



# SYF RESOURCES BERHAD

(Registration No. 199501035170 (364372-H))  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of SYF Resources Berhad ("SYF" or the "Company") will be conducted on a fully virtual basis through live streaming and remote participation and voting from the broadcast venue at Meeting Room, No. 1, Block C, Jalan Indah 2/6, Taman Indah, Batu 11 Cheras, 43200 Selangor on Tuesday, 14 July 2020 at 10:00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, to pass with or without modification to give effect to the following resolution:-

### ORDINARY RESOLUTION

**PROPOSED SUBSCRIPTION BY SYF DEVELOPMENT SDN BHD ("SYFD"), AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF SYF, OF 12,000,000 NEW ORDINARY SHARES IN DARUL MAJUMAS SDN BHD ("DARUL MAJUMAS"), REPRESENTING 75% OF THE ENLARGED ISSUED SHARE CAPITAL IN DARUL MAJUMAS FOR A CASH CONSIDERATION OF RM1,500,000 ("PROPOSED SUBSCRIPTION")**

"**THAT** subject to the approvals of all relevant parties and/or authorities being obtained (where required), approval be and is hereby given to SYFD, an indirect wholly-owned subsidiary of SYF to subscribe for 12,000,000 new ordinary shares in Darul Majumas, representing 75% of the enlarged issued share capital in Darul Majumas for a cash consideration of RM1,500,000, subject to and upon such terms and conditions as set out in the conditional subscription agreement dated 11 February 2020 entered into between SYFD, Darul Majumas and Kiara Susila Sdn Bhd, the holding company of Darul Majumas, for the Proposed Subscription.

**THAT** the Directors of the Company and SYFD be and are authorised to do all acts, deeds and things and execute all documents as they may deem fit or expedient in order to carry out, finalise and give effect to the Proposed Subscription with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or permitted by any relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Subscription."

### BY ORDER OF THE BOARD OF SYF RESOURCES BERHAD

**TAN TONG LANG** (MAICSA 7045482 / SSM PC No. 201908002253)

**THIEN LEE MEE** (LS0009760 / SSM PC No. 201908002254)

Company Secretaries

Kuala Lumpur

29 June 2020

### Notes:-

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint more than one (1) proxy to attend, vote and speak in his stead at the same meeting. A proxy may but need not be a member of the Company.
2. Where a member of the Company appoints more than one (1) proxy to attend and vote at the same meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointments shall be invalid.
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. An Exempt Authorised Nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
4. If the appointor is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.
5. The instrument appointing a proxy shall be signed by the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or notarially certified copy of that power of attorney or authority, shall be deposited at the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than 48 hours before the time set for holding the meeting or any adjournment thereof. Members may also have the option to submit the instrument appointing a proxy electronically via Tricor Investor & Issuing House Services Sdn Bhd's TIH Online website at <https://tih.online> before the cut-off time for the submission of the instrument appointing a proxy. For further information on the electronic submission for the instrument appointing a proxy, kindly refer to the Administrative Guide.
7. For the purpose of determining a member who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company a Record of Depositors as at 7 July 2020 and only a depositor whose name appears on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by poll.
9. The meeting will be conducted on a fully virtual basis through live streaming and online remote voting via the Remote Participation and Voting facilities ("RPV Facilities") provided by Tricor Investor & Issuing House Services Sdn Bhd via its online website at <https://tih.online>. Please follow the procedures provided in the Administrative Guide for the meeting in order to register, participate and vote remotely via the RPV Facilities.
10. The broadcast venue of meeting is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairperson of the meeting to be at the main venue of the meeting. As part of the safety measures to contain the spread of COVID-19, no shareholders/proxies from the public should be physically present at the broadcast venue on the day of the meeting.



## SYF RESOURCES BERHAD

[Registration No. 199501035170 (364372-H)]  
(Incorporated in Malaysia)

# ADMINISTRATIVE GUIDE

## EXTRAORDINARY GENERAL MEETING OF SYF RESOURCES BERHAD

Date : Tuesday, 14 July 2020  
Time : 10:00 a.m.  
Broadcast Venue : Meeting Room, No. 1, Block C, Jalan Indah 2/6,  
Taman Indah, Batu 11, 43200 Cheras, Selangor.

### MODE OF MEETING

As part of the safety measures to contain the spread of COVID-19, the Extraordinary General Meeting ("EGM") of SYF Resources Berhad ("SYF" or the "Company") will be conducted on a fully virtual basis through live streaming from the Broadcast Venue. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and revised on 18 June 2020.

We strongly encourage you to use the Remote Participation and Voting ("RPV") facilities to participate in the EGM as a way for us to jointly share the responsibility to minimise the risk of Covid-19 infections. Hence, **no Shareholder/Proxy** from the public will be allowed to be physically present at the Broadcast Venue on the day of the EGM.

