



COSMOS TECHNOLOGY INTERNATIONAL BERHAD
(201901017221 (1326549-P))

No. 11, Jalan Mega 2/1, Kawasan Perindustrian Mega 2, 43500 Semenyih,
Selangor, Malaysia.
Tel: (603)8727 6029 Fax: (603)8962 3353 Email: customer.service@ctib.com.my

NOTICE IS HEREBY GIVEN THAT the First Annual General Meeting of **COSMOS TECHNOLOGY INTERNATIONAL BERHAD ("Company")** will be convened and held at **Meeting Room, Marc Conleth Industries Sdn. Bhd., Lot 1909, Jalan KP B 5, Kawasan Perindustrian Kampung Baru Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan** on **Friday, 23 October 2020** at **10.30 a.m.** or at any adjournment thereof for the following purposes:

AGENDA

1. To receive Audited Financial Statements for the financial period from 14 May 2019 (Date of Incorporation) to 30 April 2020 together with the Reports of the Directors and Auditors thereon. *Please refer to Explanatory Note 1*
2. To approve the payment of the Directors' remuneration of RM425,559 for the financial period ended 30 April 2020. *Ordinary Resolution 1*
3. To approve the payment of the Directors' remuneration up to RM450,000 from 1 May 2020 until the conclusion of the next Annual General Meeting. *Ordinary Resolution 2*
4. To elect the following Directors who are retiring pursuant to Clause 92 of the Company's Constitution and who, being eligible, offers themselves for election:
 - (a) Dato' Chong Toh Wee *Ordinary Resolution 3*
 - (b) Mr Ng Boon Keong *Ordinary Resolution 4*
 - (c) Mr Alviedo Rodolfo Jr. San Miguel *Ordinary Resolution 5*
5. To re-appoint Nexia SSY PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *Ordinary Resolution 6*

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Ordinary Resolution:

6. Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016 ("Act"). *Ordinary Resolution 7*

"THAT subject always to the Act, Constitution of the Company and the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company 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 pursuant to this resolution does not exceed 100% of the total number of issued shares of the Company at the time of issue, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

Please refer to Explanatory Note 3
7. To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and the Act.

BY ORDER OF THE BOARD

PAULINE NG PECK KUN (MAICSA 7029550, SSM PC No. 201908002573)

TAN HSIAO YUEN (MAICSA 7056952, SSM PC No. 201908002342)

Company Secretaries

Kuala Lumpur

Date: 1 October 2020

Notes:

- (i) For the purpose of determining who shall be entitled to attend this Annual General Meeting ("AGM"), the Company shall request from Bursa Malaysia Depository Sdn. Bhd., to make available to the Company, pursuant to Clause 61 of the Company's Constitution and Rule 6.11(3) of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors ("ROD") as at 16 October 2020 and only Depositors whose names appear on such ROD shall be entitled to attend the AGM.
- (ii) A member who can attend, participate, speak and vote can appoint one (1) or more proxies (who need not be members) to attend, participate, speak and vote for him but where that member appoints more than one (1) proxy, he must specify the proportion of his shareholdings represented by each proxy.
- (iii) The instrument appointing a proxy shall be in writing under the hand of the appointor of his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (iv) A proxy need not be a member of the Company (but must be of full age of eighteen (18) years and above). There shall be no restriction as to the qualification of the proxy. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- (v) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's Registered Office situated at Level 19-1, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, 50490 Kuala Lumpur, Malaysia, by 10.30 a.m., 21 October 2020 (Wednesday).
- (vi) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("SICDA"), 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.
- (vii) 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. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from complying with the provisions of Section 25A(1) of the SICDA. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from complying with Subsection 25A(1) of the SICDA.

Explanatory Notes:

1. Item 1 of the Agenda

Audited Financial Statements for the financial period ended 30 April 2020 ("AFS")

The AFS are for discussion only as they do not require shareholders' approval pursuant to Section 340(1)(a) of the Act. Hence, this Agenda item will not be put forward for voting.

