



**KUMPULAN H & L HIGH-TECH BERHAD**  
**[199401032123 (317805-V)]**  
(Incorporated in Malaysia)

**NOTIFICATION OF RE-SCHEDULED TWENTY-FIFTH ANNUAL GENERAL MEETING  
("25<sup>TH</sup> AGM") OF KUMPULAN H & L HIGH-TECH BERHAD ("THE COMPANY")**

Dear Shareholders,

Reference is made to our earlier Notice of the Twenty-Fifth Annual General Meeting ("25<sup>th</sup> AGM") issued on 28 February 2020. In light of the Coronavirus Disease 2019 ("COVID-19") and further extension of the Movement Control Order until 28 April 2020 by the Malaysian Government ("the Government"), the Company had on 23 April 2020 announced that the 25<sup>th</sup> AGM will be re-scheduled to a later date.

In view of the COVID-19 outbreak and the implementation of Recovery Movement Control Order until 31 August 2020, the Board of Directors ("Board") of the Company wishes to inform that the 25<sup>th</sup> AGM which was originally scheduled to be held at Green I, ClubHouse, Tropicana Golf and Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan, on Tuesday, 28 April 2020 at 11.00 a.m., is now being re-scheduled to be held on the date, time and venue as set out below:-

**Date** : 28 July 2020 (Tuesday)

**Time** : 11.00 a.m.

**Venue** : Green III, ClubHouse, Tropicana Golf and Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan

The re-scheduled 25<sup>th</sup> AGM of the Company will be held physically in the manner as guided by the Securities Commission Malaysia's Guidance and FAQs on the Conduct of General Meetings for Listed Issuers dated 18 April 2020 which was revised on 14 May 2020, 11 June 2020, 18 June 2020 and 24 June 2020 and Standard Operating Procedures on Convening of Meetings issued by the Malaysian National Security Council, including any amendments that may be made from time to time.

The Notice of the re-scheduled 25<sup>th</sup> AGM together with Proxy Form are enclosed with this Notification.

If you wish to appoint a proxy to attend and vote on your behalf at the 25<sup>th</sup> AGM, you may deposit your proxy form with our Share Registrar at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, or by electronic lodgement via facsimile at 03-7890 4670 no later than **Sunday, 26 July 2020 at 11.00 a.m.**

The Proxy Form that has been deposited at the office of the Company's Share Registrar prior to this Notification shall remain valid, unless a new Proxy Form is deposited at the office of the Company's Share Registrar which will supersede the previous Proxy Form (if any).

We would like to thank you for your continued support of the Company. If you have any enquiries, you may contact our Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 603-7890 4700 or [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com).

Your sincerely,

**TAN LYE HUAT**

Executive Chairman and Managing Director

29 June 2020

**KUMPULAN H & L HIGH-TECH BERHAD**  
**[199401032123 (317805-V)]**  
(Incorporated in Malaysia)

## **NOTICE OF RE-SCHEDULED TWENTY-FIFTH ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the re-scheduled Twenty-Fifth Annual General Meeting (“25<sup>th</sup> AGM”) of Kumpulan H & L High-Tech Berhad (“the Company”) will be held at Green III, ClubHouse, Tropicana Golf and Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 28 July 2020 at 11.00 a.m., to transact the following businesses:-

### **A G E N D A**

#### **ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the financial year ended 31 October 2019 together with the Reports of the Directors and Auditors thereon. *(Please refer to Explanatory Note 1)*
2. To approve the payment of Directors’ fees of up to RM76,000 for the financial year ending 31 October 2020. *(Ordinary Resolution 1)  
(Please refer to Explanatory Note 2)*
3. To approve the payment of Directors’ benefits of up to RM150,000 for the period from 29 July 2020 until the next Annual General Meeting of the Company. *(Ordinary Resolution 2)  
(Please refer to Explanatory Note 2)*
4. To re-elect Mr Tan Lye Huat who retires pursuant to Clause 76(3) of the Constitution of the Company. *(Ordinary Resolution 3)  
(Please refer to Explanatory Note 3)*
5. To re-appoint Messrs Grant Thornton Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. *(Ordinary Resolution 4)  
(Please refer to Explanatory Note 4)*

