

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of GIIB Holdings Berhad (“GIIB” or the “Company”) is scheduled to be held at 12th Floor, Menara Symphony, No 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 30 June 2021 at 12.00 p.m. or immediately after the conclusion of the Seventeenth Annual General Meeting or at any adjournment thereof via remote participation and voting facilities, for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:-

ORDINARY RESOLUTION 1

PROPOSED RENOUNCEABLE RIGHTS ISSUE OF UP TO 362,938,287 NEW ORDINARY SHARES IN GIIB (“GIIB SHARE(S)”) (“RIGHTS SHARES”) ON THE BASIS OF 1 RIGHTS SHARE FOR EVERY 1 EXISTING GIIB SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER, TOGETHER WITH UP TO 362,938,287 FREE DETACHABLE WARRANTS IN GIIB (“WARRANT(S)”) ON THE BASIS OF 1 WARRANT FOR EVERY 1 RIGHTS SHARE SUBSCRIBED FOR AT AN ISSUE PRICE ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED RIGHTS ISSUE WITH WARRANTS”)

“THAT, subject to the approvals of all relevant authorities and/or parties (if required) being obtained, where required, approval be and is hereby given to the Board of Directors of GIIB (“Board”) for the following:-

- i. to provisionally allot and issue by way of a renounceable rights issue of up to 362,938,287 Rights Shares together with up to 362,938,287 Warrants to the shareholders of the Company whose names appear on the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board, on the basis of 1 Rights Share for every 1 existing GIIB Shares held;
- ii. to issue such Rights Shares together with Warrants as may be required to give effect to the Proposed Rights Issue with Warrants, including any persons entitled on renunciation of the provisional allotments; and
- iii. to do all such acts and things including but not limited to the application to Bursa Malaysia Securities Berhad (“Bursa Securities”) for the listing of and quotation for the Rights Shares;

THAT any Rights Shares together with Warrants which are not taken up or validly taken up shall be made available for excess applications to the entitled shareholders and/ or their renouncee(s) who have applied for the excess Rights Shares with Warrants, and are intended to be allocated on a fair and equitable basis;

THAT any fractional entitlements of the Rights Shares together with Warrants arising from the Proposed Rights Issue with Warrants, if any, shall be disregarded and dealt with in such manner as the Board shall in its sole and absolute discretion deems fit and expedient, and is in the best interests of the Company;

THAT the proceeds of the Proposed Rights Issue with Warrants be utilised as set out in the circular to the shareholders dated 15 June 2021 (“Circular”), including to set off advances of RM9.16 million owing by GIIB to Tai Qisheng, Wong Huo Siing and Wong Ping Kiong via the capitalisation of such amount through the Rights Shares entitlement of the undertaking shareholders namely, Tai Qisheng, Tai Boon Wee, Wong Huo Siing and Wong Ping Kiong pursuant to their respective undertakings to subscribe in full for their entitlement based on their shareholdings in the Company as at the entitlement date to be determined later pursuant to the Proposed Rights Issue with Warrants as illustrated in Section 2.7 of the Circular, and the Board be and is hereby authorised with full power to vary the manner and/or purposes of utilisation of such proceeds in such manner as the Board, may at its absolute discretion, deem fit, necessary, expedient and/or in the best interest of the Company, subject to the approval of the relevant authorities, where required;

THAT the Rights Shares shall, upon allotment and issuance, rank equally in all respects with the existing GIIB Shares, save and except that the Rights Shares shall not be entitled to any dividends, rights, allotments and/ or any other forms of distribution that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the Rights Shares;

THAT the Board be and is hereby authorised to sign and execute all documents, enter into any arrangements, agreements and/ or undertakings with any party or parties, do all things as may be required to give effect to the Proposed Rights Issue with Warrants with full powers to assent to any conditions, variations, modifications and/ or amendments including to vary the manner and/ or the purpose of the utilisation of proceeds arising from the Proposed Rights Issue with Warrants, if necessary, in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as they may deem fit, necessary and/ or expedient to implement, finalise and give full effect to the Proposed Rights Issue with Warrants in the best interest of the Company;

AND THAT this resolution constitutes a specific approval for the issuance of securities in the Company contemplated herein which is made pursuant to an offer, agreement or option and shall continue to be in full force and effect until the Rights Shares together with Warrants to be issued pursuant to or in connection with the Proposed Rights Issue with Warrants have been duly allotted and issued in accordance with the terms of the Proposed Rights Issue with Warrants.”

