



SERSOL BERHAD

[Registration No. 200201034397 (602062-X)]
(Incorporated in Malaysia)

**NOTIFICATION TO SHAREHOLDERS ON THE POSTPONEMENT OF THE
EIGHTEENTH ANNUAL GENERAL MEETING**

We refer to our earlier announcements made on 17 May 2021 and 31 May 2021 in relation to the Notice of the Eighteenth Annual General Meeting ("**18th AGM**") of the Company and its postponement in light of the announcement on a full lockdown ("**MCO 3.0**") by the Government of Malaysia on 28 May 2021 to curb the spread of the COVID-19 infection in Malaysia.

As a result of the implementation of the MCO 3.0, the Securities Commission Malaysia ("**SC**") has further revised its Guidance Note and FAQs on the conduct of General Meetings for Listed Issuers ("**the Revised Guidance Note and FAQ**") to state that effective 1 June 2021, when a listed issuer conducts its general meeting during MCO 3.0, the listed issuer is only allowed to conduct a fully virtual general meeting where all meeting participants including the Chairperson of the meeting, board members, senior management and shareholders are required to participate in the meeting online. Physical gatherings no matter how small are prohibited.

According to the Revised Guidance Note and FAQ, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of Companies Act 2016 provided that the online platform is located in Malaysia.

The Board, having given due consideration to the above, wishes to inform that the 18th AGM of the Company which was originally scheduled to be held at Bilik Audio Visual, Floor 1, Pusat Pelancongan Malaysia (MATIC), 109, Jalan Ampang, 50450 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia on Friday, 18 June 2021 at 12 noon, be postponed to the date, time and venue as set out below:

Day, Date and Time : Thursday, 29 July 2021 at 3.00 p.m. or at any adjournment thereof
Main Venue : Boardroom, 1-40-2, Menara Bangkok Bank, Berjaya Central Bank, No. 105 Jalan Ampang, 50450 Kuala Lumpur, Malaysia
Mode of Meeting : Fully virtual, via the online meeting platform provided by Mega Corporate Services Sdn. Bhd.

All the agenda stated in the Notice of 18th AGM of the Company dated 18 May 2021 remains unchanged.

Shareholders are encouraged to appoint the Chairman of the 18th AGM as your proxy if you are unable to participate remotely. Please refer to the Administrative Guide available on our website at www.sersol.com.my for further details of the virtual 18th AGM. Alternatively, you may also scan the QR Code below to access the Administrative Guide, Notice of 18th AGM and proxy form.

Thank you for your continued support to the Company.

Yours faithfully

Toh Hong Chye
Executive Chairman

30 June 2021





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ADMINISTRATIVE GUIDE FOR THE VIRTUAL EIGHTEENTH (18TH) ANNUAL GENERAL MEETING

Day, Date and Time	: Thursday, 29 July 2021 at 3.00 p.m. or at any adjournment thereof
Main Venue	: Boardroom, 1-40-2, Menara Bangkok Bank, Berjaya Central Bank, No. 105 Jalan Ampang, 50450 Kuala Lumpur, Malaysia
Mode of Meeting	: Fully virtual via the online meeting platform by Mega Corporate Services Sdn. Bhd.

MODE OF MEETING

In view of the COVID-19 pandemic and the Company's initiative to curb the spread of COVID-19, the Eighteenth Annual General Meeting (“**18th AGM**”) of the Company will be conducted virtually via the online meeting platform.

The Main Venue is strictly to comply with Section 327(2) of the Companies Act 2016 which requires the Chairman of the 18th AGM to be present at the Main Venue of the 18th AGM. No shareholders/proxies shall be physically present at the Main Venue on the day of the 18th AGM.

Kindly ensure that you are connected to the internet at all times to participate and vote when our virtual 18th AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the 18th AGM is maintained. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants.

ONLINE REGISTRATION PROCEDURE

As no shareholder/proxies shall be physically present at the Main Venue, shareholders/proxies who wish to participate in the 18th AGM will have to register online and participate remotely. Kindly follow the steps below to ensure that you can obtain your Digital Ballot Form (“**DBF**”) and details to log in to the Webinar session to participate at the 18th AGM online:

1. Open this link <https://vps.megacorp.com.my/j50757> or scan the QR code above and submit all the information requested at least forty eight (48) hours before the time of the 18th AGM.
2. Only shareholders are allowed to register online. Shareholders can also appoint proxy online, as in Step 1 above. Please ensure that your personal particulars and the information required are accurate as any non-compliance may result in you not being able to receive your DBF.
3. Alternatively, you may deposit your Proxy Form at the office of our Poll Administrator, Mega Corporate Services Sdn Bhd of Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia or by email to AGM-Support.Sersol@megacorp.com.my not less than forty eight (48) hours before the time set for for holding the 18th AGM.
4. For corporate shareholders/Nominee Accounts, please follow Step 3 above.