#### **SPECIAL BUSINESS**

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

6. **ORDINARY RESOLUTION**  
**AUTHORITY TO ISSUE AND ALLOT SHARES** *(Please refer to Explanatory Note 5)*  
  
“THAT subject always to the Companies Act, 2016 (“the Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental/regulatory authorities (if any), the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act to allot shares in *(Ordinary Resolution 5)*

the Company, from time to time, at such price, upon such terms and conditions, and for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for additional shares so issued from Bursa Securities AND FURTHER THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier, unless such approval is revoked or varied by the Company at a general meeting.”

7. **ORDINARY RESOLUTION  
PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK**

*(Please refer to  
Explanatory  
Note 6)*

“THAT subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:-

*(Ordinary  
Resolution 6)*

- (i) the aggregate number of issued shares in the Company (“Shares”) purchased (“Purchased Shares”) and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

(“Proposed Share Buy-Back”).

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next annual general meeting of the Company is required by law to be held; or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:-

- i. To cancel all or part of the Purchased Shares;
- ii. To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- iii. To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- iv. To resell all or part of the treasury shares;
- v. To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- vi. To transfer all or part of the treasury shares as purchase consideration;
- vii. To sell, transfer or otherwise use the shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; and/or
- viii. To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities.”

8. **ORDINARY RESOLUTIONS**  
**CONTINUATION IN OFFICE AS INDEPENDENT DIRECTORS**

*(Please refer to  
Explanatory  
Note 7)*

“THAT approval be and is hereby given for Mr Chu Kan who has served as an Independent Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Director of the Company to hold office until the conclusion of next Annual General Meeting of the Company.”

*(Ordinary  
Resolution 7)*

“THAT approval be and is hereby given for Ms Rita Tai Lai Ling who has served as an Independent Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Director of the Company to hold office until the conclusion of next Annual General Meeting of the Company.”

*(Ordinary  
Resolution 8)*

“THAT approval be and is hereby given for Mr Hau Hock Khun who has served as an Independent Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Director of the Company to hold office until the conclusion of next Annual General Meeting of the Company.” **(Ordinary Resolution 9)**

9. To transact any other business of which due notice shall have been given.

By Order Of the Board

**WONG WAI FOONG [SSM PC NO. 202008001472 (MAICSA 7001358)]**  
**NG BEE LIAN [SSM PC NO. 201908003459 (MAICSA 7041392)]**  
**YAP SIT LEE [SSM PC NO. 202008001865 (MAICSA 7028098)]**  
Company Secretaries

Kuala Lumpur  
29 June 2020

**Notes:-**

1. For the purpose of determining who shall be entitled to attend this 25<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a **Record of Depositors** as at 21 July 2020. Only a member whose name appears on this Record of Depositors shall be entitled to attend this 25<sup>th</sup> AGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
2. A member entitled to attend and vote at this 25<sup>th</sup> AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
4. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“Central Depositories Act”), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
6. 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:-
  - (i) In hard copy form  
In the case of an appointment made in hard copy form, this proxy form must be deposited at the Share Registrar of the Company at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor.
  - (ii) By electronic means via facsimile  
In the case of an appointment made via facsimile transmission, this proxy form must be received at 03-7890 4670.  
For option (ii), the Company may request any member to deposit original executed proxy form to its Share Registrar before or on the day of meeting for verification purpose.

