

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 26th Annual General Meeting of Apollo Food Holdings Berhad [Company No.: 199401005792 (291471-M)] will be held at Dewan Johor, Level 2, Mutiara Johor Bahru, Jalan Dato' Sulaiman, Taman Century, K.B. No. 779, 80990 Johor Bahru, Johor Darul Takzim on Wednesday, 28 October 2020 at 9:00 a.m. for the following purposes:-

AGENDA

Ordinary Business

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| <ol style="list-style-type: none"> 1. To receive the Audited Financial Statements for the financial year ended 30 April 2020 and the Reports of the Directors and Auditors thereon. 2. To approve a first and final single tier dividend of 20 sen per share for the financial year ended 30 April 2020. 3. To approve the payment of Directors' Fees for the financial year ended 30 April 2020. 4. To approve the payment of Directors' benefits at the capping amount of RM60,000.00 from 28 October 2020 to the next Annual General Meeting of the Company to be held in year 2021. 5. To re-elect the following Directors retiring in accordance with the Constitution of the Company: <ul style="list-style-type: none"> (i) Mr. Liang Kim Poh - Clause 76(3) (ii) Mr Johnson Kandasamy A/L David Nagappan - Clause 78 6. To re-appoint Messrs BDO PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | <p>(Please refer to Explanatory Note 1)
Resolution 1</p> <p>Resolution 2
Resolution 3</p> <p>Resolution 4
Resolution 5
Resolution 6</p> |
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Special Business

- To consider and, if thought fit, to pass with or without any modification(s), the following Ordinary Resolution:
7. Proposed Gratuity Payment for Former Director
"That approval be and is hereby given for the Company to make gratuity payment of RM52,000.00 to Datin Paduka Hj. Aminah Binti Hashim, the former Independent Non-Executive Director of the Company and that authority be and is hereby given to the Directors of the Company to take all such actions as they may consider necessary to give full effect to this resolution."
 8. 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.
- Resolution 7
(Please refer to Explanatory Note 2)

By Order of the Board

APOLLO FOOD HOLDINGS BERHAD

Yong May Li (LS 0000295)

SMS Practising Certificate No.: 202008000285

Wong Chee Yin (MAICSA 7023530)

SMS Practising Certificate No.: 202008001953

Company Secretaries

Johor Bahru

Date: 27 August 2020

Notes:-

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy or proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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.
4. 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.
5. Where the Proxy Form is executed by a corporation, it must be executed either under its Common Seal or under the hand of an officer or attorney duly authorized.
6. The Proxy Form must be deposited at the Registered Office of the Company situated at Suite 1301, 13th Floor, City Plaza, Jalan Tebrau, 80300 Johor Bahru, Johor Darul Takzim not less than 48 hours before the time set for holding the Meeting.
7. For the purpose of determining a member who shall be entitled to attend this 26th Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 55(1) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a general meeting Record of Depositor as at 20 October 2020. Only a depositor whose name appears therein shall be entitled to attend the said meeting or appoint a proxy to attend and/or vote on his stead.

Explanatory Notes:

Ordinary Business

1. Item 1 of the Agenda

Explanatory Note 1

Agenda 1 is meant for discussion only as the provision of the Companies Act, 2016 does not require a formal approval of the Shareholders for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.

Special Business

2. Item 7 of the Agenda

Ordinary Resolution 7

Proposed Gratuity Payment for Former Director

The Ordinary Resolution 7, if passed, will give approval to the Company to make payment of gratuity amounting to RM52,000.00 to Datin Paduka Hj. Aminah Binti Hashim, in recognition and appreciation of her long services and contributions to the Company.

CLOSURE OF BOOKS

To determine shareholders' entitlement to the dividend payment, if approved at the 26th Annual General Meeting of the Company, the Share transfer books and Register of Members will be closed on 11 December 2020.

The dividend, if approved, will be paid on 12 January 2021 to shareholders whose names appear in the Register of Members and Record of Depositors at the close of business on 11 December 2020.

