

## NOTICE OF THE EIGHTEENTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Eighteenth ("18th") Annual General Meeting ("AGM") of GETS Global Berhad ("the Company" or "GETS") will be conducted on a fully virtual basis at the Broadcast Venue at the Meeting Room of Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damansara, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan on Wednesday, 30 December 2020 at 4.00 p.m. for the following purposes:

### AGENDA

#### ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 30 June 2020 together with the Reports of the Directors and Auditors thereon. (Note 8)
- To approve the payment of Directors' Fees amounting to RM79,500.00 to Non-Executive Directors for the financial year ended 30 June 2020. **Ordinary Resolution 1**
- To approve the payment of Directors' Benefits up to an amount of RM100,000.00 to Non-Executive Directors for the period from 31 December 2020 until the next AGM of the Company to be held in 2021. (Note 9) **Ordinary Resolution 2**
- To re-elect Datuk Che Azizuddin bin Che Ismail who is retiring under Clauses 122 and 123 of the Company's Constitution, and being eligible, has offered himself for re-election. **Ordinary Resolution 3**
- To re-elect the following Directors who are retiring under Clause 127 of the Company's Constitution, and being eligible, have offered themselves for re-election: **Ordinary Resolution 4**  
**Ordinary Resolution 5**  
**Ordinary Resolution 6**
  - Dato' Ridza Abdoh bin Haji Salleh
  - Dominic Aw Kian-Wee
- To re-appoint M/s PKF as Auditors to hold office until the conclusion of the next AGM at a remuneration to be fixed by the Directors.

#### SPECIAL BUSINESS

To consider and, if thought fit, adopt the following resolutions, with or without modification, as Ordinary Resolutions:

- Authority to Issue Shares Pursuant to Sections 75 and 76 of the Companies Act, 2016** **Ordinary Resolution 7**  
"That subject always to the Companies Act 2016, and the approvals of the relevant governmental and/or regulatory authorities, if applicable, the Directors be and are hereby authorised, pursuant to Sections 75 and 76 of the Companies Act, 2016, to allot and issue shares in the Company from time to time at such price and upon such terms and conditions and for such purposes as the Directors may in absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company as at the date of this AGM and that the Directors be and are also empowered to obtain approval for the listing of and quotation for additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next AGM of the Company."
- Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (Note 11)** **Ordinary Resolution 8**  
"That subject always to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the renewal of existing shareholders' mandate for the Company and/or its subsidiaries to enter into the categories of recurrent related party transactions of a revenue or trading nature and with those Related Parties ("Proposed Renewal of Shareholders' Mandate") as specified in the Circular to Shareholders dated 8 December 2020 subject further to the following:
  - that the transactions are in the ordinary course of business and are on terms that are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the minority shareholders of the Company;
  - that the transactions are made on an arm's length basis and on normal commercial terms; and
  - that disclosure shall be made in the Annual Report of a breakdown of the aggregate value of all transactions conducted pursuant to the Proposed Renewal of Shareholders' Mandate during the financial year, based on the following information: -
    - the type of the Recurrent Related Party Transactions made; and
    - the names of the Related Parties involved in each type of the Recurrent Related Party Transactions entered into and their relationships with the Company.
  - that such approvals shall only continue to be in force until: -
    - the conclusion of the next AGM of the Company following this AGM at which such mandate is passed, at which time it will lapse, unless by a resolution passed at such AGM whereby the authority is renewed;
    - the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act, 2016 ("CA") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of CA); or
    - revoked or varied by resolution passed by the shareholders in General Meeting, whichever is the earlier.

AND FURTHER THAT the Directors of the Company/ or any of them be and are/is (as the case may be) hereby authorised to complete and to do all acts and things (including executing such documents under the common seal in accordance with the provisions of the Constitution of the Company, as may be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate.

- Proposed New Shareholders' Mandate for Additional Recurrent Related Party Transactions of a Revenue or Trading Nature (Note 12)** **Ordinary Resolution 9**  
"That subject always to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the proposed new shareholders' mandate for the Company and/or its subsidiaries to enter into the categories of recurrent related party transactions of a revenue or trading nature and with those Related Parties ("Proposed New Shareholders' Mandate") as specified in the Circular to Shareholders dated 8 December 2020 subject further to the following:
  - that the transactions are in the ordinary course of business and are on terms that are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the minority shareholders of the Company;
  - that the transactions are made on an arm's length basis and on normal commercial terms; and
  - that disclosure shall be made in the Annual Report of a breakdown of the aggregate value of all transactions conducted pursuant to the Proposed New Shareholders' Mandate during the financial year, based on the following information: -
    - the type of the Recurrent Related Party Transactions made; and
    - the names of the Related Parties involved in each type of the Recurrent Related Party Transactions entered into and their relationships with the Company.
  - that such approvals shall only continue to be in force until: -
    - the conclusion of the next AGM of the Company following this AGM at which such mandate is passed, at which time it will lapse, unless by a resolution passed at such AGM whereby the authority is renewed;
    - the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act, 2016 ("CA") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of CA); or
    - revoked or varied by resolution passed by the shareholders in General Meeting, whichever is the earlier.

AND FURTHER THAT the Directors of the Company/ or any of them be and are/is (as the case may be) hereby authorised to complete and to do all acts and things (including executing such documents under the common seal in accordance with the provisions of the Constitution of the Company, as may be required) as they may consider expedient or necessary to give effect to the Proposed New Shareholders' Mandate.