5. The Poll Administrator will e-mail a copy of your DBF to you to participate and vote at the 18th AGM once they have verified your details.
6. Registered shareholders/proxies will receive two (2) emails:
 - i. Webinar session link (to join the virtual 18th AGM); and
 - ii. DBF (for remote voting purposes).

POLL VOTING

Pursuant to Paragraph 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the 18th AGM will be conducted by poll. The Company has appointed Mega Corporate Services Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting ("e-voting") and Cygnus Technology Solutions Sdn. Bhd. as Scrutineers to verify the poll results.

For the purpose of the 18th AGM, the e-voting through DBF will be carried out via your internet-enabled devices (e.g. computer/mobile phone/Tablets). The DBF itself is self-explanatory.

Shareholders/proxies can proceed to vote on the resolutions and submit his/her votes during the voting period as stipulated in the DBF. Upon completion of the voting session at the 18th AGM, the Scrutineers will verify the poll results after which the Chairman of the 18th AGM will announce the results of the resolutions.

RECORD OF DEPOSITORS FOR THE 18TH AGM

For the purpose of determining whether a member is entitled to attend, participate and vote at the 18th AGM, the Company shall be requesting the Record of Depositors as at 22 July 2021. Only shareholders whose names appear in the Record of Depositors as at 22 July 2021 shall be entitled to attend, participate and vote at the 18th AGM or appoint proxy/proxies on his/her behalf.

NO REFRESHMENTS AND NO DOOR GIFTS

There will be no distribution of refreshments and door gifts for the 18th AGM of the Company.

ENQUIRY

If you have any general enquiry prior to the 18th AGM, please contact the following persons during office hours (Monday to Friday):

Poll Administrator

Mega Corporate Services Sdn. Bhd.

Mr. Alfred Devan John or Encik Norhisham Abdul Hamid

Telephone No. : (03) 2692 4271 / 2694 8984

Facsimile No. : (03) 2732 5388

E-mail : AGM-Support.Sersol@megacorp.com.my



SERSOL BERHAD
[Registration No. 20201034397 (602062-X)]
(Incorporated in Malaysia)

NOTICE OF EIGHTEENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Eighteenth Annual General Meeting ("18th AGM") of SerSol Berhad ("SerSol" or "Company") will be conducted virtually with the main venue at Boardroom, 1-40-2, Menara Bangkok Bank, Berjaya Central Bank, No. 105 Jalan Ampang, 50450 Kuala Lumpur, Malaysia on Thursday, 29 July 2021 at 3.00 p.m. for the following purposes:

AGENDA

Ordinary Business:

- To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with Reports of the Directors' and the Auditors' thereon. **Please refer to Explanatory Note 1**
- To re-elect Tan Fie Jen as Director in accordance with Clause 95 of the Constitution of the Company. **Ordinary Resolution 1**
- To re-elect Yeong Siew Lee as Director in accordance with Clause 95 of the Constitution of the Company. **Ordinary Resolution 2**
- To approve the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company and its subsidiaries of RM280,000 for the period from 29 July 2021 until the next Annual General Meeting of the Company to be made payable monthly after each month of completed service of the Directors. **Ordinary Resolution 3**
- To appoint Messrs TGS TW PLT as Auditors of the Company in place of the retiring auditors, Messrs UHY and to authorise the Directors to fix their remuneration. **Ordinary Resolution 4**

Special Business:

To consider and, if thought fit, to pass the following resolutions:

- Authority for Datuk Low Kim Leng to continue in office as Independent Non-Executive Director** **Ordinary Resolution 5**

"THAT authority be and is hereby given to Datuk Low Kim Leng who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting in accordance with Malaysian Code on Corporate Governance."

