

JF TECHNOLOGY BERHAD (Company No. 747681-H) (Incorporated in Malaysia)

To: The Shareholders of JF Technology Berhad ("JF Tech") or "the Company")

Dear Sir/Madam,

## ADDENDUM TO THE NOTICE OF THE ELEVENTH ANNUAL GENERAL MEETING DATED 25 SEPTEMBER 2017 AND FORM OF PROXY

Reference is made to the Notice of the Eleventh Annual General Meeting ("11th AGM") and the Form of Proxy contained in the Annual Report for the financial year ended 30 June 2017 and despatched to you on 25 September 2017.

For and on behalf of the Company, we wish to inform that amendments have been made to the Notice of the 11th AGM and the Form of Proxy to include the following:-

- Notice of the 11th AGM Resolution 10 on the Proposed Bonus Issue of up to 84,000,000 New Ordinary Shares in JF Tech ("JF Tech Share(s)" ("Bonus Share(s)") on the basis of 2 Bonus Shares for every 3 existing JF Tech Shares held on an Entitlement Date to be determined later ("Proposed Bonus Issue"); and
- 2) Revised Form of Proxy set out the above additional resolution to be tabled at the 11th AGM.

Please be guided accordingly.

By Order of the Board

CHUA SIEW CHUAN (MAICSA 0777689) CHIN MUN YEE (MAICSA 7019243) Company Secretaries

Kuala Lumpur 1 November 2017



# JF TECHNOLOGY BERHAD

(Company No. 747681-H) (Incorporated in Malaysia under the Companies Act, 1965)

## ADDENDUM TO THE NOTICE OF THE ELEVENTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** by way of an Addendum to the Notice of the 11th Annual General Meeting ("AGM") dated 25 September 2017 for the inclusion of the following additional Ordinary Resolution under Special Business at the 11th AGM of JF Technology Berhad ("JF Tech" or "Company") to be held at Greens I, Tropicana Golf & Country Resorts, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 7 December 2017 at 9.00 a.m. for the following purpose:

#### AGENDA

7 As Special Business:

To consider and, if thought fit, with or without any modification, to pass the following resolution as ordinary resolution:-

## (d) ORDINARY RESOLUTION NO. 4

#### **RESOLUTION 10**

## PROPOSED BONUS ISSUE OF UP TO 84,000,000 NEW ORDINARY SHARES IN JF TECH ("JF TECH SHARE(S)") ("BONUS SHARE(S)") ON THE BASIS OF 2 BONUS SHARES FOR EVERY 3 EXISTING JF TECH SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED BONUS ISSUE")

**"THAT** subject to the approvals of all relevant regulatory authorities being obtained, the Board of Directors of the Company ("Board") be and is hereby authorised to capitalise an amount of up to RM8,400,000 from the share premium account of the Company, and to apply such capitalised sums to make payment in full for up to 84,000,000 Bonus Shares to be credited as fully paid-up, on the basis of two (2) Bonus Shares for every three (3) existing JF Tech Shares held by the shareholders whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later;

**THAT** fractional entitlements arising from the Proposed Bonus Issue, if any, will be disregarded and the aggregate of such fractions shall be dealt with in such manner as the Board shall in its absolute discretion deem fit or expedient and in the best interest of the Company;

**THAT** the Bonus Shares shall, upon allotment and issue, rank *pari passu* in all respects with the existing JF Tech Shares, save and except that the Bonus Shares shall not be entitled to any dividend, right, allotment and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which precedes the date of allotment and issuance of the Bonus Shares;

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Bonus Issue with full power to assent to any condition, modification, variation and/or amendment in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all

such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue."

### **BY ORDER OF THE BOARD**

#### CHUA SIEW CHUAN (MAICSA 0777689) CHIN MUN YEE (MAICSA 7019243)

Chartered Secretaries

Kuala Lumpur 1 November 2017

## **Explanatory Notes:**

## 4) Proposed Bonus Issue

The proposed resolution, if passed, will allow the Board of Directors to exercise the power to capitalise an amount of up to RM8,400,000 from the share premium account of the Company, and to apply such capitalised sums to make payment in full for up to 84,000,000 Bonus Shares to be credited as fully paid-up, on the basis of two (2) Bonus Shares for every three (3) existing JF Tech Shares held by the shareholders.

Please refer to the Circular to Shareholders dated 1 November 2017 for further information.

