

### **T7 GLOBAL BERHAD**

Registration No.: 200401023809 (662315-U) (Incorporated in Malaysia)

#### NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN an Extraordinary General Meeting of T7 Global Berhad ("T7" or the "Company") ("EGM"), which will be conducted fully virtual at the Broadcast Venue at Level 16, KL Trillion Corporate Tower, Block C, 338 Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan via remote participation and voting facilities on Tuesday, 17 November 2020 at 10:00 a.m., for the purpose of considering and if thought fit, passing with or without modifications, the following resolutions:-

#### **ORDINARY RESOLUTION NO. 1**

## PROPOSED NEW SHAREHOLDERS' MANDATE FOR NEW RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE

"THAT, subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company and the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries to enter into all transactions involving the interests of Directors, major shareholders of the Group ("Related Parties") as described in the Circular to Shareholders dated 30 September 2020 ("Recurrent RPTs") provided that such transactions are:-

- recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations;
- (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) are not to the detriment of the minority shareholders,

#### ("RRPT Mandate")

AND THAT such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is
- (b) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by a resolution passed by shareholders in a general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate."

#### **ORDINARY RESOLUTION NO. 2**

# PROPOSED PRIVATE PLACEMENT OF UP TO 117,008,068 T7 SHARES, REPRESENTING UP TO 20% OF THE TOTAL NUMBER OF ISSUED SHARES (EXCLUDING TREASURY SHARES) OF T7 ("PROPOSED PRIVATE PLACEMENT")

"THAT subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to the Board of Directors of the Company ("Board") to allot and issue up to 117,008,068 ordinary shares in T7 ("T7 Share(s)") ("Placement Share(s)"), representing up to 20% of the issued shares of T7 (excluding treasury shares) to investor(s) to be identified later. to be identified later.

**THAT** the Board of Directors of T7 ("Board") be and is hereby authorised to determine and vary if deemed fit, necessary and/ or expedient, the issue price of the Placement Shares provided that the issue price is at a discount of not more than 10% to the 5-day volume weighted average market price of T7 Shares immediately preceding the price fixing date.

THAT the Placement Shares will, upon allotment and issuance, carry the same rights and rank equally with the existing T7 Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distribution that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the Placement Shares.

**THAT** the proceeds of the Proposed Private Placement be utilised for the purpose as set out in the circular to shareholders dated 30 September 2020 ("**Circular**"), and the Board be and is hereby authorised with full power to vary the manner and/ or purpose of utilisation of such proceeds in such manner as the Board deems fit, necessary and/ or expedient or in the best interest of the Company, subject (where required) to the approval of the relevant authorities.

THAT the Placement Shares shall be listed on the Main Market of Bursa Malaysia Securities Berhad.

AND THAT the Board be and is hereby authorised and empowered to give full effect to the Proposed Private Placement with full power to complete and implement the Proposed Private Placement in such manner as the The Proposed Private Placement in such manner as the Board may deem fit or necessary, including, to negotiate, approve, agree and/ or assent to any conditions, variations, revaluations, modifications and/ or amendments in any manner as may be required/ permitted by the law, the relevant authorities or deemed necessary by the Board, to take all such steps and to execute and deliver and/ or cause to be executed and delivered all such other agreements, arrangements, undertakings, indemnities, transfers, extensions, assignments, deeds, confirmations, declarations and/ or guarantees to any party or parties and to do all such acts and matters as it may deem fit, necessary and/ or expedient or in the best interest of the Company." By Order of the Board

CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)

LOO EE (SSM PC NO. 201908002686)(MAICSA 7063694)