### PROCEDURES FOR RPV

Shareholders/proxies/corporate representatives/attorneys who wish to participate in the EGM remotely using the RPV are to follow the requirements and procedures as summarised below:

	Procedure	Action
<b>BEFORE THE EGM DAY</b>		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none"><li>Using your computer, access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the "e-Services". Refer to the tutorial guide posted on the homepage for assistance.</li><li>If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.</li></ul>
(b)	Submit your request	<ul style="list-style-type: none"><li><b>Registration is open from 10.00 a.m. of Monday, 29 June 2020 up to 10.00 a.m. of Sunday, 12 July 2020.</b></li><li>Login with your user ID and password and select the corporate event: "<b>(REGISTRATION) SYF EGM</b>".</li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>Select "Register for Remote Participation and Voting".</li><li>Review your registration and proceed to register.</li><li>System will send an e-mail to notify that your registration for remote participation is received and will be verified.</li><li>After verification of your registration against the General Meeting Record of Depositors as at 7 July 2020, the system will send you an e-mail to approve or reject your registration for remote participation.</li></ul>

	Procedure	Action
<b>ON THE DAY OF THE EGM</b>		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> <li>Login with your user ID and password for remote participation at the EGM at any time from 9.30 a.m. i.e. 30 minutes before the commencement of the EGM on Tuesday, 14 July 2020 at 10.00 a.m.</li> </ul>
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> <li>Select the corporate event: “<b>(LIVE STREAM MEETING) SYF EGM</b>” to engage in the proceedings of the EGM remotely.</li> <li>If you have any question for the Chairman/Directors, you may use the query box to transmit your question. The Chairman/Directors will endeavor to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.</li> </ul>
(e)	Online Remote Voting	<ul style="list-style-type: none"> <li>Voting session commences from 10.00 a.m. on <b>Tuesday, 14 July 2020</b> until a time when the Chairman announces the completion of the voting session of the EGM.</li> <li>Select the corporate event: “<b>(REMOTE VOTING) SYF EGM</b>”.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select the CDS account that represents your shareholdings.</li> <li>Indicate your votes for the resolution that is tabled for voting.</li> <li>Confirm and submit your votes.</li> </ul>
(f)	End of remote participation	<ul style="list-style-type: none"> <li>Upon the announcement by the Chairman on the closure of the EGM, the live streaming will end.</li> </ul>

#### Notes to users of the RPV Facilities:

- Should your application to join the meeting be approved, we will make available to you the right to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of the EGM of the Company will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- In the event you encounter any issue with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor Investor & Issuing House Services Sdn Bhd’s helpline at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

#### GENERAL MEETING RECORD OF DEPOSITORS

- For the purpose of determining a member who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 69 of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 7 July 2020. Only a depositor whose name appears on the Record of Depositors as at 7 July 2020 shall be entitled to attend the said meeting remotely or appoint proxies to attend and vote on his/her behalf.

#### PROXY

- Since the EGM will be conducted via a virtual meeting, a Shareholder can appoint the Chairman of the meeting as proxy to vote on your behalf at the EGM by completing and indicating the voting instruction in the Proxy Form which is available at [www.syf.com.my](http://www.syf.com.my).
- You may submit your Proxy Form to the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than 48 hours before the time for holding the EGM or at any adjournment thereof. You may also have the option to submit the proxy appointment electronically via TIIH Online at website <https://tiih.online> before the Proxy Form submission cut-off time as mentioned above.

## ELECTRONIC LODGEMENT OF PROXY FORM

- The procedures to lodge your Proxy Form electronically via Tricor Investor & Issuing House Services Sdn Bhd's **TIIH Online** website are summarised below:

	Procedure	Action
<b>ON THE DAY OF THE EGM</b>		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"><li>Using your computer, please access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the "e-Services". Please do refer to the tutorial guide posted on the homepage for assistance.</li><li>If you are already a user with TIIH Online, you are not required to register again.</li></ul>
(b)	Proceed with submission of Proxy Form	<ul style="list-style-type: none"><li>After the release of the Notice of the EGM by the Company, login with your user name (i.e. email address) and password.</li><li>Select the corporate event: "Submission of Proxy Form".</li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration</li><li>Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li><li>Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy.</li><li>Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.</li><li>Review and confirm your proxy(s) appointment.</li><li>Print Proxy Form for your record.</li></ul>

## POLL VOTING

- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in the Notice of the EGM of the Company shall be put to vote by way of a poll. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the poll by way of electronic means and Asia Securities Sdn Bhd as Independent Scrutineers to verify the poll results.
- Shareholders/proxies/corporate representatives/attorneys can proceed to vote on the resolution at any time from the commencement of the EGM but before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (e) of the above Procedures for RPV for guidance on how to vote remotely from TIIH Online website at <https://tiih.online>.
- Upon completion of the voting session for the EGM, the Independent Scrutineers will verify the poll results followed by the Chairman's declaration on whether the resolution is duly passed.

## RESULTS OF THE VOTING

- The results of the voting for all resolutions will be announced at the EGM and on Bursa Malaysia Securities Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com)

## PRE-MEETING SUBMISSION OF QUESTION TO THE DIRECTORS

Shareholders/proxies may submit questions for the Directors in advance of the EGM of the Company via TIIH Online website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Sunday, 12 July 2020 at 10.00 a.m.** The Directors will endeavor to answer the questions received at the EGM of the Company.

#### **NO BREAKFAST/LUNCH PACK & DOOR GIFT**

- There will be **NO DISTRIBUTION** of food packs or door gifts during the EGM as the meeting will be conducted on a fully virtual basis.

#### **RECORDING OR PHOTOGRAPHY**

- Strictly **NO** unauthorised recording or photography of the proceedings of the EGM is allowed.

#### **ENQUIRY**

- If you have any enquiry prior to the virtual meeting, please contact our Share Registrar during office hours:

#### **Tricor Investor & Issuing House Services Sdn. Bhd.**

General Line : +603-2783 9299

Fax Number : +603-2783 9222

Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)

Contact persons : Sazali Husin  
+603-2783 9280 ([sazali@my.tricorglobal.com](mailto:sazali@my.tricorglobal.com))  
Amier Arief Hamdan  
+603-2783 9250 ([Amier.Arief@my.tricorglobal.com](mailto:Amier.Arief@my.tricorglobal.com))