



LFE CORPORATION BERHAD
 Registration No. 200201011680 (579343-A)
 (Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Seventeenth Annual General Meeting ("the Meeting") of LFE Corporation Berhad ("the Company") will be held at 4th Floor, Campbell Complex, 98 Jalan Dang Wangi, 50100 Kuala Lumpur on Monday, 21 September 2020 at 10.00 a.m. to transact the following businesses:-

As Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 31 December 2019 together with the Reports of the Directors and Auditors thereon.
- To approve the payment of Directors' fees and benefits of RM117,500.00 for the financial year ended 31 December 2019.
- To approve the Directors' fees and benefits payable up to an amount of RM152,000.00 for the period from 1 January 2020 until the next Annual General Meeting of the Company to be held in 2021.
- To re-elect the following Directors who retire pursuant to Clause 97.1 of the Company's Constitution:-
 - Mr. Liew Kiam Woon
 - YM Tunku Azlan Bin Tunku Aziz
- To re-elect the following Directors who retire pursuant to Clause 104 of the Company's Constitution:-
 - Mr. Goh Chee Hoe
 - Ms. Tng Ling Ling
- To re-appoint Messrs. Morison AAC PLT as the Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.

Please refer to Note (a)
Ordinary Resolution 1
Ordinary Resolution 2
Ordinary Resolution 3
Ordinary Resolution 4
Ordinary Resolution 5
Ordinary Resolution 6
Ordinary Resolution 7

As Special Business

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

- PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY**
 "THAT the Proposed Amendments to the Constitution of the Company as set out in "Appendix A" be and are hereby approved and adopted.
AND THAT the Directors of the Company be and are hereby authorised to do all acts and things and take all such steps that may be necessary and/or expedient to give effect to the Proposed Amendments to the Constitution of the Company with full power to assent to any modification, variation and/or amendment as may be required by the relevant authorities."
- AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTION 76 OF THE COMPANIES ACT, 2016**
 "THAT subject to the passing of Special Resolution, pursuant to Section 76 of the Companies Act, 2016 ("Act"), and the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby authorised pursuant to Section 76 of the Act to allot shares in the Company at any time until the conclusion of the next Annual General Meeting upon such terms and conditions and for such purposes 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 twenty per centum (20%) of the total number of issued shares of the Company for the time being."
- PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**
 "THAT Mr. Loo Thin Tuck be and is hereby retained as an Independent Non-Executive Director of the Company and he shall continue to act as an Independent Non-Executive Director notwithstanding that he has been on the Board of the Company for a cumulative term of more than nine (9) years."
- PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**
 "THAT YM Tunku Azlan Bin Tunku Aziz be and is hereby retained as an Independent Non-Executive Director of the Company and he shall continue to act as an Independent Non-Executive Director notwithstanding that he has been on the Board of the Company for a cumulative term of more than nine (9) years."
- To transact any other business for which due notice shall have been given in accordance with the Company's Constitution and the Companies Act, 2016.

Special Resolution
Ordinary Resolution 8
Ordinary Resolution 9
Ordinary Resolution 10

By Order Of The Board

LFE CORPORATION BERHAD

WONG YOUN KIM (MAICSA 7018778)
SSM Practising Certificate No. 201908000410
 Company Secretary
 Kuala Lumpur
 21 August 2020

Notes:

- A member entitled to attend and vote at the Meeting is entitled to appoint a proxy or proxies to attend and vote in his stead.
- Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportions of shareholdings to be represented by each proxy.
- 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.
- This Form of Proxy must be deposited at the office of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd (Formerly known as Symphony Share Registrars Sdn Bhd), at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time appointed for holding the Meeting or any adjournment thereof.
- Only depositors whose names appear in the Record of Depositors as at 14 September 2020 shall be entitled to attend the Seventeenth Annual General Meeting.

Explanatory Notes on Special Business:-

- Audited Financial Statements for the Financial Year Ended 31 December 2019**
 The Audited Financial Statements under Agenda 1 are laid in accordance with Section 340(1)(a) of the Companies Act, 2016 for discussion only as the approval of shareholders is not required. Hence, this Agenda is not put forward for voting by the shareholders of the Company.
- Ordinary Resolutions 1 & 2 - Pursuant to Section 230(1) of the Act, the fees and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the Seventeenth Annual General Meeting ("AGM") on the Directors' fees and benefits in two (2) separate resolutions as below:-**
 - Ordinary Resolution 1 on payment of Directors' fees and benefits for the financial year ended 31 December 2019; and
 - Ordinary Resolution 2 on payment of Directors' fees and benefits for the period commencing from 1 January 2020 until the next Annual General Meeting in year 2021.
 The Directors' fees and benefits consist of :-
 - Monthly fixed fee for duties as Director; and
 - Meeting allowance for each Board/ Board Committee meeting attended.
 The Directors' fees and benefits are estimated not to exceed RM152,000.00. The calculation is based on the estimated number of scheduled Board / Board Committee meetings and on assumption that the number of Directors will remain the same until the next AGM in year 2021.
- Special Resolution - Proposed Amendments to the Constitution of the Company**
 The Special Resolution proposed under item 7 is in line with Bursa Malaysia Securities Berhad's letter dated 16 April 2020 to allow a listed corporation to seek a higher mandate under Paragraph 6.03 of the Main Market Listing Requirements of not more than twenty percent (20%) of the total number of issued shares for issue of new securities and the prevailing statutory and regulatory requirements, as well as to provide clarity and consistency. The Proposed Amendments to the Constitution of the Company are set out in the "Appendix A" accompanying the Notice of the AGM dated 21 August 2020.
 This Special Resolution needs a majority of not less than seventy-five percent (75%) of such members who are entitled to vote either in person or by proxy.
- Ordinary Resolution 8 – Authority for Directors to issue and allot shares in the Company pursuant to Section 76 of the Companies Act, 2016**
 The Proposed Ordinary Resolution 8, if passed, is to give the Directors of the Company flexibility to issue and allot shares up to an amount not exceeding twenty per centum (20%) of the Company's total number of issued share capital for the time being upon such terms and conditions and for such purposes and to such person or persons as Directors of the Company in their absolute discretion consider to be in the interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate is for possible fund-raising exercises including but not limited to further placement of shares for purposes of funding current and/or future investment projects, working capital and/or acquisitions.
 The Board is of the opinion that the issue and allot shares up to an amount not exceeding twenty per centum (20%) is in the best interest of the Company.
 This authority will expire at the conclusion of the next AGM of the Company or at the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.
- Ordinary Resolutions 9 and 10 – Continuing in Office as Independent Non-Executive Directors**
 The Board through the Nomination Committee ("NC"), has determined that Mr. Loo Thin Tuck and YM Tunku Azlan Bin Tunku Aziz are fair and impartial in carrying out their duties to the Company. As Director, they continue to bring independent and objective judgements to Board deliberations and decision-making process as a whole. Mr. Loo Thin Tuck and YM Tunku Azlan Bin Tunku Aziz also have vast and diverse range of experiences and brings the right mix of skills to the Board. The Board therefore, endorsed the NC's recommendation for them to be retained as Independent Directors.