



SANICHI TECHNOLOGY BERHAD

Registration No. 200401023320 (661826-K)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM” or “Meeting”) of Sanichi Technology Berhad (“Sanichi” or the “Company”) will be held on a fully virtual basis and entirely via remote participation and voting from the Broadcast Venue at Sanichi Tower, Level 7, Tower 11, Avenue 5, Bangsar South, 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, on Wednesday, 4 November 2020 at 2.30 p.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolution with or without any modifications:-

ORDINARY RESOLUTION

PROPOSED PRIVATE PLACEMENT OF UP TO 524,815,000 NEW ORDINARY SHARES IN SANICHI, REPRESENTING 30% OF THE ENLARGED TOTAL NUMBER OF ISSUED SHARES OF SANICHI, TO INDEPENDENT THIRD-PARTY INVESTOR(S) TO BE IDENTIFIED LATER AND AT AN ISSUE PRICE TO BE DETERMINED LATER

“THAT subject to the approval of all the relevant authorities, approval be and is hereby given to the Board of Directors of the Company (“Board” or “Directors”) to issue and allot up to 524,815,000 new ordinary shares in the Company (“Sanichi Shares” or “Shares”) (“Placement Shares”) by way of private placement to independent third-party investor(s) to be identified later in one or more tranches at an issue price for each tranche to be determined at a later date by the Board (“Price-Fixing Date”) upon such terms and conditions as disclosed in the Circular to the shareholders of the Company (“Shareholders”) dated 16 October 2020 (“Circular”) (“Proposed Private Placement”).

THAT the issue price for each tranche of the Placement Shares will be determined based on a discount of not more than 10% to the 5-day volume-weighted average market price of Sanichi Shares up to and including the Price-Fixing Date.

THAT the Directors be and are hereby authorised to utilise the proceeds to be derived from the Proposed Private Placement for such purposes as set out in the Circular and the Board be and is hereby authorised with full power to vary the manner and/or purpose of the utilisation of such proceeds from the Proposed Private Placement in the manner as the Board may deem fit, necessary and/or expedient, subject (where required) to the approval of the relevant authorities and in the best interest of the Company.

THAT such Placement Shares shall, upon allotment, issuance and full payment of the issue price, rank equally in all respects with the then existing issued Shares, save and except that the holders of such Placement Shares shall not be entitled to any dividend, rights, allotments and/or other distributions which may be declared, made or paid to the Shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Placement Shares.

AND THAT the Directors be and are hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements as may be necessary to give effect and complete the Proposed Private Placement and to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Directors may deem necessary in the interest of the Company and to take such steps as they may deem necessary or expedient in order to implement, finalise, give full effect and to complete the Proposed Private Placement.”

By Order of the Board
SANICHI TECHNOLOGY BERHAD

FOO SIEW LOON (MAICSA 7006874) (SSM PC NO.: 202008002104)
Company Secretary

Kuala Lumpur
16 October 2020

Notes:-

1. A member of the Company who is entitled to attend, participate, speak and vote at the EGM shall be entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the Meeting in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
2. A proxy may but need not be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak and vote at the Meeting.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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.
4. 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
5. The instrument appointing a proxy shall be in writing signed by the appointor or his attorney duly authorized in writing. If the appointor is a corporation, either under the seal or signed by an officer or attorney duly authorised.
6. To be valid, the instrument appointing a proxy must be deposited at the Share Registrar’s office at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, or in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking the poll, which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid.
7. For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company’s Constitution to issue a General Meeting Record of Depositors as at 27 October 2020. Only members whose names appear in the General Meeting Record of Depositors as at 27 October 2020 shall be regarded as members and entitled to attend, speak and vote at the Meeting.
8. All the resolution set out in this Notice of Meeting will be put to vote by poll.



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ADMINISTRATIVE DETAIL FOR THE EXTRAORDINARY GENERAL MEETING

Meeting Date	:	4 November 2020
Time	:	2.30 p.m.
Meeting Platform	:	www.swsb.com.my
Mode of Communication	:	Shareholders may submit questions to the Board of Directors (“ Board ”) prior to the Extraordinary General Meeting (“ EGM ” or “ Meeting ”) at marketing@sanichimould.com to pose questions no later than 2.30 p.m. on 2 November 2020 or to use the Question and Answer (“ Q&A ”) Platform to transmit questions to the Board via Remote Participation and Voting (“ RPV ”) facilities during live streaming.
Broadcast Venue	:	Sanichi Tower, Level 7, Tower 11, Avenue 5, Bangsar South, 8, Jalan Kerinchi, 59200 Kuala Lumpur

MODE OF MEETING

In view of the COVID-19 outbreak and as part of the safety measures, the EGM will be conducted entirely through live streaming from the Broadcast Venue. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and revised on 14 May 2020, 9 June 2020 and 13 October 2020 respectively.

We strongly encourage you to use the RPV facility to participate in the EGM as a way for us to jointly share the responsibility to minimise the risk of COVID-19 infections. Hence, **NO SHAREHOLDERS/PROXIES** from the public will be allowed to physically present at the Broadcast Venue on the day of the EGM.

RPV FACILITY

1. Please note that the RPV Facilities is available to:

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| <ul style="list-style-type: none">(i) Individual members;(ii) Proxy holders;(iii) Corporate shareholders;(iv) Authorised Nominees; and(v) Exempt Authorised Nominees. | } (“The Participant(s)”) |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|

2. The EGM will be conducted through live streaming and online remote voting. The Participant(s) is/are encouraged to attend the EGM by using the RPV Facilities. With the RPV Facilities, you may exercise your rights as a shareholder of the Company to participate (including to pose questions to the Board) and vote remotely at the EGM.

