



PNE PCB BERHAD

[Registration No. 198801000741 (168098-V)]
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM” or “Meeting”) of PNE PCB Berhad (“PNE” or the “Company”) will be held on a fully virtual basis and entirely via remote participation and voting from the Broadcast Venue at Level 4, Menara Lien Hoe, No. 8 Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 10 November 2020 at 2.30 p.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolutions with or without modifications:-

SPECIAL RESOLUTION

PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY 1 EXISTING ORDINARY SHARE IN THE COMPANY (“PNE SHARE” OR “SHARE”) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER INTO 2 SHARES (“SPLIT SHARES”) (“PROPOSED SHARE SPLIT”)

“THAT subject to all approvals being obtained from the relevant authorities and parties (if required), approval be and is hereby given to the Board of Directors of the Company (“Board”) to subdivide every 1 existing ordinary share in the Company held by all entitled shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board (“Share Split Entitlement Date”), into 2 Split Shares;

THAT the fractional entitlements arising from the Proposed Share Split, if any, shall be disregarded and/or dealt with by the Board in such manner at its absolute discretion as it may deem fit or expedient and in the best interest of the Company;

THAT the Split Shares shall rank equally in all respects with one another, save and except that the holders of such Split Shares will not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid to the shareholders of the Company prior to the Share Split Entitlement Date;

AND THAT the Board be and is hereby authorised with full power to do all such acts, deeds and things and to execute and deliver on behalf of the Company all such documents and/or agreements as the Board may deem fit, necessary or expedient or appropriate in the best interest of the Company, in order to finalise, implement and/or give effect to the Proposed Share Split with full power to assent to any terms, conditions, modifications, variations and/or amendments as may be imposed or required by the relevant authorities or deemed necessary or desirable by the Board.”

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF FREE WARRANTS IN THE COMPANY (“WARRANTS B”) ON THE BASIS OF 1 WARRANT B FOR EVERY 3 SPLIT SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE OF WARRANTS”)

“THAT subject to the approval of all relevant authorities or parties having been obtained, where required, the Board be and is hereby authorised to issue and allot up to 148,909,890 free Warrants B in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants B (“Deed Poll B”) by way of a bonus issue to all entitled shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board (“Bonus Issue Entitlement Date”), on the basis of 1 free Warrant B for every 3 Split Shares held on the Bonus Issue Entitlement Date;

THAT the Board be and is hereby authorised to issue such appropriate number of additional Warrants A as may be required or permitted to be issued as a consequence of any adjustments under the provisions in the Deed Poll A (“Additional Warrants A”);

THAT the Board be and is hereby authorised to fix the exercise price of the Warrants B at a later date and that the Board be and is hereby authorised to issue and allot the new Shares arising from the exercise of the Warrants B by the holders of the Warrants B in accordance with the Deed Poll B, including such appropriate number of new Shares arising from the exercise of subscription rights represented by the Additional Warrants A;

THAT the new Shares to be issued arising from the exercise of the Warrants B shall, upon allotment, issuance and full payment of the exercise price, rank equally in all respects with the existing issued Shares, save and except that the holders of such new Shares shall not be entitled to any dividends, 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 such new Shares;

THAT the Board be and is hereby authorised to disregard and/or deal with any fractional entitlements for the Warrants B that may arise from the Proposed Bonus Issue of Warrants, if any, in such manner as the Board shall in its absolute discretion deems fit and expedient and in the best interests of the Company;

THAT the proceeds arising from the exercise of the Warrants B, if any, be utilised for the purposes set out in the circular to the shareholders of the Company dated 19 October 2020 in relation to the Proposed Bonus Issue of Warrants, and the Board be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient, subject to the approval of the relevant authorities, where required;

THAT the Board be and is hereby authorised to enter into and execute the Deed Poll B with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and subject to all provisions and adjustments contained in the Deed Poll B, to assent to any modifications and/or amendments to the exercise price, exercise period and/or number of Warrants B as may be required or permitted to be revised as consequences of any adjustments under the provisions of the Deed Poll B with full power to implement and give effects to the terms and conditions of the Deed Poll B, and to take all steps as the Board deems fit or expedient in order to implement, finalise and give full effect to the Deed Poll B;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Bonus Issue of Warrants with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants.”