A depositor shall qualify for entitlement to the dividend only in respect of:

- (a) shares transferred into the depositor's securities account before 5.00 p.m. on 11 December 2020 in respect of ordinary transfers; and
- (b) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

Administrative Details

1. Due to the outbreak of Covid-19 pandemic, shareholders are advised to visit Bursa Malaysia Securities Berhad's website or the Company's website at http://www.apollofood.com.my/investor_relations.php for the Administrative Details and of any changes to the Meeting's arrangement from time to time.
2. All attendees are requested to read and adhere to the rules and control placed by the Company in relation to "Covid-19: Public Health Precautionary Measures" under the Administrative Details of the Meeting.
3. All attendees are encouraged to perform Pre-Registration via TIH Online website at <https://tih.online> using electronic form (Please refer to Administrative Details for more information) to allow the Company to make necessary arrangements in relation to the meeting, i.e. infrastructure, logistics and meeting venue to accommodate the meeting participants.
4. There will be no distribution of door gifts to the attendees.



APOLLO FOOD HOLDINGS BERHAD

199401005792 (291471-M)

(Incorporated in Malaysia)

ADMINISTRATIVE DETAILS

TWENTY-SIXTH ANNUAL GENERAL MEETING OF APOLLO FOOD HOLDINGS BERHAD

Date	:	Wednesday, 28 October 2020
Time	:	9.00 a.m.
Venue of Meeting	:	Dewan Johor, Level 2, Mutiara Johor Bahru, Jalan Dato' Sulaiman, Taman Century, K.B. No. 779, 80990 Johor Bahru, Johor Darul Takzim
Time & Place of Registration	:	From 8.00 a.m. onwards Dewan Johor, Level 2, Mutiara Johor Bahru, Jalan Dato' Sulaiman, Taman Century, K.B. No. 779, 80990 Johor Bahru, Johor Darul Takzim

COVID-19: PUBLIC HEALTH PRECAUTIONARY MEASURES

The Board of Directors ("Board") is cognisant of the Covid-19 pandemic as declared by the World Health Organisation which, to-date, is still subsisting. The health and safety of the Company's members, Directors, staff and other stakeholders is of paramount concern for the Company. In view of the foregoing, the Company wishes to advise members that necessary steps and measures will be undertaken in holding the Company's Twenty-Sixth Annual General Meeting ("26th AGM"):

1. In view of the Covid-19 pandemic and further to the "Guidance and FAQs on the Conduct of General Meetings for Listed Issuers" issued by the Securities Commission, members/proxies/corporate representatives who wish to attend the 26th AGM in person **ARE REQUIRED TO PRE-REGISTER** with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd ("Share Registrar", "Tricor", or "TIIH"), via the **TIIH Online** website at <https://tiih.online> no later than **Monday, 26 October 2020 at 9.00 a.m.** Alternatively, you may also appoint the Chairman of the meeting as your proxy to attend and vote on your behalf at this AGM.

2. VENUE AND SEATING ARRANGEMENT

- In order to assist the Company in managing the turnout for the 26th AGM, members/proxies/corporate representatives are required to pre-register with the Company's share registrar, via the **TIIH Online** website at <https://tiih.online>, if the members/proxies/corporate representatives wish to attend the 26th AGM in person.
- Social distancing would be practised at all times. Members who attend the 26th AGM should maintain at least 1 metre (3 feet) distance between him/herself.
- Seats in the 26th AGM venue would be placed at least one metre (3 feet) apart from one another.

3. OTHER IMPORTANT INFORMATION

- If any of the members/proxies/corporate representatives ("Persons") have travelled overseas to China (including mainland China, SAR Hong Kong, SAR Macau and Taiwan), Italy, Iran, Korea, Japan and other affected countries in the past 14 days or if a Person is unwell with fever, dry

cough, tiredness, sore throat, aches and pains, nasal congestion, runny nose, diarrhoea or shortness of breath, they must seek medical attention and quarantine themselves at home. Under such circumstances, the Persons are advised to appoint the Chairman of the meeting as their proxy to attend and vote on their behalf at the AGM.

