



## MALAYSIAN GENOMICS RESOURCE CENTRE BERHAD

(Registration No. 200401014287 (652790-V))  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Malaysian Genomics Resource Centre Berhad (“MGRC” or “Company”) will be held as a fully virtual meeting through live streaming and online remote voting from the broadcast venue at iSpace, Level 21, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr Ismail, 60000 Kuala Lumpur, on Monday, 30 November 2020 at 10.00 a.m. or immediately after the conclusion or adjournment (as the case maybe) of the 16th Annual General Meeting of MGRC which will be held at the same venue and on the same day at 9.00 a.m., whichever is later, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

#### ORDINARY RESOLUTION

#### PROPOSED DIVERSIFICATION OF THE BUSINESSES OF MGRC AND ITS SUBSIDIARIES (“MGRC GROUP”) TO INCLUDE BIOPHARMACEUTICAL AND HEALTHCARE PRODUCTS AND SERVICES (“PROPOSED DIVERSIFICATION”)

“THAT approval be and is hereby granted to the Board of Directors of the Company (“Board”) to diversify MGRC Group’s principal activities to include biopharmaceutical and healthcare products and services.

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things and enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as the Board may deem necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Diversification.”

#### By Order of the Board

**Teo Soon Mei (SSM Practicing Certificate No. 201908000235) (MAICSA 7018590)**

**Lim Jia Huey (SSM Practicing Certificate No. 201908000929) (MAICSA 7073258)**

Company Secretaries

Kuala Lumpur

Date: 10 November 2020

#### Virtual EGM:

- As part of the measures taken by the Company to curb the spread of COVID-19 and taking into consideration the paramount safety and well-being of the members of the Company, the EGM of the Company will be held as a fully virtual meeting via live streaming and online remote voting using the Remote Participation and Voting Facilities (“RPV”) provided by One Capital Market Services Sdn Bhd (“One Capital”) through its website at <http://www.onecapital.com.my/>. This is also in line with the revised Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 15 July 2020 (including any amendments that may be made from time to time) (“Guidance Note”). Please follow the procedures as set out in the Administrative Guide which is available at the Company’s website at <https://www.mgrc.com.my/>.
- In compliance with Section 327(2) of the Companies Act 2016, the Chairperson of the meeting shall be present at the main venue of the meeting in Malaysia and pursuant to the Securities Commission Malaysia’s Guidance Note, the broadcast venue will be strictly limited to only essential individuals for organising and conducting the virtual EGM.
- Members and/or proxy(ies) and/or corporate representative(s) and/or attorneys WILL NOT BE ALLOWED to be physically present at the Broadcast Venue on the day of the EGM, instead are to attend, speak (including posing questions to the Board of Directors via real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM via the RPV provided by One Capital.

#### Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 23 November 2020 (“General Meeting Record of Depositors”) shall be eligible to participate at this EGM.
- A member of the Company who is entitled to participate at this EGM shall be entitled to appoint not more than two (2) proxies to participate, speak and vote on his/her behalf at the same meeting. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy. A proxy may but need not be a member of the Company and a Member may appoint any person to be his/her proxy.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“SICDA”), he/she may appoint at least one (1) proxy but 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. The appointment of two (2) proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of his/her shareholding to be represented by each proxy.
- Where a member of the Company is an exempt authorised nominee holding 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 who is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- The instrument appointing a proxy and the power of attorney or other authority, if any, shall be in writing under the hand of the appointor or a copy of that power of attorney, certified by an advocate and solicitor, or where the member is a body corporate, either under its seal or by the hand of an officer or attorney duly authorised. Any alteration in the form of proxy must be initialled.
- The instrument appointing a proxy, a power of attorney or other authorities, where it is signed or certified shall be deposited at the office of the Company’s Share Registrar, One Capital Market Services Sdn Bhd at Level 18, Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur, Wilayah Persekutuan, not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid. Kindly refer to the Administrative Guide for the EGM for the procedures on RPV.
- Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice of EGM will be put to vote by poll.

#### Personal data privacy:

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company:

- consents to the collection, use and disclose of the member’s personal data by the Company (or its agents) for the purpose of processing and the administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”);
- warrants that the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclose of the proxy(ies) and/or representative(s) personal data by the Company for the Purposes; and
- agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the member’s breach of warranty.