

NWP HOLDINGS BERHAD

[Registration No: 199901020576 (495476-M)]

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of NWP Holdings Berhad (“NWP” or the “Company”) will be held on a fully virtual basis and entirely via remote participation and voting from the Broadcast Venue at 18-12, Menara Q Sentral, No. 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur on Wednesday, 19 May 2021 at 10.00 a.m. or at any adjournment thereof to consider, and if thought fit, pass the following ordinary resolutions: -

AGENDA

1.	THAT Dato’ Seri Mak Hon Leong having consented to act as a Director and having declared that he is not disqualified from being appointed or holding office as a director of a company under the Companies Act 2016, be and is hereby appointed a Director of the Company with immediate effect.	Resolution 1
2.	THAT Ooi Kek Keong having consented to act as a Director and having declared that he is not disqualified from being appointed or holding office as a director of a company under the Companies Act 2016, be and is hereby appointed a Director of the Company with immediate effect.	Resolution 2
3.	THAT Tan Vei Teck having consented to act as a Director and having declared that he is not disqualified from being appointed or holding office as a director of a company under the Companies Act 2016, be and is hereby appointed a Director of the Company with immediate effect.	Resolution 3
4.	THAT IR Cheng Heang Swee be and is hereby removed as a Director of the Company with immediate effect.	Resolution 4
5.	THAT Datuk Chu Boon Tiong be and is hereby removed as a Director of the Company with immediate effect.	Resolution 5
6.	THAT Matthew Chan Cheng Han be and is hereby removed as a Director of the Company with immediate effect.	Resolution 6
7.	THAT Hong Chia Seong be and is hereby removed as a Director of the Company with immediate effect.	Resolution 7
8.	THAT Huang Kun-Fang be and is hereby removed as a Director of the Company with immediate effect.	Resolution 8
9.	THAT Yew Onn Chong be and is hereby removed as a Director of the Company with immediate effect.	Resolution 9
10.	THAT Tan Shiah Huei be and is hereby removed as a Director of the Company with immediate effect.	Resolution 10
11.	THAT any person appointed as Director of the Company since the date of this notice been issued up to the time before the commencement of this EGM and any adjournment thereof, be hereby removed as a Director of the Company with immediate effect.	Resolution 11

Remark: This members’ meeting is called pursuant to Section 310(b) of the Companies Act 2016, by the members named in the Signature List below, and holding not less than ten per centum of the issued share capital of the Company in aggregate.

Date: 11 May 2021

EXPLANATORY STATEMENT ON SPECIAL BUSINESS



- (a) The effect of passing Resolution 1 would be to appoint Dato' Seri Mak Hon Leong as a director of the Company.
- (b) The effect of passing Resolution 2 would be to appoint Ooi Kek Keong from office as a director of the Company.
- (c) The effect of passing Resolution 3 would be to appoint Tan Vei Teck from office as a director of the Company.
- (d) The effect of passing Resolution 4 would be to remove IR Cheng Heang Swee from office as a director of the Company.
- (e) The effect of passing Resolution 5 would be to remove Datuk Chu Boon Tiong from office as a director of the Company.
- (f) The effect of passing Resolution 6 would be remove Matthew Chan Cheng Han from office as a director of the Company.
- (g) The effect of passing Resolution 7 would be remove Hong Chia Seong from office as a director of the Company.
- (h) The effect of passing Resolution 8 would be remove Huang Kun-Fang from office as a director of the Company.
- (i) The effect of passing Resolution 9 would be remove Yew Onn Chong from office as a director of the Company.
- (j) The effect of passing Resolution 10 would be remove Tan Shiah Huei from office as a director of the Company.
- (k) The effect of passing Resolution 11 would be to remove any person appointed as a director of the Company since the date of this notice been issued up to the time before the commencement of this EGM and any adjournment thereof.
- (l) The overall effect of passing one or more Resolutions 1 to 11 would be to change or reconstitute the composition of the Board of Directors of the Company.
- (m) All the proposed directors have given their consent to act as directors and have declared that they are not disqualified from being appointed as directors of the Company. Copies of the proposed directors' Notice of Nomination under Clause 116 of the Company's Constitution of the Company, declarations pursuant to Section 201 of the Companies Act 2016 and profiles may be inspected at the registered office address of the Company situated at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia.
- (n) Special Notice of Resolutions 1 to 11 as given to the Company may be inspected at the registered office address of the Company situated at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia.
- (o) In accordance with the Companies Act 2016, the Company is required to send a copy of the Special Notice referred to in (l) to the directors proposed to be removed. Notwithstanding this requirement, the convenors of the above Meeting will send a copy of such Special Notice to the directors concerned.