2. Ordinary Resolutions 1 & 2 - Directors' remuneration and benefits

Pursuant to Section 230(1) of the Act, the fees of the Directors and any benefits payable to the Directors shall be approved at a general meeting. Payment of the Directors' remuneration will be made by the Company as and when incurred if the proposed Ordinary Resolutions 1 & 2 are passed at the First AGM. The Board is of the view that it is just and equitable for the Directors to be paid their benefits as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company throughout the relevant period.

3. Ordinary Resolution 7 - Authority to Directors to allot and issue shares

The general mandate is proposed for the purpose of granting a general mandate for issuance of shares by the Company under Sections 75 and 76 of the Act. The proposed Ordinary Resolution 7, if passed, will give the Directors, the authority to issue and allot ordinary shares in the Company, for such purposes as the Directors consider would be in the interest of the Company and also to avoid any delay and cost involved in convening a general meeting to approve such issue of shares. This authority will, unless revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting or the expiration of the period within which the next Annual General Meeting is required by law, to be held, whichever is earlier. The General Mandate is to provide flexibility to the Company for any possible fundraising exercises, including but not limited to placement of new shares for the purposes of funding current and/or future investment project(s), working capital, repayment of borrowings and/or acquisition(s). As at the date of this Notice, no new shares were issued since its listing on 9 March 2020.



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ADMINISTRATIVE GUIDE

FOR THE SHAREHOLDERS OF COSMOS TECHNOLOGY INTERNATIONAL BERHAD

Dear Shareholders,

In view of the COVID-19 outbreak, your safety remains our utmost priority. This Guide is to introduce safety measures and control for the well-being of our shareholders, as well as to enable the Company to comply with the Government and/or relevant authorities' directives and guidelines on public gatherings or events e.g. fourth revision of the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 15 July 2020 ("**SC Guidance**"), which may be issued from time to time.

As a precautionary measure, the Company reserves the right to limit the number of attendees including invited guests to be physically present at the venue of the First Annual General Meeting of the Company ("**AGM**").

Public Health Precautions and Preventive Measures

1. In light of the COVID-19 outbreak, we appreciate if all shareholders, proxies and invited guests could take all the necessary precautions and preventive measures as issued by the Ministry of Health when attending the AGM.
2. As a precautionary measure, you are strongly advised not to attend the meeting and to appoint proxy(ies) to attend in your stead, if:
 - (a) you are unwell with **sore throat, flu, fever, cough, aches and pains, nasal congestion, diarrhoea or shortness of breath**; or
 - (b) your travel history to high risk countries affected by COVID-19 in the past 14 days; or
 - (c) you have contact with a person who is confirmed with COVID-19 infection in the past 14 days;you are required to comply with the directives issued by Ministry of Health to self-quarantine or seek medical advice and will not be allowed to attend the AGM.
3. To safeguard the health and safety of shareholders, proxies and invited guests who may be attending the AGM in person, the Company will also implement the following precautionary measures for the AGM:
 - (a) Shareholders present in person or by proxy or attorney or authorised representative are required to pre-register themselves with the Company to allow the Company to make the necessary arrangement in relation to the meeting i.e. infrastructure, logistic and meeting venue. Please refer to the following page on the pre-registration procedures.
 - (b) Shareholders, proxyholders and corporate representatives ("**Participants**") will have to go through a compulsory body temperature screening and will be required to provide his/her health declaration via MySejahtera application during the registration process, specifically to facilitate the Company in preventing any potential spread of COVID-19. Any person with a body temperature of above 37.5°C or is experiencing any symptoms of being unwell as specified above, will NOT be allowed to enter the venue of the AGM.

- (c) All attendees must wear a face mask before entering the venue and shall wash and sanitise their hands frequently. Wearing a face mask throughout the AGM proceedings is mandatory.

- 4. If you are under high risk group which is above age of 60, you are hereby strongly advised and encouraged to appoint the Chairman as your proxy or proxy(ies) between the ages of 18 to 60 years to attend the AGM.

PROXY

- 1. If you are unable to attend the AGM, you are encouraged to appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed there.

- 2. Please ensure that the Proxy Form is deposited with the Company's Registered Office situated at Level 19-1, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, 50490 Kuala Lumpur, Malaysia by 10.30 a.m., 21 October 2020 (Wednesday).

Thank you.