



DWL RESOURCES BERHAD
(Registration No. 200001002113 (504718-U))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of DWL Resources Berhad (“**DWL**” or “**Company**”) will be held at 1st Floor, Main Ballroom, Sungai Long Golf & Country Club Cheras, 11^{1/4} Miles Jalan Cheras, 43000 Kajang, Selangor on Friday, 24 July 2020 at 2:30 p.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION

PROPOSED DIVERSIFICATION OF THE BUSINESSES OF DWL AND ITS SUBSIDIARIES (“GROUP”) TO INCLUDE MONEYLENDING BUSINESS (“PROPOSED DIVERSIFICATION”)

“THAT approval be and is hereby granted to the Board of Directors of the Company (“**Board**”) to diversify the Group’s principal activities to include moneylending business;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things and enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as the Board may deem necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Diversification.”

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME FROM DWL RESOURCES BERHAD TO KTG BERHAD (“PROPOSED CHANGE OF NAME”)

“THAT the name of the Company be changed from “DWL Resources Berhad” to “KTG Berhad” effective from the date of issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia to the Company.

AND THAT the Directors and/or the Secretaries of the Company be and are hereby authorised and empowered to carry out all the necessary steps and formalities in effecting the Proposed Change of Name.”

By Order of the Board

Chua Siew Chuan (SSM PC NO. 201908002648) (MAICSA 0777689)

Yeow Sze Min (SSM PC NO. 201908003120) (MAICSA 7065735)

Company Secretaries
Kuala Lumpur

Date: 2 July 2020

Notes:

1. In respect of deposited securities, only ordinary shareholders/Irredeemable Convertible Preference Share (“**ICPS**”) holders whose names appear in the Record of Depositors on 17 July 2020 shall be eligible to attend the Meeting.
2. An ordinary shareholder of the Company shall be entitled to appoint not more than two (2) person as his proxies to exercise all or any of his rights to attend, participate, speak and vote at a meeting of members of the Company. There shall be no restriction as to the qualification of the proxy.
3. An ICPS holder of the Company shall be entitled to appoint not more than two (2) person as his proxies to attend a meeting of members of the Company.
4. Where an ordinary shareholder/ICPS holder appoints two (2) proxies, he shall specify the proportion of his shareholding to be represented by each proxy. A proxy appointed to attend the Meeting of the Company shall have the same rights as the ordinary shareholder/ICPS holder.
5. The instrument appointing a proxy shall be in writing and in the case of an individual shall be signed by the appointor or by his attorney; and in the case of a corporation shall be executed under its 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.
6. Where an ordinary shareholder/ICPS holder is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds shares in the Company for multiple beneficial owners in one (1) 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. The proportion of shareholdings to be represented by each proxy must be specified in the Proxy Form.
7. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of that power or authority shall be deposited at the office of the Share Registrar of DWL Resources Berhad at Mega Corporate Services Sdn Bhd, Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Wilayah Persekutuan, at least forty-eight (48) hours before the time set for holding the meeting, i.e. on or before 2:30 p.m., Wednesday, 22 July 2020 or at any adjournment thereof at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid. All the resolutions set out in this Notice are to be voted by poll.