Notes:

1. Please refer to the Administrative Guide for the procedures to register and participate in the virtual meeting and vote remotely at this virtual EGM using RPV Facilities provided by AI Smartual Learning Sdn Bhd via its website at www.agm.virtualeagm.com.
2. A member of the Company entitled to attend and vote at this meeting may appoint up to two (2) proxies to attend and vote in his stead. Where a member appoints more than (1) proxy, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. There shall be no restriction as to the qualification of the proxy.
3. Where a Member of the Company is an exempt nominee defined under the Central Depositories Act which is exempted from compliance with the provision of subsection 25A(1) of the Central Depositories Act 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.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under the corporation's seal or under the hand of an office or attorney duly authorised.
5. The instrument appointing a proxy to be deposited to Twin Leaders Management Sdn Bhd of 18-11-2, Menara Q Sentral, No 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur no later than forty-eight (48) hours before the time set for holding of the EGM.
6. Pursuant to Para 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all resolutions set out in the Notice of the EGM will be put to vote on a poll.
7. Only members whose names appear in the Record of Depositors on 11 May 2021 shall be entitled to attend, speak and vote at the EGM.

----- This space is intentionally left blank -----

Signature List:-

Convenors of Meeting	Signatures
Dato' Seri Mak Hon Leong (NRIC No. 830815-14-5415)	
Tan Vei Teck (NRIC No. 840501-08-6415)	

ADMINISTRATIVE GUIDE
for the Extraordinary General Meeting (“EGM”) of NWP Holdings Berhad

Meeting Day and Date	:	Wednesday, 19 May 2021
Meeting Time	:	10.00 a.m.
Broadcast Venue	:	18-12, Menara Q Sentral, No. 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur
Meeting Platform	:	www.agm.virtualeagm.com

1.0 Virtual Meeting

- 1.1 The requisitionists of the EGM has decided that the EGM will be conducted entirely virtual through live streaming and online remote voting via Remote Participation and Voting Facilities (“RPV Facilities”).
- 1.2 Users of RPV Facilities are required to connect to the internet at all times in order to participate and/or vote at our virtual meeting. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants.

2.0 RPV Facilities

- 2.1 Shareholders are invited to exercise their rights to attend, speak (in the form of real-time submission of typed texts including to pose questions) and/or vote (collectively, “participate”) remotely at the EGM using RPV Facilities provided by AI Smartual Learning Sdn. Bhd. (“virtualeagm”) via its website at www.agm.virtualeagm.com from various devices such as smartphone, tablet, laptop or computer.

- 2.2 Details of the RVP Facilities are set out below:

● Please note that the RVP Facilities is available to:

- Individual members;
- Proxy holders;
- Corporate representatives;
- Authorised nominees; and
- Exempt authorised nominees.

(individually, “Participant”, and collectively, “Participants”)

- Shareholders who are unable to participate in the EGM are encouraged to appoint the Chairman of the Meeting to vote on your behalf at the EGM by completing the Proxy Form with pre-casted voting instruction.

-
- ① For Participants who wish to appoint a proxy or proxies to participate the EGM, please ensure the duly executed proxy forms are to be submitted to Twin Leaders Management Sdn Bhd of 18-11-2, Menara Q Sentral, No. 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur not later than 48 hours before the time fixed for convening the EGM or any adjournment thereof.