ORDINARY RESOLUTION 2

PROPOSED DIVERSIFICATION OF THE EXISTING PRINCIPAL ACTIVITIES OF THE COMPANY AND ITS SUBSIDIARIES TO INCLUDE THE MANUFACTURING, SALES AND MARKETING OF GLOVES (“GLOVES BUSINESS”) (“PROPOSED DIVERSIFICATION”)

“THAT, subject to the approvals of the relevant authorities and/ or parties being obtained, approval be and is hereby given to the Company and its subsidiary companies to diversify its existing principal activities to include the manufacturing, sales and marketing of gloves;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Diversification with full power to assent to any conditions, variations, modifications, and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matter relating thereto and to take all such steps to do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Diversification.”

By Order of the Board

Pang Kah Man
 (SSM PC No.: 202008000183)
 (MIA No.: 18831)
 Company Secretary

Kuala Lumpur
 15 June 2021

NOTES:-

- 1) A member of the Company entitled to attend and vote at the meeting may appoint any person to be his/her proxy to attend and vote in his/her stead. A proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of the proxy. A proxy shall have the same rights as the member to speak at the meeting.
- 2) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation’s seal or under the hand of two 2 authorised officers of his attorney duly authorised.
- 3) The appointment of a proxy may be made in hard copy form. The form of proxy must be deposited at the registered office of the Company at Unit 3A-12, Level 3A, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, 8 Jalan Kerinchi, 59200, Kuala Lumpur, or at Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than 24 hours before the time and date fixed for the EGM or at any adjournment thereof.
- 4) Where a member 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.
- 5) Pursuant to Paragraph 8.29A of the Listing Requirements, all resolution set out in the Notice of EGM will be put to vote on a poll.
- 6) Only members whose names appear in the Record of Depositors as at 18 June 2021 will be entitled to attend and vote at the meeting.



G R O U P

GIIB HOLDINGS BERHAD

(F.K.A. GOODWAY INTEGRATED INDUSTRIES BERHAD)

Registration No.: 200301016552 (618972-T)

(Incorporated in Malaysia)

NOTIFICATION TO SHAREHOLDERS OF A FULLY VIRTUAL EXTRAORDINARY GENERAL MEETING (“EGM”)

Dear Valued Shareholders of GIIB Holdings Berhad (“GIIB” or “the Company”),

In view of the COVID-19 outbreak and as part of the safety measures, the Board of Directors of GIIB wishes to inform that the EGM will be conducted **on fully virtual basis through electronic live streaming from the Broadcast Venue (as set out below) and online remote voting on Wednesday, 30 June 2021 at 12.00 p.m. or immediately after the conclusion of the Seventeenth Annual General Meeting, as scheduled. For the avoidance of doubt, a physical EGM will no longer be applicable.**

**Broadcast Venue : 12th Floor, Menara Symphony
No 5, Jalan Prof. Khoo Kay Kim Seksyen 13,
46200 Petaling Jaya,
Selangor Darul Ehsan**

The Broadcast Venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 which stipulates that the Chairman shall be at the main venue of the EGM and in accordance with Clause 71 of the Company’s Constitution which allows a general meeting to be held at more than one venue using any technology or method that enables the members of the Company to participate and to exercise the members’ right to speak and vote at the general meeting. NO SHAREHOLDERS/ PROXY(IES) should be physically present nor admitted at the Broadcast Venue on the day of the EGM.

Please refer to the Administrative Guide for the EGM enclosed to this Notification on the registration and voting process for the EGM. The Administrative Guide is also available at the Company’s website, www.giibworld.com and/or Bursa Malaysia Securities Berhad’s website (www.bursamalaysia.com)

The documents below have been published and made available at the Company’s website (www.giibworld.com) and/or Bursa Malaysia Securities Berhad’s website (www.bursamalaysia.com):

- (a) Circular to Shareholders (“Circular”);
- (b) Notice of EGM; and
- (c) Form of Proxy.