**The Proxy form issued together with the Notice of re-scheduled 25<sup>th</sup> AGM dated 29 June 2020 (“Latter Proxy Form”) shall supersede the Proxy Form circulated with the Notice of the 25<sup>th</sup> AGM dated 28 February 2020 (“Former Proxy Form”), if the Company receives both the Former Proxy Form and the Latter Proxy Form.**

9. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
10. Please ensure **ALL** the particulars as required in this proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging this proxy form is on Sunday, 26 July 2020 at 11.00 a.m.
12. Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:-
  - (a) Identity card (NRIC) (Malaysian), or
  - (b) Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
  - (c) Passport (Foreigner).
13. For a corporate member who has appointed a representative instead of a proxy to attend this 25<sup>th</sup> AGM, please bring the **ORIGINAL** certificate of appointment executed in the manner as stated in this proxy form if this has not been lodged at the Company’s registered office earlier.

## **EXPLANATORY NOTES ON ORDINARY BUSINESS**

### **1. Audited Financial Statements for the Financial Year Ended 31 October 2019**

The Audited Financial Statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only. They do not require shareholders’ approval and hence, will not be put forward for voting by shareholders of the Company.

### **2. Ordinary Resolutions 1 and 2 – Payment of Directors’ Fees and Benefits**

Pursuant to Section 230(1) of the Companies Act, 2016, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.

The proposed Ordinary Resolution 1 is to facilitate the payment of Directors’ fees on a current financial year basis, calculated based on the current Board of Directors (“Board”) size. In the event the Directors’ fees proposed are insufficient (due to enlarged Board size), approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

The proposed Ordinary Resolution 2 for the Directors’ benefits are benefits payable to the Executive Directors and meeting allowances payable to Non-Executive Directors which are calculated based on the current Board size and the number of scheduled Board and Committee meetings for the period from 29 July 2020 up to the next Annual General Meeting. In the event the proposed amount is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next Annual General Meeting for the shortfall.

### **3. Ordinary Resolution 3 – Re-election of Director**

**Mr Tan Lye Huat** is standing for re-election as Director of the Company and being eligible, has offered himself for re-election at the Twenty-Fifth Annual General Meeting.

The Board has through the Nomination Committee, considered the assessment of the Director and agreed that he meets the criteria as prescribed by Paragraph 2.20A of the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) on character, experience, integrity, competence and time to effectively discharge his role as Director.

**Mr Chew Yock Fat** who is retiring pursuant to Clause 76(3) of the Constitution of the Company as Director of the Company at the forthcoming Twenty-Fifth Annual General Meeting, has indicated to the Company that he would not be seeking re-election at the Twenty-Fifth Annual General Meeting. Therefore, Mr Chew Yock Fat shall retire as Director at the conclusion of the Twenty-Fifth Annual General Meeting.

#### **4. Ordinary Resolution 4 – Re-appointment of Auditors**

The Board has through the Audit Committee, considered the re-appointment of Messrs Grant Thornton Malaysia PLT as Auditors of the Company. The factors considered by the Audit Committee in making the recommendation to the Board to table the re-appointment of Messrs Grant Thornton Malaysia PLT at the forthcoming Annual General Meeting, included an assessment of the Auditors' independence and objectivity, caliber and quality process/performance.

### **EXPLANATORY NOTES ON SPECIAL BUSINESS**

#### **5. Ordinary Resolution 5 – Authority to Issue and Allot Shares**

The proposed Ordinary Resolution 5 is the renewal of the mandate obtained from the members at the last Annual General Meeting (“the previous mandate”). The previous mandate was not utilised and accordingly no proceeds were raised.

The proposed Ordinary Resolution 5, if passed, would provide flexibility to the Directors to undertake fund raising activities, including but not limited to placement of shares for the purpose of funding the Company's future investment project(s), working capital and/or acquisition(s), by the issuance of shares in the Company to such persons at any time as the Directors may deem fit provided that the aggregate number of shares issued pursuant to the mandate does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being, 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 the next Annual General Meeting of the Company or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier.

