



APFT BERHAD (Company No. 886873-T)
(Incorporated in Malaysia)

NOTICE OF EIGHTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Eighth Annual General Meeting ("8th AGM") of the Company will be held at **Fleming 3, Level 7, The Pearl Kuala Lumpur, Batu 5, Jalan Klang Lama, 58000 Kuala Lumpur**, on 10 October 2019 at 9.00 a.m for the transaction of the following businesses:

AGENDA

A Ordinary Business

1. To receive the Audited Financial Statements for the financial period ended 30 April 2019 together with the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who retire in accordance with Article 91 of the Articles of Association and being eligible, having offered themselves for re-election:-
 - a) Mr. Michael Heng Chung Hong Ordinary Resolution 1
 - b) Mr. Paulinus Mojiun Ordinary Resolution 2
 - c) Mr. Liau Chee Kiong Ordinary Resolution 3
 - d) Datuk Wee Kok Chuan Ordinary Resolution 4
 - e) Dato Zaidi Bin Mat Isa@Hashim Ordinary Resolution 5
 - f) Mr. Chan Tiam Hin Ordinary Resolution 6
3. To approve the payment of Directors' fees of RM63,000 for the financial year ended 30 April 2019.; Ordinary Resolution 7
4. To approve the payment of Directors' Fee of RM255,000 for the period from 1 May 2019 up to the 9th Annual General Meeting in 2020; Ordinary Resolution 8
6. To re-appoint Messrs PKF as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. Ordinary Resolution 9

B Special Business

To consider and if thought fit, to pass with or without modifications the following resolutions:-

7. Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies Act, 2016 Ordinary Resolution 10
"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 and subject to the approvals of the relevant governmental/ regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to 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 issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Malaysia Securities Berhad for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company"
8. To transact any other business of which due notice shall have been given.

BY ORDER OF THE BOARD

MOHD ZAKIE BIN SOAD
(LS0008268)
Company Secretary

Kuala Lumpur

Date: 18 September 2019

NOTES:

1. A member entitled to attend and vote at this 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. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
2. Where a member appoints more than one proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
3. The Form of Proxy, in the case of an individual, shall be signed by the appointer or his attorney, and in the case of a corporation, shall be executed under its Common Seal or under the hand of its attorney of the corporation duly authorised.
4. For the purpose of determining a member who shall be entitled to attend the Eighth AGM, the Company shall request Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 23 September 2019. Only a depositor whose name appears on the Record of the Depositor as at 23 September 2019 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.
5. To be valid, the proxy form duly completed and signed must be deposited at the Share Registrar's Office, at Tricor Investor & Issuing House Services Sdn. Bhd. Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof.

Explanatory Notes to Ordinary Business:

- a. The Audited Financial Statements laid at this meeting pursuant to Section 340(1)(a) of the Companies Act, 2016 are meant for discussion only. It does not require shareholders' approval, and therefore, shall not be put forward for voting.

Explanatory Notes to Special Business:

The proposed Ordinary Resolution 10 is the renewal of the mandate obtained from the members at the last Annual General Meeting held on 19 December 2016 ("the previous mandate"). The previous mandate was not utilised and accordingly no proceeds were raised. The proposed resolution, if passed, will provide flexibility to the Directors to undertake fund raising activities, including but not limited to placement of shares for the funding of the Company's future investments projects, working capital and/or acquisitions, by the issuance of shares in the Company to such persons at any time, as the Directors may deem fit, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of next Annual General Meeting of the Company.