



ESTHETICS INTERNATIONAL GROUP BERHAD
Company No. 199601035708 (408061-P)
(Incorporated in Malaysia)

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Twenty-Third Annual General Meeting ("23rd AGM") of the Company will be conducted entirely through live streaming from the broadcast venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia ("Broadcast Venue") on Wednesday, 30 September 2020 at 2.30 p.m. via Remote Participation and Voting facilities ("RPV") which are available at Tricor Investor & Issuing House Services Sdn. Bhd ("Tricor")'s online website at <https://tiih.online>, to transact the following businesses:-

AGENDA

- | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|
| 1. To receive the Audited Financial Statements for the financial year ended 31 March 2020 together with the Directors' and Auditors' Reports thereon. | Please refer to Explanatory Note A |
| 2. To approve the payment of a final single-tier dividend of 0.5 sen per ordinary share in respect of the financial year ended 31 March 2020. | Resolution 1 |
| 3. To re-elect the following Directors who are retiring pursuant to Article 103 of the Company's Constitution:
a) Mr Roderick Chieng Ngee Kai
b) Ms Janet Chieng Ling Min | Resolution 2
Resolution 3 |
| 4. To re-elect Dato' Chan Choun Sien who is retiring pursuant to Article 112 of the Company's Constitution. | Resolution 4 |
| 5. To approve the payment of Directors' fees of RM156,000 for the financial year ended 31 March 2020. | Resolution 5 |
| 6. To approve the payment of Directors' benefits in accordance with Section 230(1) of the Companies Act 2016 up to an amount of RM304,000 from 30 September 2020 until the next AGM of the Company. | Resolution 6 |
| 7. To re-appoint Messrs Baker Tilly Monteiro Heng PLT as Auditors of the company for the ensuing year and to authorise the Directors to fix their remuneration. | Resolution 7 |
| 8. To consider any other business that can be transacted in an annual general meeting of which due notice shall have been received. | |

As Special Business

To consider and, if thought fit, to pass the following Resolutions:-

9. ORDINARY RESOLUTION

Authority to Issue and Allot Shares

Resolution 8

THAT subject always to the Companies Act 2016 ("Act"), the Articles of Association of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia") ("MMLR") and the approvals of the relevant governmental/regulatory authorities, where such approval is required, the Directors be and are hereby authorised and empowered pursuant to Sections 75(1) and 76(1) of the Act, to issue and allot shares in the Company to such persons, at any time, and 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 does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia AND THAT such authority shall continue in force until the conclusion of the next AGM of the Company.

Please refer to Explanatory Notes to the Special Business

BY ORDER OF THE BOARD

LEE WAI NGAN (LS 00184)

Secretary

Shah Alam, Malaysia
28 August 2020

NOTES:

- A member who is entitled to attend and vote at the meeting via RPV is entitled to appoint a proxy or proxies to attend and vote in his stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holding to be represented by each proxy. The proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
- Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") 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 a member is an authorised nominee as defined under SICDA, it may appoint 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.
- 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 its Common Seal or under the hand of the attorney.
- For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 23 September 2020 ("General Meeting Record of Depositors") and only a Depositor whose name appears in the General Meeting Record of Depositors shall be entitled to attend this meeting.

EXPLANATORY NOTE A

- This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the audited financial statements. As such, this item is not put forward for voting.

EXPLANATORY NOTE ON RESOLUTION 6

Resolution 6 – Directors' Remuneration

Section 230(1) of the Act requires that the fees of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. Pursuant thereto, shareholders' approval will be sought at this AGM for the payment of benefits payable to Non-Executive Directors ("NEDs") for the period from 30 September 2020 up to the next AGM. The estimated amount of Directors' Remuneration for the period from 30 September 2020 up to the next AGM amounts to RM304,000. The remuneration comprises Directors' fees, meetings allowance and service vouchers. In the event that the proposed Directors' fees and benefits payable to NEDs are insufficient due to an enlarged size of the board of directors, approval will be sought at the next AGM for additional Directors' fees and benefits to meet the shortfall.

EXPLANATORY NOTES TO THE SPECIAL BUSINESS

Resolution 8 - Authority to Issue and Allot Shares

Ordinary Resolution 8, if passed, will empower the Directors to allot and issue shares in the Company up to an amount not exceeding in total ten per centum (10%) of the issued Share Capital of the Company for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting.

The mandate sought is a renewal of the mandate given by the Shareholders of the Company at the Twenty-Second Annual General Meeting held on 29 August 2019.

