



GOPENG BERHAD

Registration No.: 198301014072 (109465-X)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting ("EGM") of Gopeng Berhad ("Gopeng" or the "Company") will be conducted fully virtual through online meeting platform via <http://www.onecapital.com.my> provided by One Capital Market Services Sdn Bhd on Wednesday, 14 July 2021 at 12.30 p.m., or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION 1

PROPOSED BONUS ISSUE OF UP TO 134,496,726 NEW ORDINARY SHARES IN GOPENG ("BONUS SHARE(S)") ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING ORDINARY SHARES IN GOPENG ("GOPENG SHARE(S)" OR "SHARE(S)") HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("ENTITLEMENT DATE") ("PROPOSED BONUS ISSUE")

"**THAT** subject to the approvals of all relevant authorities and/or parties (where applicable), authority be and is hereby given to the Board of Directors of Gopeng ("Board") to issue and allot up to 134,496,726 Bonus Shares in the share capital of the Company credited to the entitled shareholders whose name appear in the Record of Depositors of the Company as at the close of business on the Entitlement Date on the basis of 1 Bonus Share for every 2 existing Gopeng Shares held;

THAT the Board be and is hereby authorised to deal with any fractional entitlements from the Proposed Bonus Issue, if any, in such a manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company;

THAT the Bonus Shares will, upon allotment and issuance, rank *pari passu* in all respects with the existing Gopeng Shares;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete 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 permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue."

ORDINARY RESOLUTION 2

PROPOSED DIVERSIFICATION OF THE EXISTING PRINCIPAL ACTIVITIES OF GOPENG AND ITS SUBSIDIARIES ("GOPENG GROUP") TO INCLUDE SOLAR ENERGY AND SOLAR ENERGY RELATED BUSINESS ("PROPOSED DIVERSIFICATION")

"**THAT**, subject to the approvals of the relevant authorities and/or parties being obtained, where required, approval be and is hereby given to the Gopeng Group to diversify its existing principal activities to include solar energy and solar energy related business and related activities as described in the Circular to the shareholders dated 29 June 2021;

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
Liew Thong Sin (MIA 1310)
SSM PC No. 201908001545
Secretary
Ipoh, Perak Darul Ridzuan
Date: 29 June 2021

Notes:

A) Mode of Meeting

1. The Meeting will be conducted on a fully virtual basis. This is in line with the Guidance Note and FAQs on the conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia ("SC") on 18 April 2020 (Revised 1 June 2021) that all the General Meetings need to be conducted fully virtual. No members/proxies/corporate representatives shall be physically present on the day of the Extraordinary General Meeting ("EGM").
2. Members, proxies and corporate representatives who wish to participate and vote remotely at the EGM will have to register at <http://www.onecapital.com.my/> or send an email to info@onecapital.com.my. The closing time and date of submitting your request is 12.30 p.m. on Monday, 12 July 2021 (48 hours before the EGM). Members are advised to read the Administrative Guide carefully and follow the procedures in the Administrative Guide for this EGM in order to participate remotely.

The Administrative Guide on the conduct of a fully virtual EGM of the Company is available at the Company's website at www.gopeng.com.my.

B) Appointment of proxy

1. Depositors whose names appear in the Record of Depositors as at 8 July 2021 shall be regarded as members of the Company entitled to attend the EGM or appoint proxies to attend and vote on their behalf.
2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he or she specifies the proportion of his or her shareholdings to be represented by each proxy.
3. Where a member of the Company 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 restriction on the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. In the case of corporate member, the instrument appointing a proxy must be executed under its common seal or under the hand of its attorney.
5. The instrument appointing a proxy must be deposited at the office of the Share Registrar of the Company, One Capital Market Services Sdn Bhd at Level 18, Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur, Wilayah Persekutuan or email to sr@onecapital.com.my not less than 48 hours before the time appointed for the meeting or any adjournment thereof.

C) Poll Voting

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of Meeting will be put to vote by poll. A scrutineer shall be appointed to verify and validate the votes cast.

Personal Data Policy

By submitting the duly executed Proxy Form, the member consents to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the EGM including any adjournment thereof.