

NOTICE OF THE 110TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 110th Annual General Meeting ("AGM") of the Company will be held at Bukit Puchong Gallery, Lot 59244, Jalan BP 7/15, Bandar Bukit Puchong, 47120 Puchong, Selangor on Tuesday, 11 May 2021 at 2.00 p.m. for the purpose of considering the following:-

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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 the Auditors thereon. | (Please refer to Explanatory Note 1) |
| 2. To approve the payment of a first and final dividend of 4.10 sen per ordinary share for the financial year ended 31 December 2020. | Ordinary Resolution 1 |
| 3. To approve the payment of Directors' Fees and benefits payable to the Directors of the Company and its subsidiaries not exceeding RM2,363,600 for the period from 12 May 2021 until the conclusion of the 111 th AGM. | Ordinary Resolution 2 |
| 4. To re-elect Mr. Lim Kee Choon who is retiring pursuant to Article 93 of the Company's Constitution, who being eligible offers himself for re-election. | Ordinary Resolution 3 |
| 5. To re-elect Ms. Lim Wan Yee who is retiring pursuant to Article 93 of the Company's Constitution, who being eligible offers herself for re-election. | Ordinary Resolution 4 |
| 6. To re-appoint Messrs. Khoo Wong & Chan as Auditors of the Company and to authorise the Directors to determine their remuneration. | Ordinary Resolution 5 |

Special Business

To consider and if thought fit, to pass the following Resolutions, with or without modification:-

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| 7. As Ordinary Resolution
- Continuing in Office as an Independent Non-Executive Director - Tan Sri Datuk Yong Poh Koh
"THAT the authority be and is hereby given to Tan Sri Datuk Yong Poh Koh, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than twelve (12) years, to continue to act as an Independent Non-Executive Director of the Company." | Ordinary Resolution 6 |
| 8. As Special Resolution
- Proposed Amendments to the Constitution of the Company
"THAT the proposed amendment to the Company's Constitution as set out as Appendix A in Page 97 to 100 of the Financial Report be and is hereby approved.
AND THAT, the Directors of the Company be and are hereby authorised to assent to any conditions, variations, modifications and/or amendments as may be required by any relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give full effect to the Proposed Amendment for and on behalf of the Company." | Special Resolution |

9. To transact any other ordinary business of which due notice shall have been given.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT the first and final dividend of 4.10 sen per ordinary share for the financial year ended 31 December 2020, if approved, will be paid on 4 June 2021. The entitlement date for the dividend payment is 17 May 2021.

A Depositor shall qualify for entitlement to the dividend only in respect of:-

- Shares transferred into the depositor's securities account before 4.30 p.m. on 17 May 2021 in respect of transfer; and
- Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD

TAI YU CHAN (SSM PC NO. 202008001023) (MAICSA 7009143)

TAI YUEN LING (SSM PC NO. 202008001075) (LS 0008513)

Company Secretaries

12 April 2021

Kuala Lumpur

NOTES:

- A member of the Company entitled to attend and vote at this Meeting is entitled to appoint a proxy or attorney or other duly authorised representative to attend and vote in his stead. A proxy may, but need not be a member of the Company. A member may appoint any person to be his proxy. A member shall not be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
- A member of the Company who is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA") 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.
- For a member of the Company who is an exempt authorised 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 the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, 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 later than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting 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, Wilayah Persekutuan, 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, Wilayah Persekutuan, Malaysia.
 - By electronic form**
The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at <https://tiih.online>. Kindly refer to the Administrative Details on the procedures for electronic lodgement of proxy form via TIIH Online.

- Any authority pursuant to which such an appointment is made by a power of attorney 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, Wilayah Persekutuan, 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, Wilayah Persekutuan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting 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 in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- For a corporate member who has appointed a representative, please deposit the ORIGINAL certificate of appointment 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, Wilayah Persekutuan, 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, Wilayah Persekutuan, Malaysia. The certificate of appointment should be executed in the following manner:
 - 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.
 - 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:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - two director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- For the purpose of determining a member who shall be entitled to attend and vote at the meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company a Record of Depositors as at 4 May 2021 and only a depositor whose name appears on the Record of Depositors shall be entitled to attend the meeting or appoint proxies to attend and vote in his stead.

