



JAG BERHAD
(Company No. 439230-A)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of JAG Berhad ("JAG" or "Company") will be held at Danau 1, 1st Floor, Kota Permai Golf and Country Club, No. 1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor on Thursday, 25 July 2019 at 10.00 am or at any adjournment thereof for the purpose of considering and if thought fit to pass the following resolution, with or without any amendments:

ORDINARY RESOLUTION

PROPOSED PRIVATE PLACEMENT OF UP TO 411,932,000 NEW ORDINARY SHARES IN JAG ("JAG SHARES" OR "PLACEMENT SHARES") REPRESENTING UP TO 20% OF THE ISSUED SHARES OF JAG ("PROPOSED PRIVATE PLACEMENT")

"THAT, subject to the approvals of all relevant authorities (if any), approval be and is hereby given to the Company allot and issue up to 411,932,000 new JAG Shares representing up to 20% of the total number of issued shares to independent third party investor(s) to be identified, in a single or multiple tranches within 6 months from the date the approvals of the relevant authorities are obtained, or any extended period as may be approved by Bursa Malaysia Securities Berhad;

THAT approval be given to the Board to determine the issue price for the Placement Shares for each tranche at a later date after all the approval from the relevant authorities have been obtained, subject to the issue price for the Placement Shares not being at a discount of more than 10% of the 5-day weighted average market price of JAG Shares immediately preceding the price-fixing date;

THAT, such Placement Shares will, upon allotment and issuance, rank equally with the then existing JAG Shares;

AND THAT, the Directors of the Company be and are hereby authorised to do all such acts and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangement as may be necessary to give effect and complete the Proposed Private Placement and to give full effect to the Proposed Private Placement with full powers to assent to any conditions, modifications, variations and/or amendments deemed necessary or expedient in the interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions as they may deem necessary or expedient in order to implement, finalise and give full effect to and complete the Proposed Private Placement."

BY ORDER OF THE BOARD

(Duly signed)

CHUA SIEW CHUAN (MAICSA 0777689)

CHENG CHIA PING (MAICSA 1032514)

Company Secretaries

Kuala Lumpur

9 July 2019

Notes:

Proxy

1. Every member including authorised nominees as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), and Exempt Authorised Nominees which holds ordinary shares in the Company for multiple owners in one securities account (Omnibus Account), is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote instead of him at the Meeting. Only a depositor whose name appears on the Record of Depositors as at 18 July 2019 shall be entitled to attend the said meeting or appoint proxies to attend, participate and/or vote on his/her behalf.
2. Where a member appoints more than 1 proxy, the appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
3. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy/proxies to attend and vote instead of him. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy and a proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the member to speak at the Meeting.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing, of if such appointer is a corporation, under the appointer's Common Seal or under the hand of its officer or attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialled.
5. The instrument appointing a proxy and power of attorney or other authority (if any) under which it is signed or notarially certified copy thereof, must be deposited at the office of Share Registrar of the Company, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, not less than 48 hours before the time set for holding the Meeting or any adjournment thereof.
6. If a member having appointed a proxy to attend a general meeting attends such meeting in person, the appointment of such proxy shall be null and void in respect of such meeting and his proxy shall not be entitled to attend such Meeting.
7. A copy of this Notice and the accompanying Proxy Form are available for viewing and download at the Company's corporate website at www.jagb.com.my.

Registration

1. Please produce your original identification document, i.e. Identity Card (IC) or passport to the registration staff for verification. Please make sure you collect your identification document thereafter.
2. Upon verification, you are required to write your name and sign on the attendance list placed on the registration table.
3. You are not allowed to register on behalf of another person even with the original IC of the other person.

Voting

The resolution will be put to vote by way of poll.