For Participants who are body corporates and wish to participate in the EGM, the appointed Corporate/Authorised Representative must upload the evidence of his/her authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority) during the registration with virtualeagm. All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in one (1) file. The original evidence of authority and translation thereof, if required, have to be submitted to Twin Leaders Management Sdn Bhd of 18-11-2, Menara Q Sentral, No. 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur not later than 48 hours before the time fixed for convening the EGM or any adjournment thereof, for verification

- ① Participants may submit their questions via the real-time submission of typed texts through a text box within virtualeAGM e-Portal at www.agm.virtualeagm.com before the start or during the live streaming of the EGM. The questions and/or remarks submitted by the floor will be broadcasted and responded by the Chairman/relevant advisers during the EGM.

- ② e-Polling will commence from the scheduled starting time of the Meeting and close ten (10) minutes after the Chairman announces the final ten (10) minutes for voting towards the end of the Meeting after the question and answer session.

- ③ Thereafter, the appointed Independent Scrutineers (“IndScrutineers”) will verify the poll results and provide their verification report to the Company.

- ④ Based on the IndScrutineers’ verification report, the Chairman of the Meeting will announce the poll results accordingly.

- ⑤ Photography and recording of the EGM proceedings, vocal or audio-visual, are strictly prohibited.

2.3 Prior to participating the EGM, Participants are required to register remotely with virtualeagm by using the RPV Facilities. Thereafter, virtualeagm administrator(s) will grant your access with the necessary login credentials. Please refer to **Annex A** for the procedures for registration and participation at the Meeting by using RPV Facilities.

[The rest of this page has been intentionally left blank]

virtualeagm E-PORTAL USER GUIDE**e-Services Assistance**

If you have any enquiry relating to virtualeagm e-Portal, please contact the following personnel during office hours from Monday to Friday from 9.00 a.m to 5.00 p.m (except public holiday):-

The Poll Administrator - AI Smartual Learning Sdn. Bhd.

Address : 1-23-5, Menara Bangkok Bank, Berjaya Central Bank, Jalan Ampang 50430 Kuala Lumpur, Malaysia
General Line : 603-6413 0580
Email : enquiry@virtualeagm.com
Telephone No. : 6017 937 1579

BEFORE THE EGM

(A) Register as a user of virtualeagm e-Portal ("e-Portal")
[if you are already a registered user, please go straight to (B)]

Step 1 - Visit www.agm.virtualeagm.com

Step 2 - Register as a user. You will be prompted to fill in your details and also to upload a copy of your identification card (Front and back separately) or passport.

Step 3 - Wait for a notification email that will be sent within one (1) day.

Step 4 - Log in to e-Portal and verify your user account within seven (7) days of the notification email.

Notes:

- 1) This is a **ONE-TIME Registration**. If you are already a registered user of the e-Portal, you need not register again.
- 2) Your email address is your User ID.
- 3) All users must register latest by May 18th 2021 10.00 a.m. as ONE (1) working day is required to process all e-Portal user registrations.

virtualeagm E-PORTAL USER GUIDE

ON THE EGM DAY ON MAY 19TH 2021**(A) Joining the Live Stream Meeting**

Step 1 - Log in to www.agm.virtualeagm.com with your registered User ID (email address) and password. For proxy(ies) holders or corporate/authorised representatives, use the login credential that was sent by virtualeagm. Use **GOOGLE CHROME browser**.

Step 2 - Look for "NWP Holdings Berhad" under Company Name and "EGM on WEDNESDAY, 19TH MAY 2021 AT 10.00 AM – Live Stream Meeting" under View Events and click "view details" and click "next" after accepting the disclaimer

Notes:

- 1) You can start to log in 90 minutes before the commencement of the EGM. i.e. Wednesday, 19TH MAY 2021 at 08.30 am.
- 2) If you have any questions to raise at the EGM, you may use the text box to submit your question. The relevant persons/adviser(s) will endeavour to respond to your question during the Meeting.

(B) Remote Online Voting during the EGM (e-Voting)

Step 1 - If you are logged in to the e-Portal and already accessing the Live Stream Meeting, click "**Live Streaming**" in the **View Events Page**

Step 2 - Cast your votes by clicking on "Vote" button under the "Action" and review your casted votes before submitting them.