Company Secretaries

Kuala Lumpur 30 September 2020

- 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 Chairperson of the meeting to be present at the main venue of the meetina.
- nd the EGM in Members/ proxies WILL NOT BE ALLOWED to att person at the Broadcast Venue on the day of the EGM
- 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 EGM via the Remote Participation and Voting facilities ("RPP") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its TIIH Online website at https://titih.online. Please follow the Procedures for RPV provided in the Administrative Details for the EGM and read the notes below in order to participate remotely via RPV.
- In respect of deposited securities, only members whose nar appear in the Record of Depositors on 3 November 2020 (Gen Meeting Record of Depositors) shall be eligible to attend the Ed e FGM
- A member who is entitled to participate and vote at the EGM via RPV is entitled to appoint more than one (1) proxy to participate 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 shareholdings to be represented by each proxy.
- A proxy may but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the EGM is entitled to appoint any person as his proxy to participate and vote instead of the member at the EGM. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the EGM shall have the same rights as the member to speak at the EGM.
- In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of an officer or attorney duly authorised.
  - 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.
- A member who has appointed a proxy or attorney or authorised representative to participate and vote at the EGM via RPV must request his/ her proxy or attorney or authorised representative to register himself/ herself for RPV at TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>. Please follow the Procedures for RPV in the Administrative Details for the EGM.
- 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 EGM or adjourned general meeting at which the person named in the appointment proposes to vote: (i) By electronic form
  - - The form of proxy can be electronically lodged with the Share Registrar of the Company via TIIH Online website at <a href="https://tith.online">https://tith.online</a> (applicable to individual members only). Kindly refer to the Administrative Details on the procedures for electronic lodgement of form of proxy via TIIH Online.
    - In hard copy form
      - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the Share Registrar of form of proxy must be deposited with the Share Hegistrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan.
- lease ensure ALL the particulars as required in the form of proxy re completed, signed and dated accordingly.
- Last date and time for lodging the form of proxy is Sunday, 15 November 2020 at 10:00 a.m.
- November 2020 at 10:00 a.m.

  Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time appointed for holding the EGM 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, please
- requirements in the relevant jurisdiction in which it is executed. A corporate member who has appointed a representative, please deposit the ORIGINAL certificate of appointment with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan. 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 with the constitution of the corporate member.
  - 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; of
    - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.



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#### ADMINISTRATIVE DETAILS FOR THE EXTRAORDINARY GENERAL MEETING

In view of the COVID-19 outbreak and as part of the safety measures, the Board of Directors of T7 Global Berhad ("T7" or the "Company") ("Board") has decided that the Extraordinary General Meeting of the Company ("EGM" or "Meeting") shall be conducted fully virtual and entirely via remote participation and voting using the Remote Participation and Voting ("RPV"") Facilities as set out below:-

Date	Time	Broadcast Venue
Tuesday, 17	10:00 a.m.	Level 16, KL Trillion Corporate Tower, Block C, 338 Jalan Tun
November 2020		Razak, 50400 Kuala Lumpur, Wilayah Persekutuan

The Broadcast Venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 whereby the Chairman will be present at the main venue of the EGM and in accordance with Clause 70 of the Company's Constitution. Members/ Proxies from the public will not be allowed to attend, present nor admitted at the Broadcast Venue on the day of the EGM, i.e. Tuesday, 17 November 2020.

#### **REMOTE PARTICIPATION AND VOTING FACILITIES**

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 EGM using RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>.

Members who appoint proxies to participate via RPV in the EGM must ensure that the duly executed forms of proxy are deposited in a hard copy form or by electronic means to Tricor no later than 15 November 2020 at 10:00 a.m.

A member who has appointed a proxy or representative to attend, participate, speak and vote at this EGM via RPV must request his/ her proxy to register himself/herself for RPV at TIIH Online website at <a href="https://tiih.online">https://tiih.online</a>.

As the EGM is a fully virtual EGM, members who are unable to participate in this EGM may appoint the Chairman of the Meeting as his/ her proxy and indicate the voting instructions in the form of proxy.

#### **PROCEDURES FOR RPV**

Proce	edures	Action
Befor	e the EGM	
1.	Register as participant in T7 Virtual EGM	<ul> <li>Using your computer, access the website at https://tiih.online.</li> <li>Register as a user under the "e-Services". Refer to the tutorial guide posted on the homepage for assistance.</li> </ul>
		<ul> <li>Registration as a user will be approved within one working day and you will be notified via email.</li> </ul>
		<ul> <li>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.</li> </ul>

