

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“**EGM**”) of SWS Capital Berhad (“**SWS**” or the “**Company**”) will be held at 3rd Floor, Plot 243A (Lot Lama 7064), Jalan Perindustrian Bukit Minyak 3, Bukit Minyak Industrial Park, 14100 Seberang Perai Tengah, Penang, on Monday, 29 July 2019 at 11.00 a.m., for the purpose of considering and, if thought fit, passing the following resolution, with or without modifications:

### SPECIAL RESOLUTION

#### **PROPOSED ADOPTION OF A NEW CONSTITUTION OF THE COMPANY TO REPLACE THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION (“PROPOSED ADOPTION”)**

“**THAT**, the existing Memorandum and Articles of Association of the Company be replaced in its entirety with the Constitution as set out in Appendix II in the Circular to Shareholders dated 05 July 2019 which will be adopted as the new Constitution of the Company with immediate effect.”

#### **BY ORDER OF THE BOARD OF SWS CAPITAL BERHAD**

**NG MEI WAN (MIA 28862)**  
**TAN HUI KHIM (LS 0009936)**  
Company Secretaries

Muar  
05 July 2019

#### **Notes:**

1. *Only depositors whose names appear in the Record of Depositors as at 22 July 2019 shall be regarded as members and be entitled to attend, participate, speak and vote at the Extraordinary General Meeting.*
2. *A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.*
3. *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.*
4. *Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.*
5. *The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.*
6. *The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, must be deposited at the Registered Office of the Company at No. 7, (1st Floor), Jalan Pesta 1/1, Taman Dr Ismail 1, Jalan Bakri, 84000 Muar, Johor Darul Takzim not less than forty-eight (48) hours before the time appointed for holding this meeting or any adjournment thereof as Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad requires all resolutions set out in the Notice of Extraordinary General Meeting to vote by way of poll.*