## Additional Notes for this Addendum:

- a) The Revised Form of Proxy <u>DOES NOT INVALIDATE</u> the Form of Proxy which was circulated together with the Notice of 11th AGM dated 25 September 2017 ("Original Form of Proxy").
- b) If the Company received both the Original Form of Proxy and the Revised Form of Proxy from a member, the <u>REVISED FORM OF PROXY SHALL SUPERSEDE THE ORIGINAL FORM</u> <u>OF PROXY</u>.
- c) In the event that the Company did not receive the duly executed Revised Form of Proxy within the required timeframe, <u>THE MEMBER WHO HAS DEPOSITED THE ORIGINAL FORM OF PROXY AT THE COMPANY'S REGISTERED OFFICE WITHIN THE REQUIRED TIMEFRAME IS DEEMED TO HAVE APPOINTED AND AUTHORISED HIS/HER PROXY UNDER THE ORIGINAL FORM OF PROXY TO VOTE OR ABSTAIN ON THE ADDITIONAL ORDINARY RESOLUTION AS THE PROXY DEEMS FIT.</u>

## Notes:

- 1. The Agenda item no. 1 is meant for discussion only. The provision of Section 340(1)(a) of the Companies Act 2016 do not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.
- 2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 30 November 2017 (General Meeting Record of Depositors) shall be eligible to attend the Meeting.
- 3. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint up to two (2) proxies to attend and vote in his stead. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy.
- 4. Where the member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.

- 5. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.
- 6. The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointor or if the member is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- 7. The instrument appointing a proxy or the power of attorney under which it is executed or a certified copy thereof shall be deposited at the Registered Office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned Meeting.



We Bring Possibilities

## JF TECHNOLOGY BERHAD

(Company No. 747681-H) (Incorporated in Malaysia under the Companies Act, 1965)

		No. of shares held	CDS Account No.
FORM OF PROXY			
*I/We	(NRIC/ Passport )	No. / Company No.	
· -	(full name in b		*
of			
	(full add	ress)	
being a *member/members	s of JF TECHNOLOGY BER	HAD, hereby appoint	
	(full name in b	lock letters)	
(NRIC/Passport No.	•	,	
(······		(full address)	
or failing *him/her,			
	(full name in b	lock letters)	
(NRIC/Passport No	) of	-	
	·	(full address)	

or failing \*him/her, \*the Chairman of the Meeting as \*my/our proxy to vote for \*me/us and on \*my/our behalf, at the Eleventh Annual General Meeting of the Company, to be held at Greens I, Tropicana Golf & Country Resorts, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 7 December 2017 at 9.00 a.m., or at any adjournment thereof.

Please indicate with an "X" in the spaces provided below as to how you wish your votes to be casted. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

1.	To receive the Audited Financial Statements for the financial year together with the Reports of the Directors and the Auditors thereon.	ended 30	June 2017
No.	Resolutions	For	Against
2.	To declare a final single-tier dividend of 2 sen per ordinary share for the financial year ended 30 June 2017.		
3.	(Resolution 1) To approve the payment of Directors' fees amounting to RM88,800.00 for the financial year ended 30 June 2017.		
4.	(Resolution 2) To approve an amount of up to RM60,000 as benefits payable to the Non-Executive Directors from 31 January 2017 until the next Annual General Meeting of the Company to be held in 2018.		
5(a).	(Resolution 3) To re-elect Dato' Foong Wei Kuong, who shall retire pursuant to Article 129 of the Company's Articles of Association and being eligible, has offered himself for re-election. (Resolution 4)		
5(b).	To re-elect Dato' Philip Chan Hon Keong, who shall retire pursuant to Article 129 of the Company's Articles of Association and being eligible, has offered himself for re-election. (Resolution 5)		
6.	To re-appoint Messrs. Crowe Horwath as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. (Resolution 6)		

No.	As Special Business:	For	Against
7. (a)	Authority to issue shares pursuant to the Companies Act 2016		
	(Resolution 7)		
7. (b)	Retention of Dato' Philip Chan Hon Keong as an Independent Non- Executive Director		
	(Resolution 8)		
7. (c)	Retention of Mr. Koay Kah Ee as an Independent Non-Executive Director		
	(Resolution 9)		
7. (d)	Proposed Bonus Issue		
	(Resolution 10)		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2017

For appointment of two	proxi	ies,		
percentage of shareholdings	to	be		
represented by the proxies:				

	No. of shares	Percentage (%)
Proxy 1		
Proxy 2		
Total		100

Signature/Seal

\* Strike out whichever is not applicable

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AFFIX STAMP

The Company Secretaries

JF TECHNOLOGY BERHAD (747681-H)

Level 7, Menara Milenium Jalan Damanlela, Pusat Bandar Damansara Damansara Heights 50490 Kuala Lumpur Wilayah Persekutuan

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