- Generally, any Persons who:
 - (a) feel unwell before the 26th AGM; or
 - (b) have been placed on quarantine orders or stay-at-home notices; or
 - (c) have a travel history to certain countries/regions in the specified period preceding the 26th AGM, as announced by the Ministry of Health, must not attend the 26th AGM in person, and instead are strongly encouraged to appoint the Chairman of this AGM as their proxy to attend and vote on their behalf at the AGM.
- For Persons who are physically attending the 26th AGM, temperature screening on each Person will be taken during registration and the Persons will be required to sign a health declaration form and provide their travel history and contact details (to facilitate contact tracing, if required) before entering the venue of the 26th AGM.
- As a precautionary measure, the Company reserves the right to deny any Persons with body temperature of above 37.5°C entry into the 26th AGM venue.
- Any Persons attending the 26th AGM physically should wear a face mask in advance and throughout the 26th AGM and practice proper self-sanitisation, including the use of hand sanitisers.

4. INDIVIDUAL MEMBERS

- All Members who intend to attend the 26th AGM in person **ARE REQUIRED TO PRE-REGISTER** with Tricor via **TIIH Online** website (<https://tiih.online>) latest by **Monday, 26 October 2020 at 9.00 a.m.** Kindly refer to the Pre-Register Procedures below.

Members who are unable to attend the AGM and who wish to exercise their votes are encouraged to appoint the Chairman of the Meeting to vote on your behalf by indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

5. CORPORATE MEMBERS

- Corporate members who wish to appoint corporate representatives instead of a proxy to attend and vote at the 26th AGM, must deposit their original or duly certified certificate of appointment of corporate representative to Tricor not later than **Monday, 26 October 2020 at 9.00 a.m.**
- Attorneys appointed by power of attorney are required to deposit their power of attorney with Tricor not later than **Monday, 26 October 2020 at 9.00 a.m.** to attend and vote at the 26th AGM.
- **A member who has appointed a proxy/attorney/corporate representative to attend and vote at the 26th AGM must request his/her proxy/attorney/corporate representative to submit their Pre-Registration at TIIH Online website at <https://tiih.online>.**
- If a corporate member (through its corporate representative(s) or appointed proxy(ies)) is unable to attend the 26th AGM you may appoint the Chairman of the meeting as your proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

6. PRE-REGISTER PROCEDURES

Members/proxies/corporate representatives/attorneys who wish to attend and vote at the 26th AGM are to follow the requirements and procedures as summarised below:

	Procedure	Action
BEFORE AGM DAY		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none">• Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services”. Refer to the tutorial guide posted on the homepage for assistance.• If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b)	Pre-register your attendance to attend AGM	<ul style="list-style-type: none">• Registration is open from 10.00 a.m. Thursday, 27 August 2020 up to 9.00 a.m. Monday, 26 October 2020.• Login with your user ID and password and select the corporate event: “(REGISTRATION) APOLLO 26TH AGM”.• Read and agree to the Terms & Conditions and confirm the Declaration.• Insert the CDS account number and indicate the number of shares.• Submit to register your physical attendance.• System will send an e-mail to notify that your registration to attend the AGM physically is received and will be verified.• After verification of your registration against the General Meeting Record of Depositors as at 20 October 2020, the system will send you an e-mail to notify if your registration is approved or rejected.• For members who have registered to attend the AGM physically, the system will email an e-passcode slip. Print the passcode slip and bring it along with you to the AGM.

7. NO DOOR GIFT/FOOD VOUCHER/REFRESHMENT

There will be **no distribution/provision of door gifts or food vouchers or refreshment** for the 26th AGM in order to ensure social distancing and as a measure to reduce crowds in accordance with the Covid-19 guidelines by the Ministry of Health.

We would like to thank our members for your kind co-operation and understanding in these challenging times.

8. GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

Only a depositor whose name appears on the ROD as at **20 October 2020** shall be entitled to attend, speak and vote at the 26th AGM or appoint proxies to attend and/or vote on his/her behalf.