- Authority under Section 76 of the Companies Act 2016 for the Directors to allot shares or grant rights** **Ordinary Resolution 6**

"THAT pursuant to Section 76 of the Companies Act 2016, the Directors be and are hereby empowered to allot and issue shares in the Company, at any time, at such price, upon such terms and conditions, for such purpose and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued does not exceed twenty per centum (20%) of the total issued shares/total number of voting shares of the Company (excluding treasury shares) at the time of issue and THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad and THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

- To transact any other business that may be transacted at an annual general meeting of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

BY ORDER OF THE BOARD

CHIN WAI YI (MAICSA 7069783) (SSM PC No. 202008004409)
Company Secretary

Kuala Lumpur
Date: 30 June 2021

NOTES:

- A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
- A member shall be entitled to appoint more than one (1) proxy and 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.
- 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") as defined under the Securities Industry (Central Depositories) Act, 1991, 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 instrument appointing a proxy must be in writing under the hand of the appointer or his/her attorney is duly authorised and in the case of a corporation shall be either under its common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited with the Poll Administrator, Mega Corporate Services Sdn. Bhd., Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia or via email to AGM-Support.Sersol@megacorp.com.my not less than forty eight (48) hours before the time set for holding the meeting or at any adjournment of meeting, failing which, the instrument of proxy shall not be treated as valid.
- In respect of deposited securities, only members whose names appear on the Record of Depositors on 22 July 2021 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

Explanatory Notes on Ordinary and Special Businesses:

1. Item 1 of the Agenda

Agenda item no. 1 is meant for discussion only as the provision of Section 340 of the Companies Act 2016, it does not require a formal approval of shareholders for the Audited Financial Statements. Hence, this item on the Agenda is **not put forward for voting**.

2. Item 5 of the Agenda

The existing auditors of the Company, Messrs UHY, have been the auditors of the Company since June 2012. Messrs UHY were re-appointed as the auditors of the Company at the Seventeenth Annual General Meeting of the Company held on 27 July 2020 to hold office until the conclusion of the 18th AGM of the Company. Messrs UHY have indicated their intention to retire and they are not seeking re-appointment as auditors of the Company.

In line with good corporate governance practice, the Audit and Risk Management Committee had undertaken assessment of the suitability and independence of auditors and based on an internal procurement process, had recommended the appointment of Messrs TGS TW PLT as auditors of the Company for the financial year ending 31 December 2021.

The Board had reviewed the recommendation of the Audit and Risk Management Committee and agreed to nominate the appointment of Messrs TGS TW PLT as the new auditors in place of the retiring auditors, Messrs UHY at the forthcoming AGM of the Company. Messrs TGS TW PLT have given their consent to act as the auditors of the Company.

3. Item 6 of the Agenda

The Board of Directors ("Board") via the Nomination Committee conducted an annual performance evaluation and assessment of Datuk Low Kim Leng, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) 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 ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements"), and therefore was able to bring independent and objective judgment to the Board;
- his experience enables him to provide the Board with a diverse set of experience, expertise, skills and competence;
- he has been with the Company for long and therefore understand the Company's business operations which enable him to participate actively and contribute during deliberations or discussions at the Audit and Risk Management Committee and Board meetings;
- he has contributed sufficient time and efforts and attended all the Nomination Committee, Remuneration Committee, Audit and Risk Management Committee and Board meetings for informed and balanced decision making; and
- he has exercised due care during his tenure as an Independent Non-Executive Director of the Company and carried out his professional duties in the interest of the Company and shareholders.

4. Item 7 of the Agenda

The Company had, during its Seventeenth Annual General Meeting held on 27 July 2020, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to Section 76 of the Companies Act 2016. The Company did not issue any shares pursuant to this mandate obtained.

The Ordinary Resolution 6 proposed under item 7 of the Agenda is a renewal of the general mandate for issuance of shares by the Company under Section 76 of the Companies Act 2016.

Bursa Malaysia Securities Berhad ("Bursa Securities") had via their letter dated 16 April 2020 granted several additional temporary relief measures, amongst others, listed corporations are allowed to seek a higher general mandate under Rule 6.04 of the Listing Requirements of not more than 20% of the total number of issued shares for issue of new securities ("20% General Mandate"), provided that the following are being complied with:

- procure shareholders' approval for the 20% General Mandate at a general meeting; and
- complies with all relevant applicable legal requirements, including its Constitution or relevant constituent document.

This 20% General Mandate may be utilised by listed corporations to issue new securities until 31 December 2021 and thereafter, the 10% general mandate will be reinstated.

