



**COASTAL CONTRACTS BHD.**  
Registration No. 200001015043 (517649-A)  
(Incorporated in Malaysia)

## **NOTIFICATION OF THE RE-SCHEDULED TWENTIETH ANNUAL GENERAL MEETING**

Coastal Contracts Bhd. (“COASTAL” or “the Company”) had on 27 October 2020 announced that its Twentieth Annual General Meeting (“20<sup>th</sup> AGM”) would be held on Wednesday, 16 December 2020 at the Registered Office, Block G, Lot 3B, Bandar Leila, 90000 Sandakan, Sabah at 10.00 a.m.

Due to the Conditional Movement Control Order in several states, including Sabah, had been extended by the Government of Malaysia on 5 December 2020 till 20 December 2020 and upon application of COASTAL, Companies Commission of Malaysia has also granted their approval for extension of time for holding the 20<sup>th</sup> AGM of COASTAL until 31 March 2021, Coastal has then made an announcement on 7 December 2020 to defer the convening of the 20<sup>th</sup> AGM to a later date.

In view of the Covid-19 pandemic in Sabah has been improving recently and pursuant to the latest Standard Operating Procedures and guidelines issued by the relevant authorities, the Board of Directors of COASTAL decided that the 20<sup>th</sup> AGM which was originally scheduled to be held on 16 December 2020 shall be re-scheduled to Thursday, 18 March 2021 at 1.30 p.m. as follows:

20 <sup>th</sup> AGM (re-scheduled)		
Date	Time	Venue
18 March 2021, Thursday	1.30 p.m.	Block G, Lot 3B, Bandar Leila, 90000 Sandakan, Sabah

For the purpose of determining a member who shall be entitled to attend and vote at the 20<sup>th</sup> AGM, the Company shall be requesting the Record of Depositors as at 12 March 2021. Only member whose name appears in the Record of Depositors as at 12 March 2021 (“General Meeting’s ROD”) shall be entitled to attend, speak and vote at the said meeting as well as to appoint proxy(ies) to attend and vote on his/her stead.

Save for the aforesaid re-scheduled of the 20<sup>th</sup> AGM and the date of General Meeting’s ROD, all the agenda stated in the Notice of 20<sup>th</sup> AGM shall remain unchanged.

A copy of this Notification, Revised Notice of the 20<sup>th</sup> AGM together with the Administrative Guide and Proxy Form are published on our website at <http://www.coastalcontracts.com>.

### ***IMPORTANT NOTICE***

*Due to the unforeseeable circumstances that may be occurred from the outbreak of the Covid-19 pandemic and the precautionary measures that may be imposed by the Government of Malaysia, Ministry of Health, Malaysian National Security Council, Securities Commission Malaysia and/or other relevant authorities from time to time, you are therefore advised to check the Company’s website or Company’s announcement(s) made via Bursa Malaysia Securities Berhad’s website anytime at your convenience for the latest update on the 20<sup>th</sup> AGM.*

Yours faithfully,

Ng Chin Heng  
Executive Chairman

Date: 24 February 2021



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## **REVISED NOTICE OF THE TWENTIETH ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Twentieth Annual General Meeting of the Company for the calendar year 2020 was rescheduled to be held at the Registered Office, Block G, Lot 3B, Bandar Leila, 90000 Sandakan, Sabah on Thursday, 18 March 2021 at 1:30 p.m. to transact the following business:

### **AGENDA**

#### **ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the financial year ended 30 June 2020 together with the Reports of the Directors and Auditors thereon.
2. To approve the payment of fees and benefits to Non-Executive Directors, of up to but not exceeding the amount of RM120,000 for the period from 17 December 2020 until the next Annual General Meeting of the Company. **Resolution 1**
3. To re-elect the following Directors:
  - 3.1 Mr Ng Chin Heng retiring pursuant to Clause No. 100 of the Company's Constitution and being eligible, offers himself for re-election. **Resolution 2**
  - 3.2 Mr Ng Chin Kuan retiring pursuant to Clause No. 100 of the Company's Constitution and being eligible, offers himself for re-election. **Resolution 3**
4. To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. **Resolution 4**

#### **SPECIAL BUSINESS**

5. To consider and if thought fit, to pass the following resolution with or without modification:

#### **ORDINARY RESOLUTION**

#### **Proposed Retention of Independent Non-Executive Director**

**Resolution 5**

“ That approval be and is hereby given for Mr Loh Thian Sang @ Lo Thian Siang who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than twelve (12) years, to be retained and to continue to act as an Independent Non-Executive Director of the Company until the next Annual General Meeting. ”

6. To consider and if thought fit, to pass the following resolution:

**ORDINARY RESOLUTION**

**Authority to issue shares pursuant to the Companies Act 2016**

**Resolution 6**

“ THAT subject always to the Companies Act 2016, (“the Act”), the Constitution of the Company and approvals from Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided always that the aggregate number of shares issued pursuant to this resolution does not exceed 20% of the total number of issued shares of the Company for the time being.

AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company. ”

7. To consider and if thought fit, to pass the following resolution:

**ORDINARY RESOLUTION**

**Proposed Renewal of Share Buy-Back Authority**

**Resolution 7**

“ THAT subject to the provisions of the Companies Act 2016 (“the Act”), the Constitution of the Company and the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), all other applicable laws, rules, regulations, and orders and the approvals of all relevant regulatory authorities, the Company is hereby authorised to purchase and/or hold such number of ordinary shares (“shares”) in the Company as may be determined by the Directors from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be purchased and/or held pursuant to this resolution shall not exceed ten percent (10%) of the total number of issued shares in the ordinary share capital of the Company at any point in time and that an amount of the funds not exceeding the retained earnings of the Company, be utilised for Share Buy-Back;

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**REVISED NOTICE OF THE TWENTIETH ANNUAL GENERAL MEETING (Cont'd)**

AND THAT such Shares purchased may be retained as treasury shares and/or distributed as dividends and/or resold on the market of Bursa Securities and/or be cancelled, as the Directors may deem fit and expedient in the interest of the Company;

AND THAT such authority hereby given shall take effect immediately and shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting of the Company at which time it shall lapse unless by a resolution passed at the meeting, the authority is renewed; or
- (b) the expiration of the period within which the next Annual General Meeting of the Company after that date is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by the Shareholders in a general meeting,

whichever is the earlier;

AND FURTHER THAT the Directors be hereby authorised to do all such acts and things as may be required by the relevant authorities (including executing any relevant documents) as they may consider expedient or necessary to complete and give effect to the aforesaid authorisation. ”

- 8. To transact any other business of the Company of which due notice has been given to the Company.

By Order of the Board

Dorothy Luk Wei Kam (SSM PC No. 202008001484)(MAICSA 7000414)  
Ho Ling Ling (SSM PC No. 202008000066)(MAICSA 7012567)  
Company Secretaries

Kota Kinabalu, Sabah  
Dated: 24 February 2021

**Explanatory Notes**

**(a) Audited Financial Statements for the financial year ended 30 June 2020**

Agenda 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, it will not be put forward for voting.

**(b) Ordinary Resolution – Proposed Retention of Independent Non-Executive Director**

In relation to the proposed Resolution 5, the Board of Directors has via the Nomination Committee assessed the independence of Mr Loh Thian Sang @ Lo Thian Siang who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than twelve (12) years, and recommended him to continue to act as Independent Non Executive Director of the Company based on the following justifications:-

- (i) He fulfils the criteria of an Independent Director pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;
- (ii) He has extensive experience and knowledge in the marine industry which are relevant to the Group's activities;
- (iii) He has demonstrated his capability as an independent director and provided numerous constructive suggestions to the Board; and
- (iv) His level of independence and competency has not been impaired with time.

The proposed Resolution No. 5, if passed, will enable Mr Loh Thian Sang @ Lo Thian Siang to continue in office as Independent Non-Executive Director until the next Annual General Meeting.

In accordance with Practice 4.2 of the Malaysian Code on Corporate Governance, the retention of an independent director who has served the Company for a cumulative term of more than 12 years as independent director is subject to shareholders' approval via a two-tier voting process.

**(c) Ordinary Resolution - Authority to issue shares pursuant to the Companies Act 2016**

The proposed Resolution No. 6, if passed, shall give power to the Directors to issue ordinary shares in the capital of the Company up to an aggregate amount not exceeding 20% of the total number of issued shares in the ordinary share capital of the Company for the time being. This authority unless revoked or varied at a general meeting will expire at the next Annual General Meeting. This general mandate is a renewal of the mandate that was approved by the shareholders on 26 November 2019. The Company did not utilise the mandate that was approved last year. The renewal of the general mandate is to facilitate the Company to raise funds expeditiously for the purpose of funding future investment, working capital and/or acquisition without having to convene a general meeting to seek shareholders' approval when such opportunities or needs arise.

**(d) Ordinary Resolution - Proposed Renewal of Share Buy-Back Authority**

The proposed Resolution No. 7, if passed, shall empower the Directors of the Company to buy back and/or to hold the shares of the Company not exceeding 10% of the total number of issued shares in the ordinary share capital of the Company from time to time being quoted on Bursa Malaysia Securities Berhad as may be determined by the Directors of the Company from time to time through Bursa Malaysia Securities Berhad upon such terms and conditions as the Directors may deem fit and expedient in the interests of the Company. Shareholders are directed to refer to the Share Buy-Back Statement dated 28 October 2020 for more information.

