



Lotte Chemical Titan Holding Berhad

[Registration no. 19910102045 (222357-P)]
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2021 Annual General Meeting ("2021 AGM") of the Company will be held as a fully virtual meeting conducted entirely through live streaming and remote voting using the remote participation and voting facilities ("RPV") from the Broadcast Venue at Tricor Business Centre, Manuka 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, on Tuesday, 27 April 2021 at 10.30 a.m. to transact the following business:

AGENDA

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| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon. | |
| 2. To re-elect the following Director who is retiring pursuant to Clause 100 of the Company's Constitution: | |
| i. Tan Sri Datuk (Dr.) Rafiah binti Salim | Resolution 1 |
| 3. To re-elect the following Directors who are retiring pursuant to Clause 107 of the Company's Constitution: | |
| i. Park Hyun Chul | Resolution 2 |
| ii. Lee Jung Hyeng | Resolution 3 |
| 4. i. To approve the payment of Directors' Fees amounting to RM780,000 for the financial year ending 31 December 2021. | Resolution 4 |
| ii. To approve the payment of Directors' remuneration and benefits (excluding Directors' Fees) to the Independent Non-Executive Directors up to an amount of RM179,000 with effect from 2021 Annual General Meeting until the next Annual General Meeting of the Company. | Resolution 5 |
| 5. To re-appoint Messrs. KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Resolution 6 |

As Special Business:

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| 6. To consider and if thought fit, to pass the following ordinary resolutions: | |
| 6.1 Ordinary Resolution | Resolution 7 |

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING IN NATURE AND CONTRACTS ENTERED INTO FROM TIME TO TIME WHICH ARE NECESSARY OR WOULD FACILITATE THE DAY-TO-DAY OPERATIONS

THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the renewal of the existing shareholders' mandate to the Company and/or its subsidiaries to enter into Recurrent Related Party Transactions of a revenue or trading in nature and contracts entered into from time to time with Related Party(ies) as specified in Section 2.3 of the Circular to Shareholders dated 29 March 2021 which are necessary for the day-to-day operations; in the ordinary course of business, based on normal commercial terms which are not more favourable to the Related Party(ies) than those generally available to the public and are not detrimental to minority shareholders of the Company ("Shareholders' Mandate") and such approval shall continue to be in force until:

- the conclusion of the next Annual General Meeting ("AGM") of the Company following the forthcoming 2021 AGM at which the Shareholders' Mandate is passed, at which time such Shareholders' Mandate will lapse, unless by a resolution passed at the meeting, the authority for the Shareholders' Mandate is renewed;
- the expiration of the period, within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

AND THAT the Directors of the Company be authorized to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the Shareholders' Mandate."

6.2 Ordinary Resolution

PROPOSED RENEWAL OF THE AUTHORITY TO ALLOT AND ISSUE NEW ORDINARY SHARES IN THE COMPANY ("LCT SHARES") IN RELATION TO THE DIVIDEND REINVESTMENT SCHEME THAT PROVIDES THE SHAREHOLDERS OF THE COMPANY AN OPTION TO ELECT TO REINVEST THEIR CASH DIVIDEND IN NEW LCT SHARES ("DRS")

THAT pursuant to the DRS approved by the shareholders at the Extraordinary General Meeting held on 24 September 2020 and subject to approval of the relevant authority (if any), approval be hereby given to the Company to allot and issue such number of new LCT Shares from time to time as may be required to be allotted and issued pursuant to the DRS until the conclusion of the next Annual General Meeting, upon such terms and conditions and to such persons as the Directors may, in their absolute discretion, deem fit and in the best interest of the Company PROVIDED THAT the issue price of the said new LCT Shares shall be fixed by the Directors at not more than 10% discount to the adjusted five (5)-day volume weighted average market price ("VWAMP") of LCT Shares immediately prior to the price fixing date, of which the VWAMP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price;

AND THAT the Directors and the Secretary of the Company be and are hereby authorised to do all such acts and enter into all such transactions, arrangements and documents as may be necessary or expedient in order to give full effect to the DRS with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed or agreed to by any relevant authorities (if any) or consequent upon the implementation of the said conditions, modifications, variations and/or amendments, by the Directors as they, in their absolute discretion, deem fit and in the best interest of the Company."

