



# MARCO HOLDINGS BERHAD

(Company No.: 8985-P) (Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN THAT** the Fiftieth Annual General Meeting ("50<sup>th</sup> AGM") of the shareholders of the Company will be conducted in a fully virtual manner and entirely via remote participation and voting at the Broadcast Venue at 29<sup>th</sup> Floor, Menara JKG, No. 282, Jalan Raja Laut, 50350 Kuala Lumpur, Malaysia on Thursday, 10 September 2020 at 10.30 a.m. for the purpose of transacting the following business :-

## AGENDA

### Ordinary Business

1. To receive the Directors' Report and the Audited Financial Statements of the Group and the Company for the financial year ended 31 December 2019 and the Auditors' Report thereon.
2. To approve the payment of a first and final single-tier dividend of 0.3 sen per ordinary share in respect of the financial year ended 31 December 2019. **Ordinary Resolution 1**
3. To approve the payment of Directors' fees of up to RM102,000 from 1 July 2020 until the next Annual General Meeting of the Company. **Ordinary Resolution 2**
4. To re-elect the following Directors retiring in accordance with Article 98 of the Company's Constitution: -
  - (a) Mr Siau Hock Cheng; **Ordinary Resolution 3 (a)**
  - (b) Ms Siew Cheau Sheang; and **Ordinary Resolution 3 (b)**
  - (c) Tuan Haji Azizzuddin Bin Haji Hussein. **Ordinary Resolution 3 (c)**
5. To re-appoint Messrs PCCO PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 4**

### Special Business

6. To consider and, if thought fit, to pass with or without modifications, the following Ordinary Resolution :-  
**Ordinary Resolution 5**

Proposed Retention Of Independent Non-Executive Director

"**THAT**, subject to the passing of Ordinary Resolution 3 (c) above, Tuan Haji Azizzuddin Bin Haji Hussein be and is hereby retained as Independent Non-Executive Director of the Company."

7. To transact any other business of the Company for which due notice shall have been received in accordance with the Companies Act, 2016.

## NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

**NOTICE IS ALSO HEREBY GIVEN THAT** subject to the approval of the shareholders at the 50<sup>th</sup> AGM, a first and final single-tier dividend of 0.3 sen per ordinary share in respect of the financial year ended 31 December 2019 will be paid on 8 October 2020 to depositors registered in the Record of Depositors of the Company as at 15 September 2020.

A depositor shall qualify for entitlement only in respect of:

- a. Securities transferred into the Depositor's Securities Account before 4.30 p.m. on 15 September 2020 in respect of ordinary transfers; and
- b. Securities bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

By Order of the Board

Tan Shien Yin (MAICSA No. 7018545)  
(SSM PC No. 202008002719)  
Secretary

Kuala Lumpur  
30 June 2020

### Notes on Proxy Form

1. A member entitled to attend and vote at this Annual General Meeting via Remote Participation Voting ("RPV") is entitled to appoint one or more proxies (**but not more than two**) to participate and vote instead of him. A proxy may but need not be a member of the Company. Where a member appoints more than one proxy, he shall specify the proportion of his holding to be represented by each proxy, failing which the appointment shall be invalid.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
3. 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's Poll Administrator not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof :
  - (i) In hard copy form  
The proxy form must be deposited with Poll Administrator of the Company 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, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (ii) By electronic form  
The proxy form can be lodged electronically with the Poll Administrator of the Company via TIIH Online at <https://tiah.online> (applicable to individual shareholders only). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy form via TIIH Online.
4. Where a member of the Company is an authorised nominee as defined under the Central Depositories Act, it shall be entitled to 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 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 an authorised nominee or an exempt authorised nominee appoints more than one proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
5. Depositors whose names appear in the Record of Depositors on a date not less than three (3) market days before the Annual General Meeting shall be regarded as Member of the Company entitled to participate and vote at the Annual General Meeting via RPV or appoint a proxy to participate and vote on his behalf.