



ASTRAMINA GROUP BERHAD

Company No. 201901002673 (1311999-P)

(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the First Annual General Meeting of the Company will be held at the Conference Room, No. 102, Jalan Metro Perdana Barat 13, Sri Edaran Industrial Park, Off Jalan Kepong, 52100 Kuala Lumpur, Wilayah Persekutuan, Malaysia, on Friday, 2 October 2020 at 3.00 p.m., for the following purposes:

A G E N D A

As Ordinary Business:

- To receive the Audited Financial Statements for the financial period from the date of incorporation, 22 January 2019 to 29 February 2020 together with the Directors' and the Auditors' Reports thereon.
- To approve the payment of Directors' fees and benefits of up to RM45,000.00 for the period from 1 March 2020 until the conclusion of the next Annual General Meeting of the Company to be held in the year 2021.
- To re-elect the following Directors of the Company who retire by rotation pursuant to Clause 128 of the Company's Constitution and who being eligible, have offered themselves for re-election:-
 - Tan Sri Dato' Wong See Wah;
 - Dato' Foo Chi Ching; and
 - Datin Wong Muh Rong.
- To re-appoint Mazars PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

As Special Business:

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

1. Ordinary Resolution

Authority to issue new ordinary shares pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act")

"THAT, pursuant to Sections 75 and 76 of the Act and the Constitution of the Company and subject to the approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant government/regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby empowered pursuant to Sections 75 and 76 of the Act and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities to issue shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Board of Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued must be not more than 100% of the total number of issued shares, of which the aggregate number of shares issued other than on pro rata basis to existing shareholders must be not more than 50% of the total number of the issued shares (excluding treasury shares) of the Company for the time being AND THAT the Board of Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities."

- To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

BY ORDER OF THE BOARD

WONG YOKE FUN (MAICSA 7027345)

(SSM PC No.: 202008003051)

REBECCA KONG SAY TSUI (MAICSA 7039304)

(SSM PC No.: 202008001003)

Company Secretaries

Kuala Lumpur

Dated: 3 September 2020

Notes:

- A Member of the Company entitled to attend and vote at the meeting is entitled to appoint proxy(ies) or in the case of a corporation, to appoint representative(s) to attend and vote in his place. A proxy may but need not be a Member of the Company.
- A Member shall appoint not more than two (2) proxies to attend and vote at the meeting.
- Where a Member 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 with ordinary shares of the Company standing to the credit of the said Securities Account.
- Where a Member of the Company is an exempt authorised nominee which holds ordinary 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.
- Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. A proxy appointed shall exercise all or any of his rights to attend, participate, speak and vote at a meeting of the Company.
- The Proxy Form must be signed by the appointor or his attorney duly authorised in writing or if the appointor is a corporation either under common seal or under the hand of an attorney or an officer duly authorised.
- To be valid, the Proxy Form duly completed must be deposited at the Share Registrar's Office situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time for holding the meeting or adjourned general meeting at which the person named in the appointment proposes to vote.
- For the purpose of determining a Member who shall be entitled to attend and vote at the meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company a Record of Depositors as at 24 September 2020 and only a depositor whose name appears on the Record of Depositors shall be entitled to attend the meeting or appoint proxies to attend and vote in his stead.

Explanatory Notes on Agenda Items:

1. Item 1 of the Agenda – Audited Financial Statements

The Audited Financial Statements for the financial period from the date of incorporation, 22 January 2019 to 29 February 2020 in Agenda 1 is meant for discussion only as the approval of shareholders is not required pursuant to the provisions of Section 340(1)(a) of the Act. Hence, this Agenda item will not be put forward for voting by shareholders of the Company.

2. Item 2 of the Agenda - Directors' Fees and Benefits

The Proposed Ordinary Resolution 1 is to facilitate payment of Directors' fees and benefits for the period from 1 March 2020 until the conclusion of the Company's next Annual General Meeting to be held in the year 2021. In the event the amount proposed is insufficient (e.g. due to enlarged Board size etc.), approval will be sought at the next Annual General Meeting for the additional amount to meet the shortfall.

3. Item 5 of the Agenda - Approval for Issuance of New Ordinary Shares Pursuant to Sections 75 and 76 of the Act

The Proposed Ordinary Resolution 6 is for the purpose of seeking a general mandate to empower the Directors to issue new shares in the Company pursuant to Sections 75 and 76 of the Act and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities 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 of the Company.

The mandate will provide flexibility to the Company to issue new shares for any possible fund raising activities, including but not limited to further placement of shares, for the purpose of funding current or future investment project(s), working capital, acquisition(s), repayment of bank borrowings, issuance of shares as settlement of purchase consideration or such other applications that the Directors may in their absolute discretion deemed fit.

**Please refer to
Explanatory Note 1
Ordinary Resolution 1**

**Ordinary Resolution 2
Ordinary Resolution 3
Ordinary Resolution 4
Ordinary Resolution 5**

Ordinary Resolution 6