By Order of the Board

Philip Kong Chock Hoon
(SSM PC No. 201908003235)
(MACS 01402)

Lim Yoke Ping
(SSM PC No. 202008000469)
(MACS 01810)

Cynthia Gloria Louis
(SSM PC No. 201908003061)
(MAICSA 7008306)
Company Secretaries

Kuala Lumpur
29 March 2021




Notes:

- The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Shareholders WILL NOT BE ALLOWED to attend the 2021 AGM in person at the Broadcast Venue on the day of the meeting. Shareholders are to attend, participate and vote remotely at the 2021 AGM via the RPV provided by Tricor via its TIH Online website at <https://tih.online>. Please refer to the Administrative Notes of the 2021 AGM for the procedures for RPV.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 20 April 2021 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at this 2021 AGM.
- A member entitled to attend and vote at the above meeting is entitled to appoint not more than two (2) proxies to attend and vote instead of him save for a member who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where a member of the Company is an exempt authorized nominee 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 such member may appoint in respect of each omnibus account it holds. There shall be no restriction as to the qualification of the proxy and a proxy duly appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his holding(s) to be represented by each proxy.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointer is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
- The Form of Proxy must be deposited at the office of the Company's Share Registrar, 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, not less than forty-eight (48) hours before the time appointed for holding the 2021 AGM. The proxy appointment may also be submitted electronically via Tricor's TIH Online website at <https://tih.online> not less than 48 hours before the time appointed for holding the 2021 AGM. For further information on the electronic submission of Form of Proxy, kindly refer to the Administrative Notes of 2021 AGM.
- A member who has appointed a proxy to participate in the 2021 AGM via RPV must request his/her proxy to register himself/herself for RPV at TIH Online website at <https://tih.online> in accordance to the procedures set out in the Administrative Notes.

Explanatory Notes to Ordinary and Special Business

- Item 1 of the Agenda - Audited Financial Statements for financial year ended 31 December 2020**
The Agenda No. 1 is meant for discussion only as Section 340 (1)(a) of the Act does not require a formal approval of the shareholders for the audited financial statements. Hence, this item of the Agenda is not put forward for voting.
- Resolution 4 - Directors' fees**
The Company adopted the following fees for Non-Executive Directors:
Independent Chairman RM240,000 per annum
Independent Directors RM180,000 per Director per annum
- Resolution 5 - Directors' remuneration and benefits**
The Directors' remuneration and benefits (excluding Directors' Fees) comprise meeting allowances and other emoluments payable to the Independent Non-Executive Directors from 2021 Annual General Meeting until the next Annual General Meeting of the Company ("the Relevant Period").
The meeting allowance for Board Meetings and Committee Meetings is stated below:
Board Meeting Allowance
Independent Chairman RM2,000 per meeting
Independent Directors RM1,500 per meeting
Committee Meeting Allowance
Audit Committee RM1,500 per meeting
Risk Management Committee RM1,500 per meeting
Nomination and Remuneration Committee RM1,500 per meeting
In determining the estimated total meeting allowances for the Relevant Period, the Board has considered various factors, among others, the size of the Board and Board Committees as well as the number of meetings scheduled to be held during the Relevant Period.
- Resolution 7 - Proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading in nature and contracts entered into from time to time which are necessary or would facilitate the day-to-day operations ("Proposed Shareholders' Mandate")**
The proposed Resolution 7, if approved, will allow Lotte Chemical Titan Group to enter into Recurrent Related Party Transactions pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. Further information on the Proposed Shareholders' Mandate is set out in the Circular to Shareholders of the Company dated 29 March 2021 which is dispatched together with the Company's 2020 Integrated Annual Report.
- Resolution 8 - Proposed Renewal of the Authority to Allot and Issue New LCT Shares in relation to the DRS**
The proposed Resolution 8, if approved, will give authority to the Directors of the Company to allot and issue new LCT Shares under the DRS in respect of dividends to be declared, if any, until the conclusion of the next AGM.

