

FCW HOLDINGS BERHAD

(Company No. 3116-K)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixty-Fifth Annual General Meeting of the shareholders of the Company will be conducted in a fully virtual manner via Remote Participation and Voting Facilities (“RPV”), which live streaming will be broadcast from Conference Room, 29th Floor, Menara JKG, No. 282, Jalan Raja Laut, 50350 Kuala Lumpur, Malaysia on Thursday, 3 December 2020 at 10.30 a.m., for the purpose of considering and, if thought fit, passing the following resolutions:-

AGENDA

Ordinary Business

1. To receive the Audited Financial Statements of the Group and the **Please refer Explanatory Company** for the financial year ended 30 June 2020 together with the **Note A Reports of the Directors and Auditors** thereon.
2. To re-elect the following Directors retiring pursuant to Article 98 of the Company's Constitution:
 - (a) Tan Sri Dato' Tan Hua Choon **Ordinary Resolution 1**
 - (b) Dato' Thor Poh Seng **Ordinary Resolution 2**
3. To re-appoint Messrs Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 3**
4. To approve the payment of Directors' fees in respect of the financial year ended 30 June 2020. **Ordinary Resolution 4**
5. To transact any other business of which due notice shall have been given in accordance with the Companies Act, 2016.

By Order of the Board

Loh Poh Wah
(MAICSA No. 7047338)
(SSM PC No. 202008002733)
Secretary

Kuala Lumpur
30 October 2020

Important Notes

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting. Shareholders/Proxies **ARE NOT REQUIRED** to be physically present at the Broadcast Venue on the day of the 65th AGM.

Explanatory Note A

This Agenda item is meant for discussion only. Under the provisions of Sections 248(2) and 340(1)(a) of the Companies Act 2016, the audited financial statements do not require formal approval of shareholders and hence, the matter will not be put forward for voting.

Notes on Appointment of Proxy

1. A member entitled to participate and vote at the Annual General Meeting via RPV is entitled to appoint one or more proxies (but not more than two) to participate and vote instead of him. A proxy may but need not be a member of the Company. Where a member appoints more than one proxy to participate in the same meeting, the member shall specify the proportion of his shareholding to be represented by each proxy, failing which the appointment shall be invalid.
2. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it shall be entitled to appoint not more than two (2) proxies in respect of each securities account it holds with 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.

Where an authorised nominee or an exempt authorised nominee appoints more than one proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

3. 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 corporation’s common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
4. Depositors whose names appear in the Record of Depositors on a date not less than three (3) market days before the Annual General Meeting shall be entitled to participate and vote at the Annual General Meeting or appoint a proxy to participate, speak and vote on his behalf via RPV.
5. The appointment of proxy may be made either in hard copy or by electronic means and shall be deposited with the Company’s appointed service agent in the manner stated below not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof :-

Mode of Submission	Designated Address
Hard Copy	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 Tricor Customer Service Centre Unit G-3, Ground Floor Vertical Podium, Avenue 3 Bangsar South, No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia
Electronic Means	TIIH Online Weblink : https://tiih.online <i>(Only applicable to individual shareholder. Please refer to the Administrative Guide on the procedures for electronic lodgement of proxy form via TIIH Online)</i>