Notes:

- 1) The access to e-Voting will open on 19th MAY 2021 09.00 a.m.
- 2) Your casted votes will apply throughout **ALL** the CDS accounts you represent as an individual shareholder, corporate/ authorised representative and/proxy.
- 3) Where you are attending as a proxy and the shareholder who appointed you has indicated how the votes are to be cast, we will take the shareholder's indicated votes in the Proxy Form.
- 4) The access to e-Voting will close ten (10) minutes after the Chairman announces the final ten (10) minutes for voting towards the end of the Meeting after the question and answer session.
- 5) A copy of your submitted e-Voting can be accessed via My Records. (Please refer to the left navigation panel in the e-Portal).

(C) End of the Remote Participation

The live streaming of the meeting will end upon the announcement by the Chairman on the closure of the EGM.

NWP HOLDINGS BERHAD

[Registration No: 199901020576 (495476-M)]

NO. OF SHARES HELD	CDS ACCOUNT NO.

I / We _____ NRIC No. / Passport No. / Company No. _____
(Full name in block letters)

of _____

(Full Address)

being a member / members of **NWP HOLDINGS BERHAD** [Registration No. 199901020576 (495476-M)], hereby appoint _____ NRIC No. / Passport No. _____

(Full name in block letters)

of _____

(Full address)

and/or _____ NRIC No. / Passport No. _____
(Full name in block letters)

of _____

(Full address)

or failing him/her, the Chairman of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be held on a fully virtual basis and entirely via remote participation and voting from the Broadcast Venue at 18-12, Menara Q Sentral, No. 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur on Wednesday, 19 May 2021 at 10.00 a.m. or at any adjournment thereof.

The proxy is to vote on the Resolutions set out in the Notice of the EGM as indicated with an "X" in the appropriate spaces. If no specific direction as to the voting is given, the Proxy will vote or abstain from voting at his/her discretion.

		FOR	AGAINST
Resolution 1	To elect Dato' Seri Mak Hon Leong as Director		
Resolution 2	To elect Ooi Kek Keong as Director		
Resolution 3	To elect Tan Vei Teck as Director		
Resolution 4	To remove IR Cheng Heang Swee as Director		
Resolution 5	To remove Datuk Chu Boon Tiong as Director		
Resolution 6	To remove Matthew Chan Cheng Han as Director		
Resolution 7	To remove Hong Chia Seong as Director		
Resolution 8	To remove Huang Kun-Fang as Director		
Resolution 9	To remove Yew Onn Chong as Director		
Resolution 10	To remove Tan Shiah Huei as Director		
Resolution 11	To remove any person appointed as Director of the Company since the date of this notice been issued up to the time before the commencement of this EGM and any adjournment thereof		

Signed this..... day of 2021

Signature : _____
(If shareholder is a corporation, this form should be executed under seal)

Notes:

- Please refer to the Administrative Guide for the procedures to register and participate in the virtual meeting and vote remotely at this virtual EGM using RPV Facilities provided by Al Smartual Learning Sdn Bhd via its website at www.agm.virtualeagm.com.
- A member of the Company entitled to attend and vote at this meeting may appoint up to two (2) proxies to attend and vote in his stead. Where a member appoints more than (1) proxy, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. There shall be no restriction as to the qualification of the proxy.
- Where a Member of the Company is an exempt nominee defined under the Central Depositories Act which is exempted from compliance with the provision of subsection 25A(1) of the Central Depositories Act 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.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy to be deposited to Twin Leaders Management Sdn Bhd of 18-11-2, Menara Q Sentral, No 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur no later than forty-eight (48) hours before the time set for holding of the EGM.
- Pursuant to Para 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all resolutions set out in the Notice of the EGM will be put to vote on a poll.
- Only members whose names appear in the Record of Depositors on 11 May 2021 shall be entitled to attend, speak and vote at the EGM.

The proportions of my/our holdings to be represented by my/our proxies are as follows:-

First Proxy

No. of Shares:

Percentage :%

Second Proxy

No. of Shares:

Percentage :%

Fold this flap for sealing

Then fold here

AFFIX STAMP

NWP HOLDINGS BERHAD
[Registration No: 199901020576 (495476-M)]
c/o Twin Leaders Management Sdn Bhd
18-11-2, Menara Q Sentral, No 2A, Jalan Stesen Sentral 2, 50470 Kuala Lumpur

1st fold here