2.	Submit your request	<ul> <li>Registration for the EGM is open from Wednesday, 30 September 2020 until the day of the EGM on 17 November 2020. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate the EGM using the RPV.</li> </ul>
		<ul> <li>Login with your user ID and password and select the corporate event: "(REGISTRATION) T7 GLOBAL EGM".</li> </ul>
		<ul> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> </ul>
		<ul> <li>Select "Register for Remote Participation and Voting".</li> </ul>
		<ul> <li>Review your registration and proceed to register.</li> </ul>
		<ul> <li>System will send an e-mail to notify that your registration for remote participation is received and will be verified.</li> </ul>
		<ul> <li>After verification of your registration against the General Meeting Record of Depositors dated 3 November 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.</li> </ul>
		(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 EGM remotely).
3.	Login to TIIH Online	Login with your user ID and password for remote participation at the EGM at any time from 9:30 a.m. i.e. 30 minutes before the commencement of the EGM on Tuesday, 17 November 2020 at 10:00 a.m.
4.	Participate through Live Streaming	Select the corporate event: "(LIVE STREAM MEETING) T7 GLOBAL EGM" to engage in the proceedings of the EGM remotely.
		<ul> <li>If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavor to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e- mailed to you at the earliest possible, after the meeting.</li> </ul>
5.	Online Remote Voting	Voting session commences from 10:00 a.m. on 17 November 2020 until a time when the Chairman announces the completion of the voting session of the EGM.
		<ul> <li>Select the corporate event: "(REMOTE VOTING) T7 GLOBAL EGM" or if you are on the live stream meeting page, you can select "GO TO REMOTE VOTING PAGE" button below the Query Box.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the</li> </ul>
		Declaration.
		<ul> <li>Select the CDS account that represents your shareholdings.</li> </ul>
		<ul> <li>Indicate your votes for the resolutions that are tabled for voting.</li> </ul>
		Confirm and submit your votes.
6.	End of remote participation	Upon the announcement by the Chairman on the closure of the EGM, the live session will end.

#### Note to users of the RPV:

- 1. Should your application to join the EGM 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.
- 2. 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.
- 3. In the event you encounter any issues with logging-in, connection to the live streamed Meeting or online voting, 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.

#### NO DOOR GIFT/FOOD VOUCHER

There will be no distribution of door gifts or food vouchers for the EGM since the meeting is being conducted on a fully virtual basis.

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

#### **RECORD OF DEPOSITORS**

The date of Record of Depositors for the EGM is 3 November 2020. As such, only members whose name appears in the Record of Depositors of T7 as at 3 November 2020 shall be entitled to attend the EGM and to participate, speak and vote thereat.

#### **PROXY**

- The EGM will be conducted via virtual meeting, if you are unable to attend the meeting via RPV on Tuesday, 17 November 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 <a href="https://tiih.online">https://tiih.online</a> no later than Sunday, 15 November 2020 at 10:00 a.m. Please do read and follow the procedures to submit Form of Proxy electronically below.
- You may submit your Form of Proxy to the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. ("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 Tricor's office 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 alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time appointed for holding the EGM or any adjournment thereof, otherwise the Form of Proxy shall not be treated as valid.

#### **POLL VOTING**

- The Voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad's Main Market Listing Requirements. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting and Scrutineer Solutions Sdn Bhd as Scrutineers to verify the poll results.
- Shareholders can proceed to vote on the resolutions at any time from the commencement of the EGM at 10:00
   a.m. but before the end of the voting session which will be announced by the Chairman of the Meeting. Kindly
   refer to item(s) of the above procedures for RPV for guidance on how to vote remotely from TIIH Online website
   at <a href="https://tiih.online">https://tiih.online</a>.
- Upon completion of the voting session for the EGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

#### **ELECTRONIC LODGEMENT OF PROXY FORM**

The procedures to lodge your proxy form electronically via Tricor's TIIH Online website are summarised below:

Procedures	Action
Register as a User with TIIH     Online	<ul> <li>Using your computer, please access the website at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>Register as a user under the "e-Services". Please do refer to the tutorial guide posted on the homepage for assistance.</li> </ul>
	<ul> <li>If you are already a user with TIIH Online, you are not required to register again.</li> </ul>
Proceed with submission of Proxy Form	<ul> <li>After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.</li> <li>Select the corporate event: "Submission of Proxy Form".</li> </ul>
	<ul> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> </ul>
	<ul> <li>Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li> </ul>
	<ul> <li>Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy.</li> </ul>
	<ul> <li>Indicate your voting instructions - FOR or AGAINST, otherwise your proxy will decide your vote.</li> </ul>
	<ul> <li>Review and confirm your proxy(s) appointment.</li> </ul>
	Print proxy form for your record.

#### **RECORDING OR PHOTOGRAPHY**

Strictly **NO** unauthorised recording or photography of the proceedings of the EGM is allowed.

#### **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 : <u>is.enquiry@my.tricorglobal.com</u>

Contact persons

No.	Name	Contact No./Email
1.	Mr Mohd Kamal Bin Mohd Din	DID: +6 03-2783 9237 Email: kamal.mohd@my.tricorglobal.com
2.	Ms Esther Loo	DID: +6 03-2783 9293 Email: Esther.Loo@my.tricorglobal.com
3.	Mr Muhammad Ashraff Bin Mohd Khaizan	DID: +6 03-2783 9276 Email: Muhammad.Ashraff@my.tricorglobal.com