**FURTHER NOTICE IS HEREBY GIVEN THAT** for the purpose of determining a member who shall be entitled to attend the 18th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 69 (1) of the Company's Constitution and Section 341 (1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 23 December 2020. Only a depositor whose name appears on the Record of Depositors as at 23 December 2020 shall be entitled to attend the said meeting or appoint proxies to attend and vote on his/her behalf.

#### By Order of the Board of Directors

**Lim Kui Suang**  
SSM PC No. 202008001175  
MAICSA 0783327

**Lim King Hua**  
SSM PC No. 202008001340  
MAICSA 0798613  
Company Secretaries

**Klang, Selangor Darul Ehsan**  
Date: 8 December 2020

- Notes:
- The Broadcast Venue is strictly a main venue of the 18th AGM where the Chairman will be present in compliance with Section 327(2) of the Companies Act 2016. **NO MEMBERS/PROXIES** from the public will be physically present at the Broadcast Venue on the day of the 18th AGM.
  - A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, speak and vote in his/her stead. A proxy may but need not be a member of the Company.  
As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers as at 13 October 2020, 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 18th AGM via real time submission of typed texts through a text box within Securities Services e-Portal's platform during the live streaming of the 18th AGM 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@sshsb.com.my](mailto:eservices@sshsb.com.my) during the 18th AGM. The questions and/or remarks submitted by the shareholders and/or proxies will be broadcasted and responded by the Chairman/Directors during the 18th AGM.
  - Where a member appoints more than one proxy, the appointment shall be invalid unless the member specifies the proportions of his/her holdings to be represented by each proxy.
  - 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 Securities Industry (Central Depositories) Act, 1991 ("SICDA") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
  - The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
  - The instrument appointing a proxy must be deposited at the office of the Poll Administrator, SS E Solutions Sdn Bhd, at Level 7, Menara Milenium, Jalan Damansara, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than 48 hours before the time set for holding the 18th AGM or any adjournment thereof. The proxy appointment may also be lodged electronically via Securities Services e-Portal at <https://sshsb.net.my/>. Should you wish to participate at the 18th AGM remotely, please register electronically via Securities Services e-Portal at <https://sshsb.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 for further details.
  - The Administrative Guide on the Conduct of a Fully Virtual General Meeting is available for download at [www.getsglobal.com.my](http://www.getsglobal.com.my).
  - Directors' Report, Audited Financial Statements and Auditors' Report**  
Agenda No 1 is meant for discussion only as under the provision of Section 340(1)(a) of the Companies Act 2016, formal approval by members is not required to be obtained. Hence, the matter will not be put forward for voting.
  - Directors' Benefits Payable**  
The Directors' Benefits comprised the meeting allowance payable to the Non-Executive Directors as follows:

Type of meeting	MEETING ALLOWANCE
Board of Directors' Meeting	RM750.00 each
Annual General Meeting	RM750.00 each
Extraordinary General Meeting	RM750.00 each
Committee Meeting	RM500.00 each

The Ordinary Resolution 2, if approved, will authorise the payment of Directors' benefits of RM100,000.00 to the Non-Executive Directors by the Company from 31 December 2020 to the next AGM of the Company to be held in 2021. The estimated amount of up to approximately RM1,000,000.00 is calculated based on the expected number of meetings and benefits for the period from 31 December 2020 up to the next AGM of the Company, tentatively will be held in November 2021.

- Authority to issue Shares pursuant to Sections 75 and 76 of the Companies Act, 2016.**  
The proposed Ordinary Resolution 7, if approved, will give the Directors authority to issue and allot new ordinary shares up to an amount not exceeding 10% of the total number of issued shares of the Company for such purposes as the Directors consider would be in the best interest of the Company. This authority will commence from the date of this AGM and unless revoked or varied by the Company at a General Meeting, expire at the next AGM.  
The approval is a renewed general mandate and is sought to provide flexibility for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding current and/or future investment project(s), working capital, acquisition and/or for issuance of shares as settlement of purchase consideration and to avoid delay and cost in convening a General Meeting for such issuance of shares.  
As at the date of this Notice, no new shares in the Company were issued pursuant to the authority granted to the Directors at the last AGM held on 24 December 2019 and which lapse at the conclusion of the 18th AGM. However, the Company has on 1 December 2020 allotted 158,000,000 private placement shares at an issue price of RM0.55 per share as approved by the shareholders at the Extraordinary General Meeting of the Company held on 27 November 2020.

- Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions.**  
The proposed Ordinary Resolution 8, if passed, will authorise the Company and/or its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature. This authority will, unless revoked or varied by the Company in General Meeting, expire at the next AGM of the Company. Please refer to the Circular to Shareholders dated 8 December 2020 for more information.

- Proposed New Shareholders' Mandate for Additional Recurrent Related Party Transactions.**  
The proposed Ordinary Resolution 9, if passed, will authorise the Company and/or its subsidiary companies to enter into additional recurrent related party transactions of a revenue or trading nature. This authority will, unless revoked or varied by the Company in General Meeting, expire at the next AGM of the Company. Please refer to the Circular to Shareholders dated 8 December 2020 for more information.

- Voting by poll**  
In compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be voted by poll.

**Personal data privacy:**  
By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 18th AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the 18th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 18th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) 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.