

**TT VISION HOLDINGS BERHAD**  
[Registration No. 201801011030 (1273046-H)]  
(Incorporated in Malaysia)

**Notice of Annual General Meeting**

**NOTICE IS HEREBY GIVEN** that the Second Annual General Meeting of TT Vision Holdings Berhad will be held at Plot 106, Hilir Sungai Keluang 5, Bayan Lepas Industrial Zone Phase IV, 11900 Bayan Lepas, Pulau Pinang on Tuesday, 18 August 2020 at 12.30 p.m for the following purposes:

**AS ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors' and Auditors' thereon.
2. To re-elect the following Directors who retire pursuant to Clause 110 of the Company's Constitutions and who being eligible, offer themselves for re-election:
  - (a) Wong Yih Hsow Resolution 1
  - (b) Goon Koon Yin Resolution 2
3. To approve the payment of the Directors' fees of RM48,000.00 for the financial year ended 31 December 2019 Resolution 3
4. To re-appoint Messrs Baker Tilly Monteiro Heng PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorize the Directors to fix their remuneration. Resolution 4

**AS SPECIAL BUSINESS**

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

5. **General Authority to Directors to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016**

“THAT pursuant to Section 75 and 76 of the Companies Act 2016, and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), and approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to allot and issue shares in the Company from time to time at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may deem fit provided that the aggregate number of shares issued pursuant to this resolution must be not more than 100% of the total number of issued shares of which the aggregate number of shares issued other than on a prorata basis to existing shareholders must be not more than 50% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also empowered to obtain approval from Bursa Securities for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting (“AGM”) of the Company.”

Resolution 5

6. To transact any other businesses for which due notice shall have been given.

**By Order of the Board**

**LIM YONG CHIAT**  
**MAICSA7060553**  
**SSM Practicing Certificate No: 201908000066**  
Company Secretary

Pulau Pinang  
29 July 2020

**IMPORTANT NOTICE:-**

In view of the outbreak of COVID-19 which is now a global pandemic, the Company had in place precautionary measure for the 2nd AGM in order to safeguard the health of attendees at the AGM. You are requested to read and adhere to the Administrative Details which can be downloaded from the Company's website or announcement via Bursa website.

**NOTES:**

- a) A shareholder who is entitled to attend and vote at the Meeting shall be entitled to appoint up to two (2) proxies to attend and vote at the Meeting in his stead. Where a shareholder appoints two (2) proxies, he shall specify the proportions of his shareholdings to be represented by each proxy.
- b) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 73 of the Company's Constitutions to issue a General Meeting Record of Depository as at 12 August 2020. Only members whose names appear in the General Meeting Record of Depository as at 12 August 2020 shall be regarded as members and entitled to attend, speak and vote at the Meeting.
- c) A Proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
- d) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is a corporation, either under the seal or by at least two (2) authorised officers, one of whom shall be director (or in the case of a sole director, by that director in the presence of a witness who attests the signature) or under the hand of an officer or attorney duly authorised.
- e) Where a member of the Company is an authorized nominee as defined under the Securities Industries (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- f) Where a member of the Company is an exempt authorized 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 authorized nominee may appoint in respect of each omnibus account it holds. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- g) To be valid, the instrument appointing a proxy must be deposited at the Registered Address of the Company situated at 9-1, 9<sup>th</sup> Floor, Wisma Penang Garden, 42, Jalan Sultan Ahmad Shah, 10050 George Town, Pulau Pinang not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting at which person named in the instrument purposes to vote.

**EXPLANATORY NOTES****Item 1 of the Agenda**

The Agenda No. 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval from shareholders for the Audited Financial Statements. Hence, Agenda No. 1 is not put forward for voting.

**Item 5 of the Agenda**

The Resolution 5 proposed under item 5 of the Agenda is a renewal of the general mandate for the Directors to issue and allot shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016 and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities.

This general mandate will provide flexibility to the Company for allotment of shares for any possible fund raising activities, including but not limited to further placing of shares, for the purposes of funding future investment project(s), working capital and/or acquisition(s). This would avoid any delay and cost involved in convening a general meeting to approve such an issue of shares. This authority will, unless revoked or varied by the Company at a general meeting, expire at the conclusion of next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier.

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## **ADMINISTRATIVE GUIDE FOR SECOND ANNUAL GENERAL MEETING**

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Your safety is the Company's top priority. The following precautionary measures will be taken at the Second Annual General Meeting ("Meeting") in order to minimise the risk of community spread of COVID-19 pandemic:

1. Members are encouraged to register ahead of the Meeting to allow the Company to make the necessary arrangements in relation to the Meeting, i.e. infrastructure, logistics and meeting venue(s) to accommodate the meeting participants by providing the below details by email to Puan Nor Asikin at hr@ttvision-tech.com :-
  - i) Full name;
  - ii) Identity Card or Passport Number;
  - iii) Contact number (optional – for better co-ordination); and
  - iv) CDS account number

After verification of your registration against the Record of Depositors as at 12 August 2020, the Company will send an email after 12 August 2020 to approve or reject your registration to attend physically at the Meeting venue.

2. A health screening counter will be set up for the purpose of health screening and body temperature will be taken for all attendees before entering the Meeting venue. A member or proxy who has temperature of 37.5°C and above or exhibits flu-like symptoms will not be permitted to enter the meeting hall.
3. Members are encouraged to appoint the Chairman of the Meeting (or any other person) to act as proxy to attend and vote at the Meeting on their behalf by submitting the proxy form with predetermined voting instruction.
4. Members or proxies must sanitise their hands before entering the meeting hall and must wear mask throughout the Meeting if they are attending the Meeting in person.
5. Members or proxies are advised to observe/maintain social distancing of at least 1 meter from each other throughout the Meeting.
6. Members or proxies are advised to arrive early at the Meeting venue given that the abovementioned precautionary measures may cause delay in the registration process.
7. In the interest of the public health including the well-being of our members, members must cooperate with the precautionary measures put in place by the Company should members or proxies wish to attend the Meeting in person. The Company will observe the applicable standard operating procedures, directives, safety and precautionary requirements as prescribed by the Government, amongst others, the Ministry of Health, the Malaysian National Security Council, the Securities Commission Malaysia and other relevant authorities to curb the spread of COVID-19.
8. NO door gift will be provided to the members or proxies.

### **ENQUIRY**

If you have any enquiry on the above, please contact the following person(s) during office hours on Monday to Friday from 8:30 a.m. to 5:30 p.m. (except on public holidays):

Puan Nor Asikin/ Cik Nur Fatin Safiah : 04-6456294(106) (Email: hr@ttvision-tech.com)