By Order of the Board
PNE PCB BERHAD

TEA SOR HUA (MACS 01324) (SSM PC NO.: 201908001272)
Company Secretary

Petaling Jaya, Selangor Darul Ehsan
19 October 2020

Notes:-

1. A shareholder who is entitled to attend and vote at the EGM shall be entitled to appoint more than one (1) proxy to attend and vote at the EGM 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 EGM shall have the same rights as the member to speak at the EGM.
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 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 under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
6. To be valid, the instrument appointing a proxy must be deposited at the Share Registrar Office of the Company 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 adjourned meeting at which the person named in the instrument proposes to vote.
7. For the purpose of determining a member who shall be entitled to attend the EGM, 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 3 November 2020. Only members whose names appear in the General Meeting Record of Depositors as at 3 November 2020 shall be regarded as members and entitled to attend, speak and vote at the EGM.
8. All the resolutions set out in this Notice of EGM will be put to vote by poll.
9. The EGM will be conducted on a fully virtual basis at the Broadcast Venue, members are advised to refer to the Administrative Notes on the registration and voting process for the EGM.
10. In view of the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our EGM at short notice. Kindly check Bursa Malaysia Securities Berhad’s website and the Company’s website at www.pnepcb.com for the latest updates on the status of the Meeting.



PNE PCB BERHAD

198801000741 (168098-V)
(Incorporated in Malaysia)

EXTRAORDINARY GENERAL MEETING

ADMINISTRATIVE NOTES

With the outbreak of COVID-19 and as part of the safety measures to curb the spread of COVID-19 pandemic, the Extraordinary General Meeting (“**EGM**”) of PNE PCB Berhad (“**PNE**” or the “**Company**”) will be conducted by way of a fully virtual meeting and online remote voting using the Remote Participation and Voting (“**RPV**”) Facilities as the safety of our members, directors, staff and other stakeholders who will attend the EGM is of paramount importance to us. With the RPV Facilities, you may exercise your right as a member of the Company to participate (including to pose questions to the Board of Directors (“**Board**”) and/or management of the Company) and vote at the EGM. Alternatively, you may also appoint the Chairman of the meeting as your proxy to attend and vote on your behalf at the EGM.

Date	Time	Broadcast Venue
10 November 2020	2.30 p.m.	Level 4, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan

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 61 of the Company’s Constitution. No shareholders from the public should be physically present nor admitted at the Broadcast Venue on the day of the EGM.

Instead, shareholders or their proxy(ies) who wish to participate in the fully virtual EGM will have to register and attend remotely. Details of the registration and RPV Facilities are set out below:-

Procedures	Action
Before the EGM	
1. Register as participant in PNE Virtual EGM	<ul style="list-style-type: none">Using your computer, access the website at https://rebrand.ly/PNE-EGM. Click on the Register link to register for the EGM session.Upon submission of your registration, you will receive an email notifying you that your registration has been received and is pending verification.The event is powered by Cisco Webex. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android, and iOS). Refer to the tutorial guide posted on the same page for assistance.
2. Submit your online registration	<ul style="list-style-type: none">All the Shareholders are required to register prior to the meeting. Registration for the EGM is open from 2.30 p.m. on Monday, 19 October 2020 till 2.30 p.m. on Monday, 9 November 2020.Clicking on the link in item 1 will redirect you to the EGM event page. Click on the Register link for the online registration form.Complete your particulars in the registration page. Your name MUST match your CDS account name.Kindly fill in the CDS account number and indicate the number of shares you hold. If you have more than one CDS account, please state the CDS account number and indicate the number of shares held separately with a comma (,).Read and agree to the Terms & Conditions and confirm the Declarations.Please ensure all information given is accurate before you click Submit to

