

NOTICE OF FOURTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fourth Annual General Meeting of the Company will be conducted on fully virtual basis via an online meeting platform at <https://rb.gy/ucmnaj> on Friday, 17 May 2024 at 2.30 p.m., or at any adjournment thereof, for the following purposes:-

AGENDA

ORDINARY BUSINESS

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| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2023 with the Directors' and Auditors' Reports thereon. | Please refer to
Explanatory Note 1 |
| 2. To approve the Directors' fees amounting to RM24,000.00 from 18 May 2024 until the next Annual General Meeting. | Ordinary Resolution 1 |
| 3. To re-elect Ms. Lai Chia Yee who retires in accordance with Clause 97.1 of the Company's Constitution, and who being eligible, has offered herself for re-election. | Ordinary Resolution 2 |
| 4. To re-appoint Messrs. HLB Ler Lum Chew PLT as Auditors for the ensuing year and to authorise the Directors to fix their remuneration. | Ordinary Resolution 3 |

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Ordinary Resolution:-

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| 5. Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act, 2016 | Ordinary Resolution 4 |
|---|------------------------------|

"THAT subject always to the Companies Act, 2016 ("Act"), Constitution of the Company, LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 100% of the total number of issued shares of the Company at the time of issue, of which the aggregate number of shares issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares of the Company **AND THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

(Please refer to
**Explanatory
Note 2)**

AND FURTHER THAT pursuant to Section 85 of the Companies Act, 2016 read together with Clause 54 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company and to offer new shares arising from the issuance and allotment of the new shares pursuant to Sections 75 and 76 of the Companies Act 2016 **AND THAT** the Board of Directors of the Company is exempted from the obligation to offer such new shares first to the existing shareholders of the Company."

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| 6. To transact any other business of the Company of which due notice shall be given in accordance with the Company's Constitution and the Companies Act, 2016. | |
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By Order of the Board

NOVELPLUS TECHNOLOGY BERHAD

WONG YOUN KIM (MAICSA 7018778)
 (SSM Practising Certificate No. 201908000410)

LIM LI HEONG (MAICSA 7054716)
 (SSM Practising Certificate No.: 202008001981)

WONG MEE KIAT (MAICSA 7058813)
 (SSM Practising Certificate No.: 202008001958)

Company Secretaries

Kuala Lumpur

18 April 2024

NOTES:

- A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy(ies) to attend and vote on his(her) behalf.
- A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as a member to speak at the meeting.
- A member may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) or more proxies, he/she shall specify the proportion of his(her) shareholdings to be represented by each proxy.
- Subject to any express requirement of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad, at any general meeting a resolution put to the vote of the meeting shall be determined by a show of hands of the members present in person or by proxy, unless a poll is demanded (before or upon the declaration of the result of a show of hands). For votes on a show of hands, a holder of ordinary shares who presents as a member or a member's representative or proxy or attorney and is entitled to vote, shall be entitled to one (1) vote on any question at any general meeting.
- Where a member of the Company is an exempt authorized 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 authorized nominee may appoint in respect of each omnibus account it holds.
- The Form of Proxy shall be signed by the appointor or his(her) attorney duly authorised in writing or, if the member is a corporation, it must be executed under its common seal or by its duly authorised attorney or officers.
- The instrument appointing a proxy must be deposited at the Registered Office of the Company at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur not less than twenty-four (24) hours before the time appointed for the taking of poll at the meeting or adjourned meeting.
- In respect of deposited securities, only members whose names appear on the Record of Depositors on **10 May 2024** (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend and/or vote on his(her) behalf.

EXPLANATORY NOTES

- Item 1 of the Agenda - Audited Financial Statements for the Financial Year Ended 31 December 2023**
 The Audited Financial Statements is for discussion only as the approval of the shareholders is not required pursuant to the provisions of Section 340(1)(a) of the Companies Act, 2016. Hence, this Agenda is not put forward for voting by the shareholders of the Company.

- Ordinary Resolution 4 - Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act, 2016**

The proposed Ordinary Resolution 4, if passed, will empower the Directors of the Company, from the date of the above Annual General Meeting of the Company ("**AGM**"), with the authority to issue and allot shares in the Company up to an amount not exceeding 100% of the total number of issued shares of the Company, of which the aggregate number of shares issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares of the Company for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next AGM.

The general mandate sought for issue and allot shares is a renewal of the mandate approved by the shareholders at the last AGM held on 29 May 2023 which will lapse at the conclusion of this AGM. As at the date of this Notice, no new shares of the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 29 May 2023.

The purpose of this general mandate is to provide flexibility to the Company for issuance of shares for any possible fund-raising exercises including but not limited to further placement of shares for the purpose of funding current and/or future investment projects, working capital and/ or acquisitions. This will avoid any delay and cost involved in convening a general meeting to approve such issue of shares.