#### **6. Ordinary Resolution 6 – Proposed Renewal of Authority for Share Buy-Back**

The proposed Ordinary Resolution 6, if passed, will allow the Company to purchase its own shares through Bursa Securities up to ten per centum (10%) of the total number of issued shares of the Company. Please refer to the Statement to Shareholders dated 28 February 2020 in relation to the Proposed Renewal of Authority for Share Buy-Back for further information.

#### **7. Ordinary Resolutions 7, 8 and 9 – Continuation in Office as Independent Directors**

Pursuant to the Malaysian Code on Corporate Governance, it is recommended that approval of shareholders be sought in the event the Company intends to retain an Independent Director who has served in that capacity for more than nine (9) years.

Mr Chu Kan, Ms Rita Tai Lai Ling and Mr Hau Hock Khun were appointed to the Board on 2 September 1997, 23 June 2009 and 5 August 2009 respectively as Independent Directors. They have therefore served on the Board for more than nine (9) years.

The Board has through the Nomination Committee assessed the independence of Mr Chu Kan, Ms Rita Tai Lai Ling and Mr Hau Hock Khun, and recommended that they continue to act as Independent Directors of the Company based on the following justifications:-

- (i) they have fulfilled the criteria under the definition on Independent Director as stated in the Listing Requirements of Bursa Securities and, therefore, were able to bring independent and objective judgement to the Board;
- (ii) they have been with the Company for many years and were familiar with the Company's business operations and the plastic mould injection industry market, thus enabling them to contribute actively and effectively during deliberations or discussions at Board meetings;

- (iii) their length of services on the Board does not in any way interfere with their exercise of independent judgement. They have remained objective and independent in expressing their views and participating in deliberation and decision making of the Board and Board Committees;
- (iv) their vast experience in audit, finance and laws enable them to provide the Board, as the case may be, with pertinent expertise, skills and competence;
- (v) they have continued to exercise their independence and due care during their tenure as Independent Directors of the Company and carried out their duties in the interest of the Company and shareholders; and
- (vi) they have devoted sufficient time and commitment to discharge their responsibilities as Independent Directors.

The proposed Ordinary Resolutions 7, 8 and 9, if passed, will enable Mr Chu Kan, Ms Rita Tai Lai Ling and Mr Hau Hock Khun to continue to act as Independent Directors of the Company until the conclusion of next Annual General Meeting of the Company.





**KUMPULAN H & L HIGH-TECH BERHAD**  
**[199401032123 (317805-V)]**  
(Incorporated in Malaysia)

**ADMINISTRATIVE GUIDE FOR THE RE-SCHEDULED TWENTY-FIFTH ANNUAL  
GENERAL MEETING (“25<sup>TH</sup> AGM”) OF KUMPULAN H & L HIGH-TECH BERHAD  
 (“COMPANY”)**

**Date** : 28 July 2020 (Tuesday)

**Time** : 11.00 a.m.

**Venue** : Green III, ClubHouse, Tropicana Golf and Country Resort, Jalan Kelab Tropicana, 47410  
Petaling Jaya, Selangor Darul Ehsan

**(I) SAFETY MEASURES IN LIGHT OF CORONAVIRUS DISEASE 2019 (COVID-19)  
OUTBREAK**

The Company takes the well-being of all stakeholders, including employees, shareholders, proxies, customers, suppliers and service providers seriously and precautionary measures will be taken at the 25<sup>th</sup> AGM in order to minimise the risk of community spread of COVID-19.

If you have travelled overseas in the past fourteen (14) days prior to the date of the 25<sup>th</sup> AGM or have been in contact with a COVID-19 affected person or if you are unwell with sore throat, flu, fever, cough, shortness of breath or any symptoms of the COVID-19, please quarantine yourself at home. You are strongly encouraged to appoint a proxy or the Chairman of the meeting to attend and vote at the 25<sup>th</sup> AGM on your behalf.

In addition, we will be carrying out temperature checks on all attendees upon arrival at the 25<sup>th</sup> AGM venue. Any person with a body temperature of above 37.5 degrees celsius or showing symptoms of respiratory illness such as coughing and sneezing, will be denied entry into the meeting venue.