ADMINISTRATIVE NOTES FOR THE 2021 ANNUAL GENERAL MEETING (“2021 AGM”) OF LOTTE CHEMICAL TITAN HOLDING BERHAD

	<p>Date</p> <p>Tuesday, 27 April 2021</p>		<p>Time</p> <p>10.30 a.m.</p>		<p>Broadcast Venue</p> <p>Tricor Business Centre, Manuka 2 & 3 Meeting Room Unit 29-01, Level 29, Tower A Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia</p>
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Precautionary Measures Against the Coronavirus Disease (“COVID-19”)

- In line with the Government’s directive and Securities Commission Malaysia (“SC”) Guidance Note on the Conduct of General Meetings for Listed Issuers to curb the spread of COVID-19, the Company will conduct the 2021 AGM **on a virtual basis through live streaming and online remote voting** via Remote Participation and Voting (“RPV”) facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd’s (“Tricor”) TIIH Online website at <https://tiah.online>.
- The venue of the 2021 AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue of the meeting. No shareholders/proxy(ies) from the public will be physically present at the meeting venue.
- Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our 2021 AGM at short notice. Kindly check the Company’s website or announcements for the latest updates on the status of the 2021 AGM.
- The Company will continue to observe the guidelines issued by the Ministry of Health and will take all relevant precautionary measures as advised.

Remote Participation and Voting

- The RPV facilities are available on Tricor’s **TIIH Online** website at <https://tiah.online>.
- Shareholders/proxies are to attend, speak and vote (collectively, “participate”) remotely at the 2021 AGM using RPV provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its TIIH Online website at <https://tiah.online>. The right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all shareholders and proxies may communicate via real time submission of typed texts during the live streaming of the AGM.
- Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

Procedures to Remote Participation and Voting via RPV Facilities

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 2021 AGM using the RPV facilities:



Before the 2021 AGM Day

Procedure	Action
i. Register as a user with TIIH Online	<ul style="list-style-type: none"> Using your computer, access to website at https://tiih.online. Register as a user under the "e-Services" select the "Sign Up" button and followed by "Create Account by Individual Holder". Refer to the tutorial guide posted on the homepage for assistance. Registration as a user will be approved within one (1) working day and you will be notified via e-mail. If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
ii. Submit your request to attend 2021 AGM remotely	<ul style="list-style-type: none"> Registration is open from 10.30 a.m. Monday, 29 March 2021 until the day of 2021 AGM on Tuesday, 27 April 2021. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 2021 AGM to ascertain their eligibility to participate in the 2021 AGM using the RPV. Login with your user ID (i.e. e-mail address) and password and select the corporate event: "(REGISTRATION) LOTTE 2021 AGM". Read and agree to the Terms & Conditions and confirm the Declaration. Select "Register for Remote Participation and Voting". Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the Record of Depositors as at 20 April 2021, the system will send you an e-mail after 25 April 2021 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i></p>

On the 2021 AGM Day

Procedure	Action
i. Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the 2021 AGM at any time from 10.00 a.m. i.e. 30 minutes before the commencement of meeting at 10.30 a.m. on Tuesday, 27 April 2021.
ii. Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: "(LIVE STREAM MEETING) LOTTE 2021 AGM" to engage in the proceedings of the 2021 AGM remotely.
iii. Online remote voting	<ul style="list-style-type: none"> Voting session commences from 10.30 a.m. on Tuesday, 27 April 2021 until a time when the Chairman announces the end of the session. Select the corporate event: "(REMOTE VOTING) LOTTE 2021 AGM" or if you are on the live stream meeting page, you can select "GO TO REMOTE VOTING PAGE" button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
iv. End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the conclusion of the 2021 AGM, the Live Streaming will end.

Note to users of the RPV facilities:

- Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.



