



## TIONG NAM LOGISTICS HOLDINGS BERHAD

(Registration No. 198901005177 (182485-V))  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Tiong Nam Logistics Holdings Berhad (“**Tiong Nam**” or the “**Company**”) will be conducted fully virtual through live streaming from the Broadcast Venue at Lot 30462, Jalan Kempas Baru, 81200 Johor Bahru, Johor Darul Takzim, Malaysia on Thursday, 10 December 2020 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:-

#### ORDINARY RESOLUTION

#### PROPOSED ISSUANCE OF 67,050,000 NEW ORDINARY SHARES IN TIONG NAM, REPRESENTING APPROXIMATELY 15% OF THE TOTAL NUMBER OF ISSUED SHARES IN TIONG NAM (EXCLUDING TREASURY SHARES) (“PROPOSED SHARE ISSUANCE”)

“**THAT**, subject to the approval of all relevant authorities and/or parties being obtained (where required), approval be and is hereby given to the Board of Directors of Tiong Nam (“**Board**”) to allot and issue 67,050,000 new ordinary shares of Tiong Nam (“**Tiong Nam Shares**”) (“**Subscription Shares**”), representing approximately 15% of the existing total number of issued Tiong Nam Shares at an issue price of RM0.4354 per Subscription Share pursuant to the subscription agreement dated 12 October 2020;

**THAT** the Board be and is hereby authorised to utilise the proceeds of Proposed Share Issuance for such purposes and in such manner as set out in Section 3 of the Circular to Shareholders of the Company dated 23 November 2020 and the Board be authorised with full powers 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) and in the best interests of the Company;

**THAT** such Subscription Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the existing Tiong Nam Shares, save and except that the Subscription Shares shall not be entitled to any dividend, rights allotment and/or other form of distributions that may be declared, made or paid by the Company prior to the date of allotment and issuance of the Subscription Shares;

**THAT** the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangement as may be necessary to give effect and complete the Proposed Share Issuance and to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Board may deem necessary in the best interests of the Company and to take such steps as they may deem necessary or expedient in order to implement, finalise, and give full effect and to complete the Proposed Share Issuance;

**AND THAT** this resolution constitutes a specific approval for the issuance of securities in the Company contemplated herein and shall continue in full force and effect until all Subscription Shares to be issued pursuant to or in connection with the Proposed Share Issuance have duly allotted and issued in accordance with the terms of the Proposed Share Issuance.”

#### By Order of the Board

**LEONG SIEW FOONG** (MAICSA 7007572)

SSM Practising Certificate No: 202008001117

**SANTHI A/P SAMINATHAN** (MAICSA 7069709)

SSM Practising Certificate No: 201908002933

**LAW TIK LONG** (MIA 18452)

SSM Practising Certificate No: 201908003258

Company Secretaries

Johor Darul Takzim

23 November 2020

Notes:-

#### 1. IMPORTANT NOTICE

The Broadcast venue is strictly for the purpose of complying with Section 372(2) of the Companies Act 2016 and Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 (including any amendment that may be made from time to time) which require the Chairman of the meeting to be present at the main venue of meeting.

2. Members/proxies/corporate representatives **WILL NOT BE ALLOWED** to attend the EGM in person at the Broadcast Venue on the day of the meeting.

3. Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the EGM via the Remote Participation and Voting facilities (“**RPV**”) provided by our Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd (“**Share Registrar**”, “**Tricor**” or “**TIH**”), via its TIH Online website at <https://tjih.online>. Please follow the procedures for RPV provided in the Administrative Details for EGM.

4. Every member is entitled to appoint a proxy (or in the case of a corporation, to appoint a representative) to attend and vote in his place. A proxy need not be a member of the Company.

5. Where a member 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.

6. Where a member or authorised nominee appoints two (2) proxies, or when an exempt authorised nominee appoints two (2) or more proxies, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.

7. A member who has appointed a proxy or attorney or corporate representative to attend and vote at this EGM must request his/her proxy or attorney or corporate representative **register himself/herself for the RPV** at TIH Online at <http://tjih.online>. Please follow procedures for RPV in the Administrative Details of this EGM.

8. 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 the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:

##### (i) In hard copy form

In the case of an appointment made in hard copy form, the Form of Proxy must be deposited at the Company’s Registered Office at Suite 9D, Level 9, Menara Ansar, 65 Jalan Trus, 80000 Johor Bahru, Johor.

##### (ii) By electronic means via facsimile

In the case of an appointment made by facsimile transmission, the Form of Proxy must be received via facsimile at 07-221 0891

##### (iii) By electronic means via email

In the case of an appointment made via email transmission, the Form of Proxy must be received via email at [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com).

For options (ii) and (iii), the Company may request any member to deposit original executed Form of Proxy to its Registered Office before or on the day of meeting for verification purpose.

##### (iv) By electronic means via TIH Online

The Form of Proxy can be electronically lodged with the Company’s Share Registrar via **TIH Online** at <https://tjih.online>.

9. Please ensure ALL the particulars as required in the Form of Proxy are completed, signed and dated accordingly.

10. Last date and time for lodging the form of proxy is **Tuesday, 8 December 2020 at 10.00 a.m.**

11. Any authority pursuant to such appointment is made by a power of attorney must be deposited at the Company’s Registered Office at Suite 9D, Level 9, Menara Ansar, 65 Jalan Trus, 80000 Johor Bahru, Johor not less than 48 hours before the time of holding the Meeting 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 notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

12. For a corporate member who has appointed an authorised representative, please deposit the **original/duly signed** certificate of appointment of authorised representative at the Company’s Registered Office at Suite 9D, Level 9, Menara Ansar, 65 Jalan Trus, 80000 Johor Bahru, Johor. The certificate of appointment of authorised representative should be executed in the following manner:

a. If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.

b. If the corporate member does not have a common seal, the certificate of appointment of authorised representative 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.

13. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors as at **2 December 2020** and only a Depositor whose name appears on such Record of Depositors shall be entitled to attend this meeting or appoint proxies to attend and/or vote on his/her behalf.