



UWC BERHAD

(Registration No. 201801012223 (1274239-A))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“EGM”) of UWC Berhad (“UWC” or “Company”) will be held at Sri Mas Ballroom, Level 4, Bayview Hotel Georgetown Penang, 25A Farquhar Street, 10200 George Town, Penang on Monday, 11 January 2021, at 3.30 p.m. or immediately after the conclusion or adjournment (as the case may be) of the Company’s Third (3rd) Annual General Meeting, to be held at the same venue and on the same day at 2.30 p.m., whichever is the later, for the purpose of considering and, if thought fit, passing the following resolution, with or without any modifications:-

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 550,237,099 NEW ORDINARY SHARES IN UWC (“UWC SHARE(S)” OR “SHARE(S)” (“BONUS SHARE(S)”) ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY ONE (1) EXISTING UWC SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE”)

“THAT subject to the approvals of all relevant authorities and/or parties (where applicable) being obtained, and to the extent permitted by law and the Constitution of the Company, approval be and is hereby given to the board of directors of UWC (“Board”) to issue up to 550,237,099 Bonus Shares on the basis of one (1) Bonus Share for every one (1) existing UWC Share held by the entitled shareholders whose names appear in the record of depositors of the Company at the close of business on an entitlement date to be determined and announced later.

THAT the Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the existing UWC Shares.

AND THAT the Board be and is hereby authorised to take all the necessary steps to give effect to the Proposed Bonus Issue with full power to assent to any conditions, modifications, variations and/or amendments 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 the Board may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”

By order of the Board

ONG TZE-EN (MAICSA 7026537) (SSM PC No. 202008003397)

WOON MEI LING (MAICSA 7047736) (SSM PC No. 202008003528)

Joint Company Secretaries

Penang

21 December 2020

Notes:

Appointment of Proxy

1. IMPORTANT NOTICE

The Board of Directors is cognisant of the COVID-19 pandemic as declared by the World Health Organisation which, to-date, is still subsisting. The health and safety of the Company’s members, Directors, staff and other stakeholders is of paramount concern for the Company. In view of the foregoing, the Company wishes to advise the members that the necessary steps and measures will be undertaken in holding the EGM. In view of the COVID-19 pandemic and further to the “Guidance and FAQs on the Conduct of General Meetings for Listed Issuers” issued by the Securities Commission Malaysia, members/proxies/corporate representatives who wish to attend the EGM in person **ARE REQUIRED TO PRE-REGISTER** with the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd (“Share Registrar”, “Tricor”, or “TIH”), via the **TIH Online** website at <https://tih.online.com> no later than **Saturday, 9 January 2021 at 3.30 p.m.** Please follow the Pre-Register procedures as set out in the Administrative Guide for the EGM.

2. A member who has appointed a proxy or attorney or corporate representative to attend and vote at the EGM must request his/her proxy or attorney or corporate representative to **PRE-REGISTER** their attendance at **TIH Online** website at <https://tih.online> no later than **Saturday, 9 January 2021 at 3.30 p.m.** Please follow the Pre-Register procedures as set out in the Administrative Guide for the EGM.

3. A proxy need not be a member and a member may appoint any person to be his proxy without limitation save that the proxy must be of full age.

4. A member of the Company entitled to attend, participate, speak and vote at the meeting is entitled to appoint one (1) or more proxies (who need not be members) to attend, participate, speak and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.

5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing.

6. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

7. Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds 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.

8. For a proxy to be valid, the instrument appointing a proxy must 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 meeting or adjourned meeting PROVIDED that in the event the member(s) duly executes the Proxy Form but does not name any proxy, such member(s) shall be deemed to have

appointed the Chairman of the meeting as his/their proxy, PROVIDED always that the rest of the Proxy Form, other than the particulars of the proxy have been duly completed by the member(s):

(a) In hard copy form

The Proxy Form must be deposited at the office of the Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

(b) By electronic means via facsimile

The Proxy Form must be received via facsimile at 03-2783 9222.

(c) By electronic means via email

The Proxy Form must be received via email at is.enquiry@my.tricorglobal.com.

(d) By electronic means via Tricor System, TIH Online

The Proxy Form can be lodged electronically via **TIH Online** website at <https://tih.online> (applicable to individual members only). Please refer to the Administrative Guide on the procedure for electronic lodgement of proxy form via TIH Online.

For options (b) and (c), the Company will require the member to deposit the original executed Proxy Form to the office of Share Registrar before or on the day of meeting for verification purpose.

9. In respect of deposited securities, only members whose names appear on the Record of Depositors on **31 December 2020** (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote in his/her behalf.

10. Any authority pursuant to which an appointment is made by a power of attorney must be deposited at the office of the Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

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

12. Last date and time for lodging the Proxy Form is **Saturday, 9 January 2021 at 3.30 p.m.**

13. For corporate member who has appointed an authorised representative instead of a proxy to attend this meeting, please bring the **original/duly certified** certificate of appointment executed in the manner as stated in the Proxy Form if this has not been lodged at the office of the Share Registrar earlier. 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 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 should be affixed with the rubber stamp of the corporate member (if any) and executed by:

(i) at least two (2) authorised officers, of whom one shall be a director; or

(ii) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.