Entitlement to Participate and Appointment of Proxy

- Only members whose names appear on the Record of Depositors as at 20 April 2021 shall be eligible to attend, speak and vote at the 2021 AGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her behalf.
- In view that the 2021 AGM will be conducted on a virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.
- If you wish to participate in the 2021 AGM yourself, please do not submit any Form of Proxy for the 2021 AGM. You will not be allowed to participate in the 2021 AGM together with a proxy appointed by you.
- Accordingly, forms of proxy and/or documents relating to the appointment of proxy/corporate representative/attorney for the 2021 AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than Sunday, 25 April 2021 at 10.30 a.m:

(i) In Hard copy:

By hand or post to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur;

(ii) By Electronic form:

All shareholders can have the option to submit forms of proxy electronically via TIIH Online and the steps to submit are summarised below:

Procedure	Action
i. Steps for Individual Shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none"> • Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services". Please refer to the tutorial guide posted on the homepage for assistance. • If you are already a user with TIIH Online, you are not required to register again.
Proceed with submission of form of proxy	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. • Select the corporate event: "LOTTE 2021 AGM - "SUBMISSION OF PROXY FORM"". • Read and agree to the Terms and Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. • Review and confirm your proxy(s) appointment. • Print the form of proxy for your record.
ii. Steps for corporation or institutional shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access TIIH Online at https://tiih.online. • Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the "Sign Up" button and followed by "Create Account by Representative of Corporate Holder". • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the email and reset your own password.
<p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>	



Procedure	Action
ii. Steps for corporation or institutional shareholders (Cont'd)	
Proceed with submission of form of proxy	<ul style="list-style-type: none"> • Login to TIIH Online at https://tiih.online. • Select the corporate event name: "LOTTE 2021 AGM - "SUBMISSION OF PROXY FORM"". • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for "Submission of Proxy Form" in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Login to TIIH Online, select corporate event name: "LOTTE 2021 AGM - "SUBMISSION OF PROXY FORM"". • Proceed to upload the duly completed proxy appointment file. • Select "Submit" to complete your submission. • Print the confirmation report of your submission for your record.

Voting at Meeting

- The voting at the 2021 AGM will be conducted on a poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia"). The Company has appointed Tricor to conduct the poll voting electronically ("e-voting").
- Shareholders can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the 2021 AGM at 10.30 a.m. Kindly refer to "Procedures to Remote Participation and Voting via RPV Facilities" provided above for guidance on how to vote remotely via TIIH Online.

Results of the voting

- The resolutions proposed at the 2021 AGM and the results of the voting will be announced at the 2021 AGM and subsequently via an announcement made by the Company through Bursa Malaysia at www.bursamalaysia.com.

Door Gift or Food Voucher

- There will be no door gifts or food vouchers for attending the 2021 AGM.

No Recording or Photography

- Unauthorized recording and photography are strictly prohibited at the 2021 AGM.

Submission of Questions

- If you have any questions for the Chairman/Board/Management, you may use the query box to transmit your questions during the meeting.
- Shareholders may also in advance, before the 2021 AGM, submit questions via Tricor's TIIH Online website at <https://tiih.online>, by selecting "e-Services" to login, post your questions and submit it electronically no later than **Sunday, 25 April 2021 at 10.30 a.m.**
- The Board of Directors and Management will endeavour to respond to the relevant questions during the meeting or the responses will be posted in the Company's website within 14 days of the Meeting.

Integrated Annual Report

- The Integrated Annual Report is available on the Company's website at <https://www.lottechem.my/investor/agm.asp> and Bursa Malaysia's website at www.bursamalaysia.com under Company's announcements.
- You may request for a printed copy of the Integrated Annual Report at <https://tiih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services".
- Kindly consider the environment before you decide to request for the printed copy of the Integrated Annual Report. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

Enquiry

- If you have any enquiry prior to the meeting, please call our Share Registrar, Tricor at +603-2783 9299 during office hours i.e. from 8.30 a.m. to 5.30 p.m. (Monday to Friday).