



**TAFI INDUSTRIES BERHAD**  
(Registration No. 200401002432 (640935-P))  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of TAFI Industries Berhad (“TAFI” or the “Company”) will be held at TAMU Hotel & Suites, Kuala Lumpur, Ballroom 1, Level 13, 120 Jalan Raja Abdullah, Kampong Bharu, 50300 Kuala Lumpur on Tuesday, 5 January 2021 at 11:00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions:-

### ORDINARY RESOLUTION 1

**PROPOSED DIVERSIFICATION OF THE EXISTING CORE BUSINESS OF TAFI AND ITS SUBSIDIARIES TO INCLUDE PROPERTY DEVELOPMENT AND CONSTRUCTION ACTIVITIES (“PROPOSED DIVERSIFICATION”)**

“THAT, subject to the approvals of all relevant authorities/parties being obtained, approval be and is hereby given to the Company to undertake the Proposed Diversification;

**AND THAT** the Directors of the Company be and are hereby authorised to do all acts, deeds and things as are necessary to give full effect to the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities, and to take all steps and actions as the Directors of the Company may deem fit or expedient in order to carry out, finalise and give full effect to the Proposed Diversification.”

### ORDINARY RESOLUTION 2

**PROPOSED SHAREHOLDERS’ MANDATE FOR THE ISSUANCE OF NEW ORDINARY SHARES IN TAFI UNDER A RIGHTS ISSUE EXERCISE (“ENHANCED RIGHTS ISSUE MANDATE”)**

“THAT, subject to the approvals of all relevant authorities/parties being obtained, approval be and is hereby given to the Company to undertake a rights issue of new ordinary shares of the Company (“TAFI Shares”) of not more than 50% of the total number of issued shares (excluding treasury shares) of the Company (“Right Shares”) to the shareholders of the Company at such issue price which is not more than a 30% discount to the theoretical ex-rights price of TAFI Shares as at the relevant price fixing date;

**THAT** the Directors of the Company be and are hereby empowered and authorised to utilise the proceeds to be raised from rights issue exercise(s) to be undertaken pursuant to the Enhanced Rights Issue Mandate as such purposes deemed fit or expedient;

**THAT** the Directors of the Company be and are hereby empowered and authorised to do all acts, deeds and things, and to execute, enter into, sign, deliver and cause to be delivered for and on behalf of the Company all such transactions, arrangements, agreements and/or documents as it may consider necessary or expedient in order to implement, give full effect to and complete the Enhanced Rights Issue Mandate and the issue of the Rights Shares pursuant to the Enhanced Rights Issue Mandate, with full powers to assent to and accept any condition, modification, variation, arrangement and/or amendment to the terms of the Enhanced Rights Issue Mandate as the Directors of the Company may deem fit, necessary and/or expedient in the best interests of the Company or as may be imposed by any relevant authority or consequent upon the implementation of the aforesaid conditions, modifications, variations, arrangements and/or amendments and to take all steps as it considers necessary in connection with the Enhanced Rights Issue Mandate and the issue of the Rights Shares;

**THAT** any fractional entitlements under a right issue will be disregarded and will be dealt with in such manner as the Board shall in its absolute discretion deem fit and/or expedient and in the best interest of the Company;

**AND THAT** this Ordinary Resolution constitutes specific approval for the precise terms and conditions of the issue of securities in the Company contemplated herein and approval is hereby given for the Company to make or grant an agreement, option or offer for the Rights Shares and for such Rights Shares to be allotted and issued subject to the terms and conditions set out in Part B of the Circular to shareholders of the Company dated 17 December 2020.”

**BY ORDER OF THE BOARD**  
**TAFI INDUSTRIES BERHAD**

**NG BEE LIAN** (MAICSA 7041392)  
(Practicing Certificate No.:201908003459)  
Company Secretary

Dated this 17 December 2020

### Notes:-

- For the purpose of determining who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a **Record of Depositors as at 29 December 2020**. Only a member whose name appears on this Record of Depositors shall be entitled to attend this EGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
- A member entitled to attend and vote at this EGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the EGM.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 (“**Central Depositories Act**”), it may appoint not more than two (2) proxies in respect of each securities account it holds in 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. An exempt authorised nominee refers to an authorised nominee defined under Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- 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 EGM or adjourned EGM 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 proxy form must be deposited with the Share Registrar of the Company at 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 alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - By electronic form  
The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at <https://tjih.online> (applicable to individual shareholders only). Kindly refer to the Procedure for Electronic Submission of Proxy Form.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at 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 alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned EGM 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.
- Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- Last date and time for lodging this proxy form is **Sunday, 3 January 2021 at 11:00 a.m.**
- Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:
  - Identity card (NRIC) (Malaysian), or
  - Police report (for loss of NRIC)/Temporary NRIC (Malaysian), or
  - Passport (Foreigner).
- For a corporate member who has appointed a representative instead of a proxy to attend the EGM, please bring **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form if this has not been lodged at the Company’s registered officer earlier.
- Pursuant to Paragraph 8.29(A) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions at the EGM shall be put by way of poll.
- The members are advised to refer to the Administrative Guide on the registration process for the EGM.
- In view that constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of the EGM at short notice. Kindly check Bursa Malaysia Securities Berhad’s website and the Company’s website at <https://welcome.tafi.com.my/> for the latest updates on the status of the EGM.

### PERSONAL DATA PRIVACY

By submitting a Form of Proxy or an instrument appointing a representative(s) to attend, speak and vote at the EGM 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 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 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.