All attendees are advised to keep abreast with the latest news and safety precautions directed by the authorities from time to time. The Company requires all attendees to sanitise their hands before the meeting and to wear a mask in advance as well as adhere to social distancing rules of at least one (1) meter between each attendee throughout the 25<sup>th</sup> AGM.

**(II) PRE-REGISTRATION TO ATTEND THE 25<sup>TH</sup> AGM**

Shareholders are required to register ahead of the 25<sup>th</sup> AGM to allow the Company to make the necessary arrangements in relation to the meeting i.e. infrastructures, logistics and meeting venue(s) to accommodate the meeting participants by providing the below details though email to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com):-

- a. Full Name;
- b. Identity Card or Passport Number (for non-Malaysian);
- c. Contact Number (optional – for better co-ordination); and
- d. Central Depository Account(s) number.

After verification of your registration against the Record of Depositors as at 21 July 2020, the Share Registrar of the Company will send you an email on or after 21 July 2020 to approve or reject your registration to attend physically at the 25<sup>th</sup> AGM venue.

### **(III) REGISTRATION**

Registration counter will be opened at 9.30 a.m. on Tuesday, 28 July 2020 at Green III, ClubHouse, Tropicana Golf and Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan.

Attendees are requested to produce/show their original Identity Card or Passport (for non-Malaysian) to the registration staff for verification purposes. Kindly make sure the original Identity Card or Passport is returned to you thereafter. Please take note that no person will be allowed to register on behalf of another person, even with the original Identity Card or Passport of that person.

Upon verification, attendees are required to write their name and sign on the Attendance List placed on the registration table.

Attendees will also be given an identification wristband with personalised passcode for the voting purposes. No person will be allowed to enter the meeting hall without the identification wristband. There will be no replacement for the identification wristband in the event that you lost or misplaced it.

### **(IV) ELIGIBILITY TO ATTEND BASED ON THE RECORD OF DEPOSITORS**

Only shareholder whose name appears on the Record of Depositor as at 21 July 2020 shall be entitled to attend or appoint proxy(ies) to attend and/or vote on his/her behalf.

### **(V) APPOINTMENT OF PROXY(IES)**

A shareholder who is unable to attend the 25<sup>th</sup> AGM on 28 July 2020 may appoint proxy and indicate the voting instructions in the proxy form. Please deposit the proxy form with the Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor. Alternatively, you have the option of submitting the proxy form electronically via facsimile at 03-7890 4670.

The last date and time for lodging the proxy form is on **Sunday, 26 July 2020 at 11.00 a.m.**

### **(VI) VOTING PROCEDURES**

The voting will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. All resolutions set out in the Notice of re-scheduled 25<sup>th</sup> AGM will be put to vote by way of poll. Boardroom Share Registrars Sdn. Bhd. has been appointed as the Poll Administrator to conduct the polling process. The Independent Scrutineers will verify the results of the poll thereafter.

### **(VII) NO REFRESHMENT, DOOR GIFT(S) OR FOOD VOUCHERS**

To ensure social and physical distancing, there will be no refreshment, door gift(s) or food vouchers provided to shareholders, proxies or invited guests who attend the 25<sup>th</sup> AGM.

### **(VIII) ENQUIRY**

If you have any enquiry prior to the 25<sup>th</sup> AGM, please contact our Share Registrar during office hours on Mondays to Fridays, from 9.00 a.m. to 5.00 p.m. (except on public holidays):-

#### **Boardroom Share Registrars Sdn. Bhd.**

[Registration No. 199601006647 (378993-D)]

**Address** : 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.

**General Line** : +603-7890 4700

**Fax Number** : +603-7890 4670

**Email** : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

**KUMPULAN H & L HIGH-TECH BERHAD**

Registration No. 199401032123 (317805-V)

(Incorporated in Malaysia)

**PROXY FORM**

CDS Account No.