The approval of the issuance and allotment of the new shares under Sections 75 and 76 of the Companies Act 2016 shall have the effect of the shareholders having agreed to waive their statutory pre-emptive rights pursuant to Section 85 of the Companies Act, 2016 and Clause 54 of the Constitution of the Company, the shareholders of the Company hereby agree to waive and are deemed to have waived their statutory pre-emptive rights pursuant to Section 85 of the Companies Act, 2016 and Clause 54 of the Constitution of the Company pertaining to the issuance and allotment of new shares under Sections 75 and 76 of the Companies Act 2016, which will result in a dilution to their shareholding percentage in the Company.



FORM OF PROXY

NOVELPLUS TECHNOLOGY BERHAD
(Registration No.: 202001024527 (1380847-U))
(Incorporated in Malaysia)

Registration No. / IC No.

I/We
(FULL NAME IN BLOCK LETTERS)

of
(FULL ADDRESS)

being a member/members of **NOVELPLUS TECHNOLOGY BERHAD (“Company”)**, hereby appoint the following person(s) or failing him, the Chairman of the meeting as my/our proxy/proxies to vote for me/us on my/our behalf, at the Fourth Annual General Meeting of the Company to be conducted on fully virtual basis via an online meeting platform at <https://rb.gy/ucmnaj> on Friday, 17 May 2024 at 2.30 p.m. or at any adjournment thereof:-

Name of Proxy, NRIC No. & Address

No. of Shares to be
represented by Proxy

1. Name :
NRIC No. :
Address :

2. Name :
NRIC No. :
Address :

NO.	RESOLUTIONS		FOR	AGAINST
1.	To approve the Directors’ fees amounting to RM24,000.00 from 18 May 2024 until the next Annual General Meeting	Ordinary Resolution 1		
2.	Re-election of Ms. Lai Chia Yee as Director	Ordinary Resolution 2		
3.	Re-appointment of Messrs. HLB Ler Lum Chew PLT as Auditors and to authorise the Directors to fix their remuneration	Ordinary Resolution 3		
4.	Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016	Ordinary Resolution 4		

Please indicate with an “X” in the appropriate boxes on how you wish your vote to be cast on the Resolutions specified in the Notice of Meeting. Unless voting instructions are indicated in the space above, the proxy will vote as he/she thinks fit.

Number of shares _____

CDS Account No. _____

.....
Date

.....
Signature of Member / Common Seal

Fold this flap for sealing

NOTES:

1. *A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy(ies) to attend and vote on his(her) behalf.*
2. *A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as a member to speak at the meeting.*
3. *A member may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) or more proxies, he/she shall specify the proportion of his(her) shareholdings to be represented by each proxy.*
4. *Subject to any express requirement of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad, at any general meeting a resolution put to the vote of the meeting shall be determined by a show of hands of the members present in person or by proxy, unless a poll is demanded (before or upon the declaration of the result of a show of hands). For votes on a show of hands, a holder of ordinary shares who presents as a member or a member's representative or proxy or attorney and is entitled to vote, shall be entitled to one (1) vote on any question at any general meeting.*
5. *Where a member of the Company is an exempt authorized 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 authorized nominee may appoint in respect of each omnibus account it holds.*
6. *The Form of Proxy shall be signed by the appointor or his(her) attorney duly authorised in writing or, if the member is a corporation, it must be executed under its common seal or by its duly authorised attorney or officers.*
7. *The instrument appointing a proxy must be deposited at the Registered Office of the Company at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur not less than twenty-four (24) hours before the time appointed for the taking of poll at the meeting or adjourned meeting.*
8. *In respect of deposited securities, only members whose names appear on the Record of Depositors on **10 May 2024** (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend and/or vote on his(her) behalf.*

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AFFIX
STAMP

The Company Secretary
NOVELPLUS TECHNOLOGY BERHAD
Registration No. 202001024527 (1380847-U)
LEVEL 5 TOWER 8, AVENUE 5, HORIZON 2
BANGSAR SOUTH CITY
59200 KUALA LUMPUR

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NOVELPLUS TECHNOLOGY BERHAD
(Registration No.: 202001024527 (1380847-U))
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE

IN RESPECT OF THE FOURTH ANNUAL GENERAL MEETING (“4TH AGM”) TO BE HELD VIA AN ONLINE PLATFORM

DATE:

Friday,
17 May 2024

TIME:

2.30 p.m.

BROADCAST VENUE:

Fully virtual via an online meeting platform at <https://rb.gy/ucmnaj> provided by Acclime Corporate Services Sdn. Bhd. in Malaysia

GENERAL MEETING RECORD OF DEPOSITORS

1. In respect of deposited securities, only members whose names appear on the Record of Depositors on 10 May 2024 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the or appoint proxy(ies) to attend and/or vote on his(her) behalf.