3. Shareholders who are not able to participate in the EGM are encouraged to appoint the Chairman of the Meeting to vote on their behalf at the EGM by completing and indicating the voting instruction in the proxy form which is available at www.swsb.com.my.
4. Proxies or Corporate Representatives / Authorised Nominees / Exempt Authorised Nominees who wishes to use the RPV Facilities at the EGM, please ensure the duly executed proxy forms or the original certificate of appointment of its corporate representative are submitted to ShareWorks Sdn Bhd (“ShareWorks”) at No. 2-1 Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur not later than 2 November 2020 at 2.30 p.m.
5. The Participant(s) is/are encourage to send in their questions before the meeting to the Board at marketing@sanichimould.com in relation to the agenda items for the EGM.
6. The Participant(s) is/are to read and follow the procedures for the RPV Facilities as summarised below:-

	Procedures	Action
	Before the day of EGM	
(i)	Register as a user	<ul style="list-style-type: none"> • Access website www.swsb.com.my • Click <<Login>> and click <<Register>> to sign up as a user. • Complete registration and upload softcopy of MyKAD (front and back) or Passport for foreign shareholders. • Read and agree to the terms & condition and thereafter submit your request. • Upon submission, kindly login to the valid email address and verify your user ID within one hour. • Upon verification of the user ID, ShareWorks will send an email notification to approve you as a user.
	On the day of EGM	
(ii)	Login to www.swsb.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the EGM at any time from 2.00 p.m. i.e. 30 minutes before the commencement of the EGM on 4 November 2020 at 2.30 p.m.
(iii)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select the “Virtual Meeting” from main menu. • Click the “Join Meeting” located next to the event. • Kindly click the video link and insert the password given to you in your email notification in order to join the live video streaming. • If you have any question for the Chairman/ Board, you may use the Q&A platform to transmit your question. The Chairman/Board will try to respond to all questions submitted by remote participants during the EGM. If time is a constraint, the responses will be emailed to you at the earliest possible time after the meeting ended. • Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

On the day of EGM	
(iv) Online remote voting	<ul style="list-style-type: none"> • Select “Voting” located next to the “Join Meeting” and indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairman of the Meeting declare that the voting platform is activated and will announce the completion of the voting session of the EGM. • Cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
(v) End of RPV Facilities	<ul style="list-style-type: none"> • The RPV Facilities will end and the Messaging window will be disabled the moment the Chairman of the Meeting announces the closure of the EGM.

NO BREAKFAST/LUNCH PACK & DOOR GIFT

There will be **NO DISTRIBUTION** of food packs or door gifts during the EGM as the meeting will be conducted on fully virtual basis.

GENERAL MEETING RECORD OF DEPOSITORS

For the purpose of determining a member who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 63(b) of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 27 October 2020. Only a depositor whose name appears on the Record of Depositors as at 27 October 2020 shall be entitled to attend the said meeting remotely or appoint proxies to attend and vote on his/her behalf.

PROXY

Since the EGM will be conducted via a virtual meeting, a Shareholder can appoint the Chairman of the Meeting as proxy to vote on its behalf at the EGM by completing and indicating the voting instruction in the proxy form which is available at www.swsb.com.my.

You may submit your Proxy Form to the Share Registrar, ShareWorks by fax at 03-6201 3121 or e-mail to proxy@shareworks.com.my . However, please ensure that the Original Proxy Form is deposited at ShareWorks’ office at No. 2-1 Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the EGM or any adjournment thereof, otherwise the Proxy Form shall not be treated as valid. The last date and time for lodging the Form of Proxy for the EGM is on Monday, 2 November 2020 at 2.30 p.m.

POLL VOTING

Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the EGM of the Company shall be put to vote by way of a poll. The Company has appointed ShareWorks as Poll Administrator to conduct the poll by way of electronic means and SharePolls Sdn Bhd as Independent Scrutineers to verify the poll results. Shareholders can proceed to vote on the resolution before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (iv) of the above Procedures section for guidance on how to vote remotely from the Share Registrar website www.swsb.com.my. The Independent Scrutineers will verify the poll results followed by the Chairman’s declaration on whether the resolution is duly passed.

RESULTS OF THE VOTING

The results of the voting for all resolutions will be announced at the EGM and on Bursa Malaysia website at www.bursamalaysia.com

CIRCULAR TO SHAREHOLDERS ON PROPOSED PRIVATE PLACEMENT DATED 16 OCTOBER 2020 ("CIRCULAR 2020")

The Circular 2020 is available under Investor Relations on Sanichi Technology Berhad's website at www.sanichimould.com . If you wish to request for a printed copy of the Circular 2020, please forward your request by completing the Request Form provided by us or the Share Registrar website at www.swsb.com.my . We will dispatch the Circular 2020 to you by ordinary post within **four (4) market days** from the date of receipt of your verbal or written request.

RECORDING OR PHOTOGRAPHY

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

ENQUIRY

If you have any enquiry prior to the virtual meeting, please contact Mr Kou / Mr Fong during office hours:

ShareWorks Sdn Bhd

No. 2-1 Jalan Sri

Hartamas 8

Sri Hartamas

50480 Kuala Lumpur.

Telephone Number : 03-6201 1120

Fax Number : 03-6201 3121

Email : proxy@shareworks.com.my