), acquisition(s) and/or working capital.

As at the date of this Notice, the Company did not issue any shares pursuant to the mandate granted to the Directors at the Twenty-Sixth Annual General Meeting. The Company did not issue any share pursuant to the mandate granted because there was no investment, acquisition or working capital that required fund raising activity.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Supercomnet Technologies Berhad ("STB" or the "Company") will be held at the Ifrah Hall, Cinta Sayang Resort, Persiaran Cinta Sayang, 08000 Sungai Petani, Kedah on Friday, May 26, 2017 at 10.30 a.m. or immediately following the conclusion or adjournment of the Twenty-Seventh Annual General Meeting to be held on the same date whichever is earlier for the purpose of considering and if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION

PROPOSED RENEWAL OF THE SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

"That subject always to the provisions of the Companies Act 2016 ("Act"), the Memorandum and Articles of Association of the Company, Bursa Malaysia Securities Berhad ACE Market Listing Requirements or other regulatory authorities, approval be and is hereby given to the Company and/or its subsidiary to enter into category of RRPT as set out in Section 2.3 of the Circular to shareholders of the Company dated April 28, 2017 (the "Circular"), which are necessary for the day to day operations and are carried out in the ordinary course of business and are on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders as set out in the Circular ("Mandate").

That the Directors be empowered to do all such acts and things as considered necessary or expedient to give full effect to the Mandate with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments as may be imposed by the relevant authorities.

That such Mandate shall commence upon passing this ordinary resolution and to be in force until:

- the conclusion of the next annual general meeting of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or
- the expiration of the period within which the next annual general meeting after that date is required to be held pursuant to Section 340(2) of the the Act (but will not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier.

And that the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution."

By Order of the Board,
HOW WEE LING (MAICSA 7033850)
OOI EAN HOON (MAICSA 7057078)
Secretaries

Penang
April 28, 2017

Notes:

For the purpose of determining a member who shall be entitled to attend and vote at the AGM/EGM, the Company shall be requesting the Record of Depositors as at May 9, 2017. Only a depositor whose name appears on the Record of Depositors as at May 9, 2017 shall be entitled to attend, speak and vote at the said meetings as well as for appointment of proxy(ies) to attend and vote on his/her stead.

Proxy

- A member shall be entitled to appoint up to two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) or more proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy must be deposited at the Registered Office of the Company at 57-G Persiaran Bayan Indah, Bayan Bay, Sungai Nibong, 11900 Penang not less than twenty-four(24) hours before the time set for holding of the Meeting i.e. Thursday, May 25, 2017 at 9.30 a.m. or at any adjournment thereof.