Procedures		Action
Before the EGM		
		<p>register your remote participation. Failure to do so will result in your registration being rejected.</p> <ul style="list-style-type: none"> • System will send an email to notify that your registration for remote participation is received and pending verification. • After verification of your registration against the General Meeting Record of Depositors of the Company ("ROD") as at 3 November 2020, the system will send you an email to notify you if your registration is approved or rejected after 3 November 2020. • If your registration is rejected, you can contact ShareWorks Sdn. Bhd. or the Company for clarifications or to appeal.
On the day of EGM		
3.	Attending PNE Virtual EGM	<ul style="list-style-type: none"> • Two reminder emails will be sent to your inbox. First is one day before the EGM day, while the 2nd will be sent 1 hour before the EGM session. • Click Join Event in the reminder email to participate the RPV. • Please ensure you have downloaded and installed Cisco WebEx Meetings application before attending the Virtual EGM.
4.	Participating with live video	<ul style="list-style-type: none"> • You will be given a short brief about the system. • Your microphone is muted throughout the whole session. • If you have any questions for the Chairman/Board, you may use the Q&A panel to send your questions. The Chairman/Board will try to respond to relevant questions if time permits. All relevant questions will be collected throughout the session and replied later through your registered email. • The session will be recorded. • Please note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
5.	Online Remote Voting	<ul style="list-style-type: none"> • The Chairman will announce the commencement of the Voting session and the duration allowed at the EGM. • The list of resolutions for voting will appear at the right-hand side of your computer screen. You are required to indicate your votes for the resolutions within the given time frame. • Click on the Submit button when you have completed. • Votes cannot be changed once it is submitted.
6.	End of remote participation	Upon the announcement by the Chairman on the closure of the EGM, the live session will end.

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 PNE as at 3 November 2020 shall be entitled to attend the EGM and to participate, speak and vote thereat.

INDIVIDUAL MEMBERS

Individual members are strongly encouraged to take advantage of RPV Facilities to participate and vote remotely at the EGM. Please refer to the details as set out above for information.

If an individual member is unable to attend the EGM, he/she is encouraged to appoint the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

CORPORATE MEMBERS

Corporate members (through Corporate Representatives or appointed proxies) are also strongly advised to participate and vote remotely at the EGM using the RPV Facilities. Corporate members who wish to participate and vote remotely at the EGM must contact ShareWorks Sdn. Bhd. with the details set out below for assistance and will be required to provide the following documents to the Company no later than 8 November 2020 at 2.30 p.m.:-

- i. Certificate of appointment of its Corporate Representative or Form of Proxy under the seal of the corporation;
- ii. Copy of the Corporate Representative's or proxy's MyKad (front and back)/Passport; and
- iii. Corporate Representative's or proxy's email address and mobile phone number.

Upon receipt of such documents, ShareWorks Sdn. Bhd. or the Company will respond to your remote participation request.

If a Corporate member (through Corporate Representative(s) or appointed proxy(ies)) is unable to attend the EGM, it is encouraged to appoint the Chairman of the Meeting as its proxy and to indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

NOMINEE COMPANY MEMBERS

The beneficiaries of the shares under a Nominee Company's CDS account ("**Nominee Company member(s)**") are also strongly advised to participate and vote remotely at the EGM using RPV Facilities. Nominee Company members who wish to participate and vote remotely at the EGM can request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the EGM. Nominee Company must contact ShareWorks Sdn. Bhd. with the details set out below for assistance and will be required to provide the following documents to the Company no later than 8 November 2020 at 2.30 p.m.:-

- i. Form of Proxy under the seal of the Nominee Company;
- ii. Copy of the proxy's MyKad (front and back)/Passport; and
- iii. Proxy's email address and mobile phone number.

Upon receipt of such documents, ShareWorks Sdn. Bhd. or the Company will respond to your remote participation request.

If a Nominee Company member is unable to attend the EGM, it is encouraged to request its Nominee Company to appoint the Chairman of the meeting as its proxy and to indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

PROXY

If a member is unable to attend the EGM, he/she may appoint a proxy or the Chairman of the Meeting as his/her proxy and to indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

If an individual member has submitted his/her Form of Proxy prior to the EGM and subsequently decides to personally participate in the EGM via RPV Facilities, the individual member shall contact ShareWorks Sdn. Bhd. or the Company with the details set out below to revoke the appointment of his/her proxy no later than 8 November 2020 at 2.30 p.m.

RECORDING/PHOTOGRAPHY

By participating at the EGM, you agree that no part of the EGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electrical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

ENQUIRY

If you have any enquiry prior to the Meeting, please contact the following persons during office hours from 9.00 a.m. to 5.30 p.m. (Monday to Friday except public holidays):-

For Registration, logging in and system related:	For Proxy and other matters:
Name: Mr. Alvin Ng Telephone No.: +6011-1303 3355 Email: enquiry@mlabs.com	Name: Mr. Kou / Mr. Chan / Mr. Vemalan Telephone No.: +603-6201 1120 Email: proxy@shareworks.com.my