

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("**EGM**") of D'nonce Technology Bhd ("**DTB**" or "**Company**") will be held at Meeting Room 1, Level 1, 57-G-3, Mansion One, Jalan Sultan Ahmad Shah, 10050 George Town, Penang on Monday, 16 March 2020 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

### **SPECIAL RESOLUTION**

#### **PROPOSED ADOPTION OF NEW CONSTITUTION OF THE COMPANY**

**THAT** the Company's existing Constitution be deleted in its entirety and that a new Constitution as set out in Appendix "A" be adopted as the new Constitution of the Company with immediate effect.

**AND THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as are necessary and/or expedient in order to give full effect to the Proposed Adoption of new Constitution with full powers to assent to any conditions, modifications and/or amendments as may be required by any authorities to give effect to the Proposed Adoption of new Constitution of the Company.

#### **By Order of our Board**

**WONG YEE LIN (MIA 15898)**  
**HING POE PYNG (MAICSA 7053526)**

Joint Secretaries  
Penang  
Date: 10 February 2020

#### *Notes:*

- 1. A member entitled to attend and vote at the meeting is entitled to appoint at least one (1) but not more than two (2) proxies to attend, speak and vote on his/her/its behalf. A proxy may but need not be a member of the Company. An instrument for the appointment of a proxy or proxies, titled "Proxy Form", is provided in connection with this Notice of Extraordinary General Meeting.*
- 2. Where a member appoints two (2) proxies, the appointment shall be invalid unless the proportions of shareholdings to be represented by each proxy are specified.*
- 3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where a member of the Company is an exempt authorised nominee (as defined and permitted under the SICDA) 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. Where a member is a corporation, it may appoint a proxy or proxies under the Proxy Form, or appoint such person as its representative at the meeting in accordance with section 333 of the Companies Act 2016.*
- 4. The instrument appointing a proxy or proxies shall be signed by the appointor or his/her/its attorney duly authorised in writing or, if the member is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.*
- 5. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company, 51-8-E Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Penang not less than forty-eight (48) hours before the time for the meeting or any adjournment thereof.*
- 6. For the purpose of determining a member who shall be entitled to attend the meeting, a Record of Depositors as at 9 March 2020 has been requested. Only a depositor whose name appears on the Record of the Depositors as at 9 March 2020 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.*