



**MAGNI-TECH INDUSTRIES BERHAD**

(Company No. 422585-V)  
(Incorporated in Malaysia)

# Notice of Extraordinary General Meeting

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Magni-Tech Industries Berhad (“Magni” or “Company”) will be held at Berjaya 1, 7<sup>th</sup> Floor, Berjaya Penang Hotel, 1-Stop Midlands Park Centre, Jalan Burmah, 10350 Penang, Malaysia on Thursday, 26 September 2019 at 11:00 a.m. or immediately following the conclusion of the 22<sup>nd</sup> Annual General Meeting of Magni which will be held at 10:30 a.m. on the same day and at the same venue, whichever is later or at any adjournment thereof, for the purpose of considering and if thought fit, passing the following resolutions:

## **ORDINARY RESOLUTION 1**

**PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY ONE (1) EXISTING ORDINARY SHARE IN MAGNI (“SHARE”) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“ENTITLEMENT DATE”), INTO TWO (2) ORDINARY SHARES IN MAGNI (“SUBDIVIDED SHARES”) (“PROPOSED SHARE SPLIT”)**

“**THAT**, subject to the passing of the Ordinary Resolution 2 below and the approvals of all the relevant authorities and/or parties being obtained, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to subdivide every one (1) existing Share held by the shareholders of the Company whose names appear in the Record of Depositors of the Company on the Entitlement Date (“**Entitled Shareholders**”), into two (2) Subdivided Shares;

**THAT** fractional entitlements arising from the Proposed Share Split, if any, shall be dealt with in such manner as the Board in its absolute discretion deems fit, expedient and in the best interest of the Company;

**THAT** the Subdivided Shares will, upon issuance and allotment, rank equally in all respects with each other, save and except that the Subdivided Shares will not be entitled to any dividend, right, allotment and/or other distribution that may be declared, made or paid prior to the Entitlement Date;

**AND THAT** the Board be and is hereby authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitation, the affixing of the Company’s common seal) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Share Split and with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company.”

## **ORDINARY RESOLUTION 2**

**PROPOSED BONUS ISSUE OF 108,487,894 NEW SUBDIVIDED SHARES (“BONUS SHARES”) ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY THREE (3) SUBDIVIDED SHARES HELD ON THE SAME ENTITLEMENT DATE AS THE PROPOSED SHARE SPLIT (“PROPOSED BONUS ISSUE”)**

“**THAT**, subject to the passing of the Ordinary Resolution 1 above and the approvals of all the relevant authorities and/or parties being obtained, approval be and is hereby given to the Board to capitalise RM54,243,947 from the Company’s retained profits, and to apply such capitalised sum to pay in full for 108,487,894 Bonus Shares to be issued and allotted to the Entitled Shareholders on the basis of one (1) Bonus Share for every three (3) Subdivided Shares held on the Entitlement Date;

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

**THAT** the Bonus Shares will, upon issuance and allotment, rank equally in all respects with the then Subdivided Shares, save and except that the Bonus Shares will not be entitled to any dividend, right, allotment and/or other distribution that may be declared, made or paid prior to the Entitlement Date;

**AND THAT** the Board be and is hereby authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitation, the affixing of the Company’s common seal) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Bonus Issue and with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company.”

By Order of the Board

**LEE PENG LOON (MACS 01258)**  
**P’NG CHIEW KEEM (MAICSA 7026443)**

Company Secretaries

Penang

Date: 30 August 2019

### **Notes:**

1. A proxy may but need not be a member of the Company.
2. For a proxy to be valid, the proxy form, duly completed must be deposited at the registered office of the Company at 51-21-A, Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Penang, Malaysia not less than 48 hours before the time appointed for holding the meeting or at any adjournment thereof or in the case of poll, not less than 24 hours before the time appointed for taking of poll or at any adjournment thereof.
3. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
5. Where a member 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 it may appoint in respect of each omnibus account it holds.
6. If the appointor is a corporation, the proxy form must be executed under the corporation’s common seal or under the hand of an officer or attorney duly authorised.
7. Only a depositor whose name appears in the Record of Depositors of the Company on 20 September 2019 shall be eligible to attend the meeting or appoint proxies to attend and/or vote on his/her behalf.
8. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolutions set out in this notice will be put to vote by poll.