9. PROXY

- If you are unable to attend the meeting on 28 October 2020, you may appoint the Chairman of the meeting as proxy and indicate the voting instructions in the Form of Proxy.
- You may also submit the Form of Proxy electronically via **TIIH Online** website at <https://tiih.online> no later than **Monday, 26 October 2020** at **9.00 a.m.** Please do read and follow the procedures to submit Form of Proxy electronically below.
- You may submit your Form of Proxy to Tricor by fax at 03-2783 9222 or e-mail to is.enquiry@my.tricorglobal.com. However, please ensure that the **Original Form of Proxy** is deposited at Registered Office at Suite 1301, 13th Floor, City Plaza, Jalan Tebrau, 80300 Johor Bahru, Johor Darul Ta'zim not less than forty-eight (48) hours before the time appointed for holding the 26th AGM or any adjournment thereof, otherwise the Form of Proxy shall not be treated as valid.

10. ELECTRONIC LODGEMENT OF FORM OF PROXY

The procedures to lodge your Form of Proxy electronically via Tricor's **TIIH Online** website are summarised below:

	Procedure	Action
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none">• Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services". Please do refer to the tutorial guide posted on the homepage for assistance.• If you are already a user with TIIH Online, you are not required to register again.
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none">• After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.• Select the corporate event: "APOLLO 26TH AGM - Submission of Proxy Form".• Read and agree to the Terms & Conditions and confirm the Declaration.• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.• Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy.• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.• Review and confirm your proxy(s) appointment.• Print Form of Proxy for your record.

11. POLL VOTING

- The Voting at the 26th AGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. The Company has appointed Tricor Investor & Issuing House Services Sdn. Bhd. as Poll Administrator to conduct

the poll by way of paper voting and Ecovis Malaysia PLT as Scrutineers to verify the poll results.

- During this AGM, the Chairman will invite the Poll Administrator to brief on the Voting procedures. The voting session will commence as soon as the Chairman calls for the poll to be opened.
- Upon completion of the voting session for the 26th AGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

12. ANNUAL REPORT 2020

- The Company's Annual Report 2020 is available at the Company's website at http://www.apollofood.com.my/investor_relations.php.
- You may request for a printed copy of the Annual Report 2020 at <https://tiih.online> by selecting "Request for Annual Report / Circular" under the "Investor Services". Nevertheless, we hope that you would consider the environment before you decide to request for the printed copy.

13. REGISTRATION

1. Registration will start at 8.00 a.m. in Dewan Johor, Level 2, Mutiara Johor Bahru, Jalan Dato' Sulaiman, Taman Century, K. B. No. 779, 80990 Johor Bahru, Johor Darul Takzim.
2. Please present your original MyKad/passport to the registration staff for verification.
3. Upon verification, you are required to write your name, mobile contact and sign the Attendance list placed on the registration table.
4. You will be given an identification wristband with a personalised passcode for the purpose of voting at this AGM.
5. You must wear the identification wristband throughout the AGM as no person will be allowed to enter the meeting hall without the identification wristband. There will be no replacement in the event you lose or misplace the identification wristband.
6. If you are attending the meeting as a member as well as a proxy, you will be registered once and will be given only one identification wristband to enter the meeting hall.
7. No person will be allowed to register on behalf of another person even with the original Mykad/passport of the other person.

14. HELP DESK

1. Please proceed to the Help Desk for any clarification or queries apart from registration details.
2. The Help Desk will also handle revocation of proxy's appointment.

15. RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the 26th AGM is allowed.

16. ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Fax Number : +603-2783 9222

Email : is.enquiry@my.tricorglobal.com

Contact Persons : Mr. Jake Too : +603-2783 9285 / Email : Chee.Onn.Too@my.tricorglobal.com

: Ms. Vivien Khoh : +603-2783 9091 / Email : Vivien.Khoh@my.tricorglobal.com

: Mr. Alven Lai : +603-2783 9283 / Email : Siew.Wai.Lai@my.tricorglobal.com