EXPLANATORY NOTES:

- Agenda No. 1**
This explanatory item is meant for discussion only as the provision of Section 248 and Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders and hence this item is not put forward for voting.
- Agenda No. 3**
Section 230(1) of the Companies Act 2016 provides amongst others, that "the fees" of the directors and "any benefits" payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 110th AGM on the Directors' remuneration in a resolution as below:-
 - Resolution 2 on payment of Directors' Fees and benefits payable to the Directors of the Company and its subsidiaries not exceeding RM2,363,600 for the period from 12 May 2021 until the conclusion of the 111th AGM ("Relevant Period").

The payment of the Directors' fees of RM1,938,600 for the period from 12 May 2021 until the conclusion of the 111th AGM will only be made if the proposed Resolution 2 has been passed at the 110th AGM pursuant to Article 74 of the Company's Constitution and Section 230(1) of the Companies Act 2016.

The benefits payable to the Directors of the Company and its subsidiaries comprises the allowances and other emoluments payable to the Directors of the Company and its subsidiaries as follows:-

	RM
Independent Non-Executive Directors	140,000
Non-Independent Non-Executive Directors	285,000
Total*	425,000

Notes:

* Inclusive of meeting fees, medical claims, mobile phone bills, professional membership, insurance premium, travelling, training and entertainment.

The estimated total amount of benefits payable for the Relevant Period of not exceeding RM425,000 was determined based on the various factors including the number of scheduled meetings for the Board and Board Committees as well as the extent of involvement of the respective Directors.

Payment of Directors' Fees and benefits payable to the Directors of the Company and its subsidiaries for the period from 12 May 2021 until the conclusion of the 111th AGM will be made by the Company and its subsidiaries on a monthly basis and/or as and when incurred if the proposed Resolution 2 has been passed at the 110th AGM. The Board is of the view that it is just and equitable for the Directors of the Company and its subsidiaries to be paid the Directors' Fees and the benefits payable for the period from 12 May 2021 until the conclusion of the 111th AGM on a monthly basis and/or as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company and its subsidiaries throughout the financial period from 12 May 2021 until the conclusion of the 111th AGM.

3. **Agenda No. 7 - Continuing in Office as an Independent Non-Executive Director - Tan Sri Datuk Yong Poh Koh**

The proposed Resolution 6 is to seek shareholders' approval by way of a two-tier voting process on the retention of Director who has served as Independent Director in the Company for more than twelve (12) years.

The Board has assessed the independence of Tan Sri Datuk Yong Poh Koh, 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 an Independent Non-Executive Director of the Company based on the following justifications:-

- He fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, he would be able to provide check and balance and bring an element of objectivity to the Board.
- He is familiar with the Company's business operations and is able to advise the Board diligently on business matters;
- He was not appointed by any controlling shareholder and hence the issue on special relationship with or loyalty to any controlling shareholder does not arise;
- He has devoted sufficient time and attention to his professional obligations for informed and balanced decision making by actively participating in board discussion and provided an independent vote to the Board; and
- He has exercised his due care during his tenure as an Independent Non-Executive Director of the Company and carried out his professional duties in the best interest of the Company and shareholders.

The Board considered Tan Sri Datuk Yong Poh Koh to be independent based on the above justifications and recommended him to be retained as an Independent Non-Executive Director of the Company.

4. **Agenda No. 8 - Proposed Amendments to the Constitution of the Company**

The proposed Special Resolution is to seek shareholders' approval for the proposed amendments to the Constitution of the Company. The Special Resolution, if approved, will allow the Company to leverage the use of technology to conduct general meetings and to facilitate communication and engagements with shareholders electronically.

PERSONAL DATA POLICY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting 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 Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (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.