



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting ("EGM") of Leveko Resources Berhad ("Leveko" or the "Company") will be conducted FULLY VIRTUAL for the purpose of considering and if thought fit, passing with or without modification the resolution as set out in this notice.

Meeting Platform : <https://tiih.online>
Day and Date : Wednesday, 4 November 2020
Time : 2.30 p.m.
Broadcast Venue : Tricor Business Centre, Manuka 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
Mode of Communication : Typed text and submit in the Meeting Platform

ORDINARY RESOLUTION

PROPOSED RENOUNCEABLE RIGHTS ISSUE OF 183,455,525 NEW ORDINARY SHARES IN LEWKO ("LEWKO SHARE(S)" OR "SHARE(S)") ("RIGHTS SHARE(S)") ON THE BASIS OF 1 RIGHTS SHARE FOR EVERY 2 EXISTING LEWKO SHARES HELD, TOGETHER WITH 220,146,630 FREE DETACHABLE WARRANTS ("NEW WARRANT(S)") ON THE BASIS OF 6 NEW WARRANTS FOR EVERY 5 RIGHTS SHARES SUBSCRIBED BY THE ENTITLED SHAREHOLDERS, AT AN ISSUE PRICE AND ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("ENTITLEMENT DATE") ("PROPOSED RIGHTS ISSUE")

THAT, subject to the approvals of all relevant authorities being obtained, including but not limited to the approval of Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing of and quotation for the Rights Shares and New Warrants to be issued hereunder and the new Leveko Shares to be issued pursuant to the exercise of the New Warrants, the Board of Directors of the Company ("Board") be and is hereby authorised to undertake the Proposed Rights Issue as follows:-

- to provisionally allot and issue by way of a renounceable rights issue of 183,455,525 Rights Shares together with 220,146,630 New Warrants to the shareholders of the Company whose names appear in the Record of Depositors at the close of business on the Entitlement Date ("**Entitled Shareholders**") and/or their renounee(s), on the basis of 1 Rights Share for every 2 existing Leveko Shares held by the Entitled Shareholders together with 6 New Warrants for every 5 Rights Shares subscribed by the Entitled Shareholders on the Entitlement Date at an issue price to be determined by the Board and on such terms and conditions and in such manner as the Board may determine;
- to enter into and execute a deed poll ("**Deed Poll**") with full powers to assent to any condition, modification, revaluation, variation and/or amendments (if any) as the Board may deem fit, necessary and/or expedient or as may be imposed by the relevant authorities and to take all steps as it may consider necessary and do all acts, deeds and things as it may deem fit or expedient in order to implement, finalise and give full effect to the Deed Poll and all provisions and adjustments contained therein;
- to allot and issue such number of new Leveko Shares arising from the exercise of the New Warrants, from time to time during the tenure of the New Warrants, in accordance with the provisions of the Deed Poll;
- to allot and issue such further New Warrants and new Leveko Shares arising from the exercise of such further New Warrants as a consequence of any adjustment in accordance with the provisions of the Deed Poll ("**Additional Warrants**") and/or as may be required by the relevant authorities; and
- to do all such acts and things including but not limited to the application to Bursa Securities for the listing of and quotation for the new Leveko Shares which may from time to time be allotted and issued arising from the exercise of the Additional Warrants;

THAT, the Board be and is hereby authorised to determine and vary if deemed fit, necessary and/or expedient, the issue price of the Rights Shares and the exercise price of the New Warrants to be issued in connection with the Proposed Rights Issue;

THAT, any Rights Shares which are not validly taken up or which are not allotted for any reason whatsoever to the Entitled Shareholders and/or their renounee(s) shall be made available for excess applications in such manner and to such persons ("**Excess Applicants**") as the Board shall determine at its absolute discretion;

THAT, the Rights Shares, New Warrants and new Leveko Shares to be issued pursuant to the exercise of the New Warrants and Additional Warrants (if any) shall be listed on the Main Market of Bursa Securities;

THAT, the proceeds arising from the Proposed Rights Issue will be utilised for the purpose as disclosed in the circular to shareholders dated 20 October 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 deem 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 Board be and is hereby authorised to deal with any fractional entitlements that may arise from the Proposed Rights Issue, in such manner as it shall in its absolute discretion deem fit and expedient, or in the best interest of the Company;

THAT, the Rights Shares will, upon allotment and issuance, rank equally in all respects with the existing Leveko Shares, save and except that the Rights Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the Rights Shares;

THAT, the new Leveko Shares to be issued arising from the exercise of the New Warrants (including the Additional Warrants, if any) will, upon allotment and issuance, rank equally in all respects with the existing Leveko Shares, save and except that the new Leveko Shares to be issued arising from the exercise of the New Warrants (or the Additional Warrants, if any) will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the New Warrants (or the Additional Warrants, if any);

AND THAT, the Directors of the Company be and are hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the aforesaid Proposed Rights Issue 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 such acts and things in any manner as they deem fit, necessary and/or expedient to implement, finalise and give full effect to the Proposed Rights Issue.

By Order of the Board,

LEWKO RESOURCES BERHAD

CHONG LAY KIM (SSM PC NO. 202008001920) (LS 0008373)

YENG SHI MEI (SSM PC NO. 202008001282) (MAICSA 7059759)

Company Secretaries

Ipoh

20 October 2020

Notes:-

1. IMPORTANT NOTICE

*As part of the safety measures to curb the spread of the Coronavirus outbreak, the Company will conduct the EGM entirely through live streaming and online remote voting via Remote Participation and Voting ("**RPV**") facilities. For further details and guidelines on RPV facilities, please refer to the Administrative Guide enclosed separately.*

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the EGM to be at the main venue of the meeting. No shareholders/proxies/corporate representatives from the public should be physically present at the Broadcast Venue on the day of EGM.

- For the purpose of determining who shall be entitled to attend this EGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 27 October 2020. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this EGM via RPV.*
- A member who is entitled to participate in this EGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.*
- A member of the Company who is entitled to participate and vote at this EGM of the Company may appoint not more than two (2) proxies to participate instead of the member at this EGM via RPV.*
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.*
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), 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.*
- 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.*
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.*
- A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this EGM via RPV must request his/her proxy to register himself/herself for RPV at TIH Online at <https://tiih.online>. Please follow the Procedures for RPV in the Administrative Guide on this EGM.*
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding this EGM or adjourned general meeting at which the person named in the appointment proposes to vote:*
 - In hard copy form*
In the case of an appointment made in hard copy form, the proxy form must be deposited at the Poll Administrator's office, 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, Malaysia 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, Malaysia.
 - By electronic form*
The proxy form can be electronically lodged via TIH Online at <https://tiih.online> (applicable to individual shareholders only). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of proxy form via TIH Online.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Poll Administrator's office, 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, Malaysia 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, Malaysia not less than forty-eight (48) hours before the time appointed for holding this 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 notariably and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.*
- Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.*
- Last date and time for lodging this proxy form is Monday, 2 November 2020 at 2.30 p.m.*
- For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment at the Poll Administrator's office, 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, Malaysia 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, Malaysia. 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; or*
 - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.*