

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting ("EGM") of JF Technology Berhad ("JF Tech" or "the Company") will be held on a fully virtual basis at the broadcast venue at Lot 6, Jalan Teknologi 3/6, Taman Sains Selangor 1, Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan on Thursday, 3 December 2020 at 10:00 a.m. or immediately following the conclusion or adjournment (as the case may be) of the Fourteenth Annual General Meeting of the Company scheduled to be held at the same broadcast venue on the same date at 9:00 a.m., whichever is later, for the purpose of considering and if thought fit, passing or without modifications the following resolution:

**ORDINARY RESOLUTION**

**PROPOSED BONUS ISSUE OF 692,998,755 NEW ORDINARY SHARES IN JF TECH ("JF TECH SHARE(S)") ("BONUS SHARES") TOGETHER WITH 461,999,170 FREE DETACHABLE WARRANTS ("WARRANTS"), ON THE BASIS OF 3 BONUS SHARES TOGETHER WITH 2 WARRANTS FOR EVERY 1 EXISTING JF TECH SHARE HELD ON THE ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED BONUS ISSUE OF SHARES WITH WARRANTS")**

**THAT** subject to the approvals of all relevant regulatory authorities being obtained, the Board of Directors of the Company ("Board") be and is hereby authorised to issue 692,998,755 Bonus Shares to be credited as fully paid-up, and 461,999,170 Warrants on the basis of 3 Bonus Shares together with 2 Warrants for every 1 existing JF Tech Share held by the shareholders whose names appear on the Record of Depositors of the Company as at the close of business on the entitlement date to be determined and announced later;

**THAT** fractional entitlements arising from the Proposed Bonus Issue of Shares with Warrants, if any, will be disregarded and the aggregate of such fractions shall be dealt with in such manner as the Board shall in its absolute discretion deem fit or expedient and in the best interest of the Company;

**THAT** the Bonus Shares shall, upon allotment and issuance, rank pari passu in all respects with the existing JF Tech Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which precedes the date of allotment and issuance of the Bonus Shares;

**THAT** 461,999,170 Warrants be allotted and issued in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants ("Deed Poll");

**THAT** the Board be and is hereby authorised to allot and issue such additional Warrants as may be required or permitted to be issued as consequences of any adjustments in accordance with the provisions in the Deed Poll ("Additional Warrants");

**THAT** the Board be and is hereby authorised to allot and issue such appropriate number of new JF Tech Shares arising from the exercise of the Warrants by the holders of the Warrant of their rights in accordance with the provisions of the Deed Poll, including such appropriate number of new JF Tech Shares arising from the exercise of subscription rights represented by the Additional Warrants;

**THAT** the Board be and is hereby authorised to enter into and execute the Deed Poll on behalf of the Company 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, to assent to any modifications and/or amendments to the exercise price, exercise period and/or number of Warrants as may be required or permitted to be revised as consequence of any adjustments under the provisions of the Deed Poll with full power to implement and give effects to the terms and conditions of the Deed Poll, and to take all steps as the Board deems fit and/or expedient in order to implement, finalise and give full effect to the Deed Poll;

**THAT** the new JF Tech Shares to be issued arising from the exercise of the Warrants and/or the Additional Warrants shall, upon allotment and issuance, rank pari passu in all respects with the existing JF Tech Shares, save and except that the new JF Tech Shares to be issued arising from the exercise of the Warrants and/or the Additional Warrants will not be entitled to participate in any rights, allotments, dividends, and/or other distributions that may be declared, made or paid for where the entitlement date is before the allotment and issuance of such new JF Tech Shares;

**THAT** the proceeds raised from the exercise of the Warrants, if any, be utilised for the purposes set out in the circular to shareholders of the Company dated [date] 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 (when required) to the approval of the relevant authorities;

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Bonus Issue of Shares with Warrants with full power to assent to any condition, modification, variation and/or amendment in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Shares with Warrants."

**BY ORDER OF THE BOARD****CHUA SIEW CHUAN (SSM PC No. 201908002648)(MAICSA 0777689)****CHIN MUN YEE (SSM PC No. 201908002785)(MAICSA 7019243)**

Company Secretaries

Kuala Lumpur

18 November 2020

**Notes:**

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 26 November 2020 (General Meeting Record of Depositors) shall be eligible to attend the Meeting.
- A member of the Company entitled to attend and vote at the Meeting is entitled to appoint up to 2 proxies to attend, participate, speak and vote in his stead. Where the member appoints 2 proxies in relation to a Meeting, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers that was issued on 18 April 2020 and its subsequent revisions, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all shareholders and proxies shall communicate with the main venue of the Meeting via real time submission of typed texts through a text box within Securities Services e-Portal's platform during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, shareholders and proxies may email their questions to [eservices@sshb.com.my](mailto:eservices@sshb.com.my) during the Meeting. The questions and/or remarks submitted by the shareholders and/or proxies will be broadcasted and responded by the Chairman/Board/Management/relevant advisers during the Meeting.
- A proxy need not be a member of the Company and a member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in 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.
- Appointment of proxy and registration for remote participation and voting  
The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority shall 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 48 hours before the time appointed for holding the 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 Form of Proxy must be deposited at the registered office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan.
  - By electronic means via email  
In the case of an appointment made via email transmission, this Form of Proxy must be received via email at [eservices@sshb.com.my](mailto:eservices@sshb.com.my).  
For option (ii), the Company will require the member to deposit the original executed Form of Proxy as in (i) above no later than Tuesday, 1 December 2020 at 10:00 a.m. for verification purpose.
  - Online  
In the case of an appointment made via online lodgement facility, please submit the Form of Proxy electronically via Securities Services e-Portal at <https://sshb.net.my/>.
- Should you wish to personally participate at the Meeting remotely, please register electronically via Securities Services e-Portal at <https://sshb.net.my/> by the registration cut-off date and time. Please refer to the Administrative Guide on the Conduct of a Fully Virtual General Meeting available for download at <https://www.jf-technology.com/investors> for further details.
- The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, under its common seal or under the hand of an officer or attorney duly authorised.