PROXY

2. A member entitled to participate and vote remotely at the 4th AGM using the Virtual Meeting Facilities is entitled to appoint proxy/proxies, to participate and vote instead of him. If you are unable to attend the meeting and wish to appoint a proxy to vote on your behalf, please submit your Form of Proxy in accordance with the notes and instructions set out hereunder.
3. Alternatively, if a shareholder is unable to attend the Annual General Meeting via Virtual Meeting Facilities on 17 May 2024, he/she can appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.
4. The instrument appointing a proxy must be deposited at the Registered Office of the Company at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur, not less than twenty-four (24) hours before the time appointed for the taking of poll at the meeting or adjourned meeting, not later than **Thursday, 16 May 2024 at 2.30 p.m.**

POLL VOTING

5. The voting at the 4th AGM will be conducted by poll in accordance with Clause 75 of the Company’s Constitution. The Company has appointed ACCLIME CORPORATE SERVICES SDN BHD as Poll Administrator to conduct the poll by way of online voting.



6. Shareholders can proceed to vote on the resolutions and submit your votes at any time from the commencement of the 4th AGM at 2.30 p.m. and before the end of the voting session which will be announced by the Chairman of the meeting. The Online Voting link will be displayed in the Chat Box upon the commencement of the meeting. The QR Code for the Online Voting will also display on the screen upon the commencement of the voting session. Upon completion of the voting session for the 4th AGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

VIRTUAL MEETING FACILITIES

7. We would like to invite the Shareholders to participate and vote remotely at the 4th AGM using the Virtual Meeting Facilities. Please refer to item 10 on the registration link.
8. For Corporate Shareholders, please register via the Registration Link provided below and to provide the following documents to Acclime Corporate Services Sdn Bhd not later than **Thursday, 16 May 2024 at 2.30 p.m.**
- Original certificate of appointment of its Corporate Representative under the seal of the corporation; and
 - Corporate Representative's e-mail address and hand-phone number.

Upon receipt of such documents, Acclime Corporate Services Sdn Bhd will liaise with yourselves on the participation link.

9. For the beneficiary of the shares under a Nominee Company's CDS account who wishes to use the Virtual Meeting Facility at the 4th AGM may request its Nominee Company to appoint him/her as proxy to participate and vote remotely at the 4th AGM via the Virtual Meeting Facilities, please submit the duly executed Form of Proxy to Acclime Corporate Services Sdn Bhd not later than **Thursday, 16 May 2024 at 2.30 p.m.** and register yourself via the Registration Link below.
10. Please follow the following steps to be taken for participating and voting via the Virtual Meeting Facilities:

BEFORE THE AGM		
(a)	REGISTRATION	<ul style="list-style-type: none"> You may register yourself as Shareholder / Proxy / Corporate Representative / Beneficiary Owner of an Exempt Nominee by scanning the QR Code below or via https://rb.gy/ucmnaj for verification of attendance purpose. 
(b)	CONFIRMATION OF ATTENDANCE	<ul style="list-style-type: none"> Upon verification, the participation link will be sent to you via email.
(c)	SUBMISSION OF QUESTIONS	<ul style="list-style-type: none"> You may submit any questions online by scanning the QR Code below or via https://forms.office.com/r/pp8YgKTq8U and to submit your questions accordingly: 

ON THE AGM DAY		
(d)	PARTICIPATION	<ul style="list-style-type: none"> • To participate in the meeting, click on the participation link which was provided to you via email, at least 15 minutes before the commencement of meeting at 2.30 p.m. on 17 May 2024. • If you have any questions to be raised during the meeting, you may submit it by using the Q&A box. • The Chairman/Board of Directors will address the questions submitted prior or during the meeting accordingly.
(e)	ONLINE VOTING	<ul style="list-style-type: none"> • Upon the commencement of the meeting, the link to the online voting will be displayed in the Chat Box of the Virtual Meeting Room. • Members or proxies may commence voting from 2.30 p.m. on 17 May 2024 until such time when the Chairman announces the closing of the voting session. • After the counting of votes, the Chairman will announce the poll results.
(f)	CLOSURE	The 4 th AGM will be closed upon the announcement by the Chairman.

NO DOOR GIFT

There will be no distribution of door gifts for the participation of the AGM.

NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the AGM.

ENQUIRY

If you have any enquiry or require any assistance before or during the AGM, please contact the following during office hours from 9.00 a.m. to 5.00 p.m. (Mondays to Fridays).

ACCLIME CORPORATE SERVICES SDN BHD

Registration No. 199901021060 (495960-D)

Level 5, Tower 8, Avenue 5, Horizon 2

Bangsar South City

59200 Kuala Lumpur

Tel : 603-2280 6388

Mobile/WhatsApp: 016-602 7041

Fax : 603-2280 6399

Email : virtualsupport@acclime.com

Contact Person: Acclime Virtual Meeting Administrator

Kindly check the Company's announcement to Bursa Malaysia Securities Berhad for the latest updates on the arrangement of the 4th AGM.