No. of shares held

I/We, .....Tel.: .....  
(Full name in block, NRIC / Passport / Company No.)of .....  
(Address)being a member of **Kumpulan H & L High-Tech Berhad**, hereby appoint:-

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her, the Chairman of the Meeting as my/our proxy to vote for me/us and on my/our behalf, at the re-scheduled Twenty-Fifth Annual General Meeting of the Company to be held at Green III, ClubHouse, Tropicana Golf and Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 28 July 2020 at 11.00 a.m. or any adjournment thereof, and to vote as indicated below:-

NO.	RESOLUTIONS	FOR	AGAINST
1.	To approve the payment of Directors' Fees of up to RM76,000 for the financial year ending 31 October 2020.		
2.	To approve the payment of Directors' benefits of up to RM150,000 for the period from 29 July 2020 until the next Annual General Meeting of the Company.		
3.	To re-elect Mr Tan Lye Huat, who retires pursuant to Clause 76(3) of the Company's Constitution, as Director.		
4.	To re-appoint Messrs Grant Thornton Malaysia PLT as Auditors and to authorise the Directors to fix their remuneration.		
5.	To grant authority to Directors to issue and allot shares.		
6.	To approve the Proposed Renewal of Authority for Share Buy-Back.		
7.	To approve Mr Chu Kan to continue to act as an Independent Director.		
8.	To approve Ms Rita Tai Lai Ling to continue to act as an Independent Director.		
9.	To approve Mr Hau Hock Khun to continue to act as an Independent Director.		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he thinks fit.

Signed this                      day of

Signature\*  
Member

*\*Manner of execution:-*

- (a) *If you are an individual member, please sign where indicated.*
- (b) *If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.*
- (c) *If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:-*
  - (i) *at least two (2) authorised officers, of whom one shall be a director; or*
  - (ii) *any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.*

**Notes:-**

1. For the purpose of determining who shall be entitled to attend this 25<sup>th</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a **Record of Depositors** as at 21 July 2020. Only a member whose name appears on this Record of Depositors shall be entitled to attend this 25<sup>th</sup> AGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
  2. A member entitled to attend and vote at this 25<sup>th</sup> AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company.
  3. A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
  4. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
  5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
  6. 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
  7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
  8. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:-
    - (i) In hard copy form  
In the case of an appointment made in hard copy form, this proxy form must be deposited at the Share Registrar of the Company at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor
    - (ii) By electronic means via facsimile  
In the case of an appointment made via facsimile transmission, this proxy form must be received at 03-7890 4670.  
For option (ii), the Company may request any member to deposit original executed proxy form to its Share Registrar before or on the day of meeting for verification purpose.
- The Proxy form issued together with the Notice of re-scheduled 25<sup>th</sup> AGM dated 29 June 2020 ("Latter Proxy Form") shall supersede the Proxy Form circulated with the Notice of the 25<sup>th</sup> AGM dated 28 February 2020 ("Former Proxy Form"), if the Company receives both the Former Proxy Form and the Latter Proxy Form.**
9. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
  10. Please ensure **ALL** the particulars as required in this proxy form are completed, signed and dated accordingly. Last date and time for lodging this proxy form is on Sunday, 26 July 2020 at 11.00 a.m.
  12. Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:-
    - (a) Identity card (NRIC) (Malaysian), or
    - (b) Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
    - (c) Passport (Foreigner)
  13. For a corporate member who has appointed a representative instead of a proxy to attend this 25<sup>th</sup> AGM, please bring the **ORIGINAL** certificate of appointment executed in the manner as stated in this proxy form if this has not been lodged at the Company's registered office earlier.

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AFFIX  
STAMP

**KUMPULAN H & L HIGH-TECH BERHAD**  
[199401032123 (317805-V)]

**c/o Boardroom Share Registrars Sdn. Bhd.**  
11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan.

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