Scan here:



Should you wish to receive the printed copy of the Circular together with its Notice of EGM and Form of Proxy, please request through post/telephone /email at the contact below:

Name : Corporate Office of GIIB
Address : Lot Pt 1654 & Pt 1657 Nilai Industrial Estate,
Kawasan Perindustrian Nilai, 71800 Nilai,
Negeri Sembilan
Telephone : 06-799 4833
E-mail : corporate@giibworld.com

Should you require any assistance on the above, please contact our Share Registrar, Boardroom Share Registrars Sdn Bhd at 03-7890 4700 or BSR.Helpdesk@boardroomlimited.com.

We thank you for your continued support to GIIB.

BY ORDER OF THE BOARD
PANG KAH MAN
(SSM PC No. 202008000183)
(MIA 18831)
Company Secretary

Kuala Lumpur
15 June 2021



G R O U P

GIIB HOLDINGS BERHAD

(F.K.A. GOODWAY INTEGRATED INDUSTRIES BERHAD)

Registration No.: 200301016552 (618972-T)

(Incorporated in Malaysia)

ADMINISTRATIVE DETAILS FOR SHAREHOLDERS/PROXIES ATTENDING THE EXTRAORDINARY GENERAL MEETING (“EGM”)

DATE, TIME AND VENUE OF EGM

Date : 30 June 2021 (Wednesday)
Time : 12.00 p.m.
Broadcast Venue : 12th Floor, Menara Symphony,
No 5, Jalan Prof. Khoo Kay Kim, Seksyen 13,
46200 Petaling Jaya, Selangor Darul Ehsan

A. Fully Virtual EGM

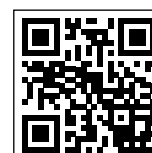
In support of the Government of Malaysia’s on-going efforts to contain the spread of the Coronavirus and the Government’s advice of social distancing and not having mass gatherings, the Company would like to leverage on technology advancement by conducting **the EGM on a fully virtual basis through electronic live streaming and online remote voting.**

The only venue involved is the broadcast venue for the compliance with Section 327(2) of the Companies Act 2016 (“**the Act**”) that the Chairman shall be present at the main venue of the EGM. As the Company is allowed under Section 327(1) of the Act, to convene general meeting at more than one venue using any technology or method that enables the shareholders of the Company to participate and exercise their rights to speak and vote at the general meeting, **no shareholder** should be physically present nor admitted at the Broadcast Venue on the day of the EGM of the Company.

The Company will be using “Boardroom’s LUMI AGM Solution” which is available on the designated link at <http://web.lumiagm.com>.

*Please scan this
QR code for
<http://web.lumiagm.com>*

You can view and download the digital version of the following documents from our Company’s corporate website at www.giibworld.com or at Bursa Malaysia’s official website at <https://www.bursamalaysia.com>.



- a. Notice of EGM
- b. Circular to Shareholders
- c. Form of Proxy

In an event that you require a printed copy of the above, you may submit your request through post/telephone/email to our Corporate Office at the number/email address given below.

Should you require any assistance on the above, please contact our Corporate Office at Lot Pt 1654 & Pt 1657 Nilai Industrial Estate, Kawasan Perindustrian Nilai, 71800 Nilai, Negeri Sembilan or +606-799 4833 or corporate@giibworld.com.

B. Entitlement to Participate the EGM

In respect of deposited securities, only members whose names appear on the Record of Depositors on 18 June 2021 (General Meeting Record of Depositors) shall be eligible to participate the meeting or appoint proxy(ies) to participate on his/her behalf.

C. Remote Participation and Electronic Voting

Shareholders are encouraged to go online, participate, and vote at the EGM via remote participation. Please follow the steps listed in Note G below on how to request for login ID and password.

D. Form(s) of Proxy

If you are unable to attend the EGM, you are encouraged to appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

Please ensure that the original form is deposited at our Registered Office not less than twenty-four (24) hours before the time appointed for holding the meeting. Details of our Registered Office can be found in the enquiry section of this document.

E. Revocation of Proxy

If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in the meeting yourself, please write in to BSR.Helpdesk@boardroomlimited.com to revoke the earlier appointed proxy twenty-four (24) hours before the meeting.