The Board of Directors, having considered the current economic climate arising from the global COVID-19 pandemic and future financial needs of the Group, is of the opinion that this 20% General Mandate is in the best interests of the Company and its shareholders. This 20% General Mandate will provide flexibility for the Company for fund raising and enable the Company, should it required to do so, to meet its funding requirements for working capital or strategic development of the Group and operational expenditure, expeditiously and efficiently. This would eliminate any delay arising from and cost involved in convening a separate general meeting to obtain approval of the shareholders for such issuance of shares during this challenging period. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting.

The authority will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding investment project(s) and/or working capital. The Directors of the Company did not allot or issue ordinary shares pursuant to the authority given by its shareholders at the previous Annual General Meeting.

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.

PROXY FORM**CDS ACCOUNT NO. OF
AUTHORISED NOMINEE****NUMBER OF SHARES HELD**

SERSOL BERHAD
[Registration No. 200201034397 (602062-X)]
(Incorporated in Malaysia)

I/We, _____ NRIC/Passport No. _____
(FULL NAME IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

contact no. _____ email address _____ being a member/ members of **SerSol Berhad ("Company")** hereby appoint the person(s) below as my/our proxy(ies) to vote for me/us and on my/our behalf at the Eighteenth General Meeting of the Company ("**18th AGM**") will be conducted virtually with the main venue at Boardroom, 1-40-2, Menara Bangkok Bank, Berjaya Central Bank, No. 105 Jalan Ampang, 50450 Kuala Lumpur, Malaysia on Thursday, 29 July 2021 at 3.00 p.m. and at any adjournment thereof.

IMPORTANT NOTE:

Please (i) tick [✓] either **ONE** of the option (a) or (b) for the number of proxy which you wish to appoint, (ii) complete the details of your proxy/proxies and the proportion of your shareholding to be represented (if applicable), (iii) please tick [✓] option (c) if you would like to appoint the Chairman of the 18th AGM as the proxy or failing the proxy to vote on your behalf and (iv) sign or execute this form.

Option	Name of proxy(ies)	NRIC/ Registration No.	Email Address & Phone Number	Proportion of shareholding to be represented
(a)	Appoint ONE proxy only (Please complete details of proxy below)			
				100%
(b)	Appoint MORE THAN ONE proxy (Please complete details of proxies below)			
Proxy 1				%
Proxy 2				%
				100%
(c)	The Chairman of the 18th AGM as my/our proxy and/or failing the above proxy to vote for me/us on my/our behalf			

My/our proxy/proxies is/are to vote as indicated below:

Please indicate with an "X" in the appropriate box provided to indicate how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on the Resolutions, the proxy shall vote at his/her discretion, or abstain from voting as the proxy thinks fit.

NO.	RESOLUTION	FOR	AGAINST
	Ordinary Business		
Ordinary Resolution 1	To re-elect Tan Fie Jen		
Ordinary Resolution 2	To re-elect Yeong Siew Lee		
Ordinary Resolution 3	To approve the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company and its subsidiaries of RM280,000 for the period from 29 July 2021 until the next Annual General Meeting of the Company to be made payable monthly after each month of completed service of the Directors		
Ordinary Resolution 4	To appoint Messrs TGS TW PLT as Auditors of the Company in place of the retiring auditors, Messrs UHY		
	Special Business		
Ordinary Resolution 5	Authority for Datuk Low Kim Leng to continue in office as Independent Non-Executive Director		
Ordinary Resolution 6	To authorise the Directors to allot and issue shares pursuant to Section 76 of the Companies Act 2016		

SERSOL BERHAD

[Registration No. 200201034397 (602062-X)]

Dated this _____ day of _____ 2021

Signature / Common Seal of Shareholder

Contact No: _____

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
2. A member shall be entitled to appoint more than one (1) proxy and shall not be entitled to appoint more than two (2) proxies to attend and vote at the same meeting.
3. 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.
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**”) as defined under the Securities Industry (Central Depositories) Act, 1991, 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. An instrument appointing a proxy must be in writing under the hand of the appointer or his/her attorney is duly authorised and in the case of a corporation shall be either under its common seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited with the Poll Administrator, Mega Corporate Services Sdn. Bhd., Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia or via email to AGM-Support.Sersol@megacorp.com.my not less than forty eight (48) hours before the time set for holding the meeting or at any adjournment of meeting, failing which, the instrument of proxy shall not be treated as valid.
7. In respect of deposited securities, only members whose names appear on the Record of Depositors on 22 July 2021 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and /or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 30 June 2021.