



Rimbunan Sawit

**RIMBUNAN SAWIT BERHAD**

(Registration No. 200501014346 (691393-U))

(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting of Rimbunan Sawit Berhad (“**RSB**” or the “**Company**”) will be held at Level 2, North Wing, Menara Rimbunan Hijau, 101, Pusat Suria Permata, Jalan Upper Lanang, 96000 Sibul, Sarawak on Monday, 12 October 2020 at 11.00 am (“**EGM**”) or any adjournment thereof, to consider and if thought fit, to approve the following resolution:

**SPECIAL RESOLUTION**

**PROPOSED REDUCTION OF THE ISSUED SHARE CAPITAL OF THE COMPANY PURSUANT TO SECTION 117 OF THE COMPANIES ACT 2016 (“ACT”) (“PROPOSED CAPITAL REDUCTION”)**

“THAT subject to the approvals of the relevant authorities and/or parties being obtained (where required), approval be and is hereby given to the Company, to reduce the issued share capital of the Company via the cancellation of the paid-up share capital of the Company which is lost or unrepresented by available assets of RM192,528,933 pursuant to Section 117 of the Act. The corresponding credit of RM192,528,933 arising from the Proposed Capital Reduction will be used to set-off against the Company’s accumulated losses while the remaining balance, if any, will be credited to the retained earnings account of the Company, which shall be used in a manner to be determined by the Board of Directors of the Company (“**Board**”) at a later date and in the best interest of the Company, as permitted by the relevant and applicable laws as well as the Main Market Listing Requirements of Bursa Securities;

AND THAT the Board be and is hereby authorised and empowered to take all acts and things and to execute all necessary documents, to give full effect and to complete the Proposed Capital Reduction, with full powers to assent to or make any modifications, variations and/or amendments as may be required, or imposed by the relevant authorities or as may be required by the relevant authorities and as the Board may deem necessary and expedient to finalise, implement and give full effect to complete the Proposed Capital Reduction.”

**BY ORDER OF THE BOARD**

**Toh Ka Soon** (MAICSA 7031153)

SSM Practising Certificate No.: 201908004032

**Voon Jan Moi** (MAICSA 7021367)

SSM Practising Certificate No.: 202008001906

Joint Company Secretaries

Sarawak

Date: 16 September 2020

**Notes:**

1. A proxy or attorney or a duly authorised representative may, but need not be a member of the Company. There shall be no restrictions as to the qualification of the proxy.
2. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to speak at the EGM.
3. A member of the Company entitled to attend and vote at the EGM shall be entitled to appoint more than 1 proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead at the EGM. Where a member appoints more than 1 proxy, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
4. To be valid, the Proxy Form, duly completed must be deposited at the registered office of the Company at North Wing, Menara Rimbunan Hijau, 101, Pusat Suria Permata, Jalan Upper Lanang, 96000 Sibul, Sarawak not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
5. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”) which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
6. If the appointor is a corporation, the Proxy Form must be executed under its common seal or under the hand of an officer or attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialled.
7. A depositor whose name appears in the Record of Depositors as at 5 October 2020 shall be regarded as a member of the Company entitled to attend the EGM or appoint a proxy to attend, speak and vote on his behalf.