

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Cocoaland Holdings Berhad (“Cocoaland” or the “Company”) will be held at Concorde Ballroom, Lobby Level, Concorde Hotel Kuala Lumpur, 2, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia on Thursday, 17 June 2021 at 11.00 a.m. or immediately after the conclusion or adjournment (as the case may be) of the Twenty-First Annual General Meeting of the Company which will be held at the same venue and on the same day at 10.00 a.m., whichever is later, or any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

#### **ORDINARY RESOLUTION**

**PROPOSED BONUS ISSUE OF 228,800,000 NEW ORDINARY SHARES IN COCOALAND (“COCOALAND SHARES”) (“BONUS SHARES”), ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING COCOALAND SHARE (INCLUDING TREASURY SHARES) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)**

“**THAT**, subject to the approvals of all relevant authorities or parties (where required) being obtained, approval be and hereby given to the Board of Directors of the Company (“Board”) to issue 228,800,000 Bonus Shares in the share capital of the Company credited to the shareholders whose names appear on the Record of Depositors of the Company as at the close of business at 5.00 p.m. on a day to be determined and announced by the Board (“Entitled Shareholders”) on the basis of 1 Bonus Share for every 1 existing Cocoaland Share (including treasury shares) held by the Entitled Shareholders;

**THAT** fractional entitlements of Bonus Shares arising from the Proposed Bonus Issue, if any, shall be dealt with in such manner as the Board in its absolute discretion deems fit and expedient and in the best interest of the Company;

**THAT** the Bonus Shares will, upon allotment and issuance, rank equally in all respects with the existing Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date of such dividends, rights, allotments and/or any other forms of distribution precedes the relevant date of allotment and issuance of the Bonus Shares;

**AND THAT** the Board be and is hereby authorised to sign and execute all documents to give effect to the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and to take all steps and do all such acts and matters in the manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”

#### **BY ORDER OF THE BOARD**

**NG HENG HOUI (SSM PC NO. 202008002923) (MAICSA 7048492)**

**WONG MEE KIAT (SSM PC NO. 202008001958) (MAICSA 7058813)**

**YAP FOO TENG (SSM PC NO. 201908001099) (MACS 00601)**

Chartered Secretaries

Kuala Lumpur

25 May 2021

#### **Notes:**

##### **Proxy**

1. A member entitled to attend and vote at the meeting is entitled to appoint not more than 2 proxies to attend and vote in his stead. Where a member appoints 2 proxies, the appointment shall be invalid unless the member specifies the proportion of his holdings to be represented by each proxy.
2. Where a member, who is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 which holds shares in the Company for multiple beneficial owners in 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.
3. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or the hand of its officer or its duly authorised attorney.
4. The instrument appointing a proxy must be deposited at the Company’s Registered Office situated at BO3-B-13-1, Level 13, Menara 3A, KL Eco City, No. 3, Jalan Bangsar, 59200 Kuala Lumpur not less than 48 hours before the time for holding the meeting or at any adjournment thereof.

##### **General Meeting Record of Depositors**

Only members whose names appear in the Record of Depositors as at 4 June 2021 shall be entitled to attend and vote at the Extraordinary General Meeting or appoint a proxy to attend and vote on his behalf.

##### **Voting**

The ordinary resolution will be put to vote by poll.