The purpose for the renewal of the general mandate is to avoid any delay and additional costs in convening a general meeting to specifically approve such an issue of shares in the event of any possible fund raising activities for the purpose of funding future investments, expansion, additional working capital, etc. which may require the allotment and issuance of new shares.

IMPORTANT NOTICE:

- The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 and Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 (including any amendment that may be made from time to time) which require the Chairman of the meeting to be present at the main venue of the meeting.
- Members/proxies/corporate representatives **WILL NOT BE ALLOWED** to attend the 23rd AGM in person at the Broadcast Venue on the day of the meeting.
- Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 23rd AGM via the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its **TIIH Online** website at <https://tiih.online>. Please follow the Procedures for RPV provided in the Administrative Details of the 23rd AGM and read the notes below in order to participate remotely via RPV.
- Members may submit questions to the Board of Directors prior to the 23rd AGM via Tricor's **TIIH Online** website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **28 September 2020 at 2.30 p.m.** or to use the query box to transmit questions to the Chairman/Board via RPV during live streaming.
- A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this 23rd AGM via RPV must request his/her proxy to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. Please follow the Procedures for RPV in the Administrative Details of the 23rd AGM.
- The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 23rd AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
 - By electronic form**
The proxy form can be electronically lodged via **TIIH Online** website at <https://tiih.online> (applicable to individual members only). Kindly refer to the Administrative Details of the 23rd AGM on the procedures for electronic lodgement of proxy form via TIIH Online.
 - In hard copy form**
In the case of an appointment made in hard copy form, the proxy form must be deposited with the Registered Office of the Company at Lot 11, Jalan Astaka U8/88, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia.
- Please ensure ALL the particulars as required in the form of proxy are completed, signed and dated accordingly.
- Last date and time for lodging the proxy form is **Monday, 28 September 2020 at 2.30 p.m.**
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Registered Office of the Company at Lot 11, Jalan Astaka U8/88, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 23rd AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- A corporate member who has appointed a representative must deposit the **ORIGINAL/DULY CERTIFIED** certificate of appointment with the Registered Office of the Company at Lot 11, Jalan Astaka U8/88, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia. The certificate of appointment should be executed in the following manner:
 - If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance to the Section 66(2) of the Companies Act, 2016.
 - If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.



ESTHETICS INTERNATIONAL GROUP BERHAD

Company No. 199601035708 (408061-P)
(Incorporated in Malaysia)

ADMINISTRATIVE DETAILS FOR THE TWENTY-THIRD ANNUAL GENERAL MEETING (“23RD AGM”) OF ESTHETICS INTERNATIONAL GROUP BERHAD

Date : Wednesday, 30 September 2020
Time : 2.30 p.m.
Broadcast Venue : Tricor Leadership Room
Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

1. Mode of Meeting

- a. In light of the Coronavirus (COVID-19) pandemic and as part of the safety measures, the 23rd AGM of the Company will be conducted on a virtual basis through live streaming and online remote voting. This is in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020, including any amendment that may be made from time to time.
- b. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Members/proxies/corporate representatives **WILL NOT BE ALLOWED** to attend the 23rd AGM in person at the Broadcast Venue on the day of the meeting.

2. Remote Participation and Voting Facilities (“RPV”)

- a. Members are to participate, speak (in the form of real time submission typed texts) and vote remotely at the 23rd AGM using RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its **TIIH Online** website at <https://tiih.online>, including to pose questions to the Board or Management of the Company. Please refer to the Procedures for RPV.
- b. A member who has appointed a proxy(ies) or attorney(s) or authorised representative(s) to participate at this 23rd AGM via RPV must request his/her proxy(ies) or attorney or authorised representative to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. Please refer to Procedures for RPV.
- c. As the 23rd AGM is a fully virtual AGM, members who are unable to participate in this AGM may appoint Chairman of the Meeting as his/her proxy and indicate the voting instructions in the proxy form.

3. Procedures for RPV

Member(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate the 23rd AGM remotely using the RPV are to follow the requirements and procedures as summarized below:

No.	Procedure	Action
Before the day of the AGM		
1.	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.• Registration as a user will be approved within one working day and you will be notified via email.• If you are already a user of TIIH Online, you are not required to register again. You will receive an email from Tricor to notify you that remote participation for the 23rd AGM is available for registration at TIIH Online.