**COASTAL CONTRACTS BHD.** Registration No. 200001015043 (517649-A)  
**REVISED NOTICE OF THE TWENTIETH ANNUAL GENERAL MEETING (CONT'D)**

**Notes:**

- (a) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, participate, speak and vote instead of him and that a proxy need not be a member of the Company.
- (b) For the purpose of determining member's eligibility to attend this Meeting, only member whose name appears in the Record of Depositors as at 12 March 2021 shall be entitled to attend this Meeting or appoint proxy(ies) to attend and/or vote on his behalf.
- (c) A member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint not more than 2 proxies to attend and vote in his stead at the Meeting. There shall be no restriction as to the qualification of the proxy. Where a member appoints two proxies, he shall specify the proportion of his shareholding to be represented by each proxy, failing which, the appointment shall be invalid.
- (d) 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.
- (e) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney or if the appointor is a corporation under the seal, and the person so appointed may attend and vote at this meeting at which the appointor is entitled to vote.
- (f) The instrument appointing a proxy shall be left at the Registered Office of the Company at Block G, Lot 3B, Bandar Leila, 90000 Sandakan, Sabah, or received at the electronic address at [ir@coastalcontracts.com](mailto:ir@coastalcontracts.com), at least 48 hours before the time appointed for holding the meeting or adjourned meeting at which it is to be used, and in default shall not be treated as valid.
- (g) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to a vote by way of a poll.
- (h) The Board wishes to highlight this Annual General Meeting may be re-scheduled and/or postponed and/or change the arrangement at short notice in view of the COVID-19 Outbreak and the Malaysian Government's announcements or guidelines made from time to time. Rest assured, all members/proxies including attendees shall be kept informed of any unexpected changes. You are therefore requested to check and refer the website of the Bursa Malaysia Securities Berhad or the Company at <http://www.coastalcontracts.com> for the latest updates on the status of the said Meeting.

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**REVISED NOTICE OF THE TWENTIETH ANNUAL GENERAL MEETING (CONT'D)**

**Administrative Guide:**

The health and safety of our members and staff who will attend the 20th AGM are the top priority of the Company. Hence, the following precautionary measures will be taken for the conduct of the 20th AGM:

- a. As a precautionary measure to contain the spread of COVID-19 and to accommodate the venue's limited space, the meeting will be based on first come, first served basis.
- b. Members or proxies are encouraged to abide by regulations in place and enforced by the Ministry of Health and Government of Malaysia at the time deciding on whether or not to attend the 20th AGM in person.
- c. Members are encouraged to appoint the Chairman of the meeting (or any other person) to act as proxy to attend and vote at the 20th AGM on their behalf by submitting the proxy form with predetermined voting instruction.
- d. Members or proxies who are feeling unwell or have been placed on quarantine orders or stay-at home notices are advised to refrain from attending the 20th AGM in person.
- e. Members or proxies who had been in physical contact with a person infected with COVID-19 are advised to refrain from attending the 20th AGM in person.
- f. In the interest of the public health including the well-being of our members, members must comply with the precautionary measures put in place by the Company should members (or proxies) wish to attend the 20th AGM in person.
- g. Members/proxies must sanitise their hands and wear face mask if they are attending the meeting in person.
- h. Members or proxies are advised to observe/maintain social distancing throughout the meeting.
- i. No lunch will be provided to the Members or proxies.



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CDS Account No.

**FORM OF PROXY**

I/We, ..... NRIC/Company No. ....  
 of .....  
 being a Member/Members of COASTAL CONTRACTS BHD., hereby appoint .....  
 NRIC/Company No. .... of .....  
 or failing him/her ..... NRIC/Company No. ....  
 of ..... or failing him/her,  
 THE CHAIRMAN OF THE MEETING as my/our proxy to attend, speak and vote for me/us on my/our behalf at the Twentieth Annual General Meeting of the Company to be held at Block G, Lot 3B, Bandar Leila, 90000 Sandakan, Sabah on 18 March 2021 at 1:30 p.m. or at any adjournment thereof and to vote as indicated below:-

No.	Resolutions	For	Against
1.	To approve the payment of fees and benefits to the Non-Executive Directors.		
2.	To re-elect Mr Ng Chin Heng as Director.		
3.	To re-elect Mr Ng Chin Keuan as Director.		
4.	To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.		
5.	Proposed retention of Mr Loh Thian Sang @ Lo Thian Siang as Independent Non-Executive Director.		
6.	Authority to issue shares pursuant to the Companies Act 2016.		
7.	Proposed Renewal of Share Buy-Back Authority.		

Please indicate with an “X” in the space provided for each resolution. Unless voting instructions are indicated in the space above, the proxy will vote or abstain as he/she thinks fit and if no name is inserted in the space for the name of proxy, the Chairman of the Meeting will act as proxy.

Signed this ..... day of ..... 2021

No. of ordinary shares held

Percentage of shareholdings to be represented by proxies:		
	No. of shares	%
Proxy 1		
Proxy 2		
Total		100%

.....  
 Signature/common seal of Member(s)

**Notes:**

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**FORM OF PROXY**

**Notes (cont'd)**

- (e) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney or if the appointor is a corporation under the seal, and the person so appointed may attend and vote at this meeting at which the appointor is entitled to vote.
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