F. Voting Procedure

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the EGM will be conducted by poll. Poll administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

G. Steps for Registration for Remote Participation and Electronic Voting

Procedure		Action
Before the day of the EGM		
1	Register Online with Boardroom Smart Investor Portal	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</i></p> <p>a. Access website https://investor.boardroomlimited.com/</p> <p>b. Click <<Login>> and click <<Register>> to sign up as a user.</p> <p>c. Complete registration and upload softcopy of MyKAD (front and back in JPEG, PDF or PNG format) or Passport (front and back in JPEG or PNG format).</p> <p>d. Please enter a valid email address.</p> <p>e. Your registration will be verified and approved within one business day and an email notification will be provided.</p>
2	Submit request for remote participation	<p>RRRegistration for remote access will be opened on <u>15 June 2021</u> (Date of Notice of EGM). Please note that the closing time to submit your request is at <u>12.00 p.m. on 29 June 2021</u> (24 hours before the commencement of the EGM).</p> <p>Individual Members</p> <p>a. Log in to https://investor.boardroomlimited.com/</p> <p>b. Select "Virtual Meeting" from main menu and select the correct Corporate Event "GIIB HOLDINGS BERHAD VIRTUAL EXTRAORDINARY GENERAL MEETING".</p> <p>c. Enter your CDS Account.</p> <p>d. Read and agree to the terms & condition and thereafter submit your request.</p>

G. Steps for Registration for Remote Participation and Electronic Voting (Cont'd)

Procedure		Action
Before the day of the EGM		
2	Submit request for remote participation (Cont'd)	<p>Corporate Shareholders</p> <p>a. Write in to BSR.Helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.</p> <p>b. Please provide a copy of Corporate Representative's MyKad (Front and Back in JPEG, PDF and PNG format) or Passport as well as his/her email address.</p> <p>Authorised Nominee and Exempt Authorised Nominee</p> <p>a. Write in to BSR.Helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request.</p> <p>b. Please provide a copy of Corporate Representative's MyKad (Front and Back in JPEG and PNG format) or Passport as well as his/her email address.</p>
3	Email notification	<p>a. You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified.</p> <p>b. Upon system verification against the General Meeting Record of Depositories as at 18 June 2021, you will receive an email from Boardroom either approving or rejecting your registration for remote participation together with your remote access user ID and password.</p>
On the day of the EGM		
4.	Login to Meeting Platform	<p>Please note that the quality of the connectivity to the Meeting Platform for live webcast as well as for online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.</p> <p>a. The Meeting Platform will be open for login one (1) hour before the commencement of the EGM at 11.00 a.m. on 30 June 2021.</p> <p>b. The Meeting Platform can be accessed via one of the following:-</p> <ul style="list-style-type: none"> > Scan the QR Code provided in the email notification; > Navigate to the website at https://web.lumiagm.com/ <p>c. Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 3.</p>

G. Steps for Registration for Remote Participation and Electronic Voting (Cont'd)

Procedure		Action
On the day of the EGM		
5.	Participate	<i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition. All question and messages will be presented with the full name and identity of the participant raising the question.]</i> a. If you would like to view the live webcast, select the broadcast icon. b. If you would like to ask a question during the EGM, select the messaging icon. c. Type your message within the chat box, once completed click the send button.
6.	Voting	a. Once voting has been opened, the polling icon will appear with the resolutions and your voting choices. b. To vote simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received. c. To change your vote, simply select another voting direction. d. If you wish to cancel your vote, please press "Cancel".
7.	End of Participation	Upon the announcement by the Chairman on the closure of the EGM, the live webcast will end and the Messaging window will be disabled.

H. Enquiry

If you have any enquiries prior to the 17th AGM, please contact the following during office hours from Monday to Friday (8.30 a.m. to 5.30. p.m.):-

Boardroom Share Registrars Sdn. Bhd.

11th Floor, Menara Symphony,
No. 5 Jalan Prof. Khoo Khay Kim,
Seksyen 13, 46200 Petaling Jaya,
Selangor Darul Ehsan.

General Line : 603-7890 4700
Fax Number : 603-7890 4670
Email : BSR.Helpdesk@boardroomlimited.com

I. Personal Data Policy

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.