2.	Submit your request	<ul style="list-style-type: none"> Registration is open from Friday, 28 August 2020 until the day of 23rd AGM Wednesday, 30 September 2020. Member(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 23rd AGM to ascertain their eligibility to participate the 23rd using the RPV. Login with your user ID and password and select the corporate event: "(REGISTRATION) EIG 23RD AGM". Read and agree to the Terms & Conditions and confirm the Declaration. Select "Register for Remote Participation and Voting". Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the Record of Depositors as at 23 September 2020, the system will send you an e-mail to approve your registration for remote participation and the procedures to use the RPV are detailed therein. In the event your registration is not approved, you will also be notified via email. <p><i>(Note: Please ensure to allow sufficient time required for the approval as a new user of TIIH Online as well as the registration for RPV in order that you can login to TIIH Online and participate the 23rd AGM remotely).</i></p>
On the day of the AGM (30 SEPTEMBER 2020)		
3.	Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the AGM at any time from 2.00 p.m. i.e. 30 minutes before the commencement of the 23rd AGM on Wednesday, 30 September 2020 at 2.30 p.m.
4.	Participate through Live Streaming	<ul style="list-style-type: none"> Select the Corporate event: "(LIVE STREAM MEETING) EIG 23RD AGM" to engage in the proceeding of the 23rd AGM remotely. If you have any question for the Chairman/Board, you may use the query box to transmit your question. If time permits, the Chairman/Board will endeavor to respond to questions submitted by you during 23rd AGM. If there is time constraint, the responses will be e-mailed to you at the earlier possible, after the meeting.
5.	Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 2.30 p.m. on Wednesday, 30 September 2020 until a time when the Chairman announces the end of the session. Select the corporate event: "(REMOTE VOTING) EIG 23RD AGM" or if you are on the live stream meeting page, you can select "GO TO REMOTE VOTING PAGE" button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
6.	End of Remote Participation	<ul style="list-style-type: none"> Upon the declaration of the poll results and announcement by the Chairman on the closure of the 23rd AGM, the live streaming will end.

Note to users of the RPV facilities:

- Should your registration for RPV be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-4080 5616 / 011-4080 3168 / 011-4080 3169 / 011-4080 3170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

3. Appointment of Proxy or Attorney or Corporate Representative

Shareholders who appoint proxy(ies) to participate via RPV at the 23rd AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means no later than **Monday, 28 September 2020 at 2.30 p.m.**

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner:

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Company's Registered Office at Lot 11, Jalan Astaka U8/88, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor, Malaysia.

(ii) By electronic form

The proxy form can be electronically lodged via **TIIH Online** at <https://tiih.online> (applicable to individual shareholders only). Kindly refer to the Procedure for Electronic Submission of Proxy Form.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Registered Office at Lot 11, Jalan Astaka U8/88, Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor, Malaysia not later than **Monday, 28 September 2020 at 2.30 p.m.** to participate via RPV in the 23rd AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL/DULY CERTIFIED** certificate of appointment with the Monday, 28 September 2020 at 2.30 p.m. not later than **Monday, 28 September 2020 at 2.30 p.m.** to participate via RPV in the 23rd AGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

4. Electronic Lodgement of Proxy Form

The procedures to lodge your Proxy Form 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 Proxy Form	<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: "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/proxies to vote on your behalf.• Appoint your proxy/proxies and insert the required details of your proxy/proxies or appoint Chairman of the Meeting as your proxy.• Indicate your voting instructions - FOR or AGAINST, otherwise your proxy will decide your vote.• Review and confirm your proxy/proxies appointment.• Print proxy/proxies for your record.

5. Poll Voting

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the AGM will be conducted by poll. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting).

Members/proxies/corporate representatives can proceed to vote on the resolutions at any time from the commencement of the 23rd AGM at **2.30 p.m.** on **Wednesday, 30 September 2020** but before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (5) of the above Procedures for RPV for guidance on how to vote remotely from TIIH Online website at <https://tiih.online>.

Upon completion of the voting session for the 23rd AGM, the Scrutineers will verify the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

6. General Meeting Record of Depositors

For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at **23 September 2020** (“General Meeting Record of Depositors”) and only a Depositor whose name appears in the General Meeting Record of Depositors shall be entitled to attend this meeting.

7. Pre-Meeting Submission of Questions to the Board of Directors

Members or proxies or corporate representatives may submit questions for the Board in advance of the 23rd AGM via Tricor's **TIIH Online** website at <https://tiih.online> by selecting "e-Services" to login, pose the questions and submit electronically not later than **28 September 2020** at **2.30 p.m.**The Board of Directors will endeavour to respond to the relevant questions at the 23rd AGM.

8. No Recording or Photography

No recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.

9. Food Voucher and Door Gift

There will be no distribution of food voucher or door gift to members/proxies/corporate representatives

10. Enquiry

If you have any enquiry prior to the 23rd AGM, please contact the following officers 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