



## PDZ HOLDINGS BHD

Registration No. 199501031213 (360419-T)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("EGM") of PDZ Holdings Bhd ("PDZ" or the "Company") will be held on a fully virtual basis and entirely via remote participation and voting through online meeting platform hosted on Securities Services e-Portal at <https://www.sshsb.net.my/> (MYNIC Domain Registration Number D4A004360) provided by SS E Solutions Sdn. Bhd. on Monday, 26 July 2021 at 10.00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolutions with or without any modifications:-

#### ORDINARY RESOLUTION 1

**PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OF PDZ AND ITS SUBSIDIARIES TO INCLUDE THE MANUFACTURE, SALE AND MARKETING OF GLOVES AND OTHER RELATED ACTIVITIES ("PROPOSED DIVERSIFICATION")**

"THAT subject to the necessary approvals of the relevant authorities and parties (if required) being obtained, approval be and is hereby given to the Board of Directors of the Company ("Board") to implement the diversification of the business of PDZ and its subsidiaries to include the manufacturing, sale and marketing of gloves and other related activities.

THAT the Board be and is hereby empowered and authorised to do all such acts, deeds and things to execute, sign and deliver on behalf of the Company all such documents and enter into any arrangements, agreements and/or undertakings with any party or parties as they may deem fit, necessary or expedient or appropriate in order to give full effect to the Proposed Diversification with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required by the relevant authorities or deemed necessary by the Board in the best interest of the Company.

AND THAT the Company Secretary be hereby authorised and instructed to do all the necessary and deemed fit to lodge the prescribed form in accordance with the Companies Act, 2016 with the Companies Commission of Malaysia for and on behalf of the Company."

#### ORDINARY RESOLUTION 2

**PROPOSED CONSOLIDATION OF EVERY 10 ORDINARY SHARES IN PDZ ("SHARES") INTO 1 SHARE ("CONSOLIDATED SHARE") ("PROPOSED SHARE CONSOLIDATION")**

"THAT subject to the approvals of all relevant parties and/or authorities being obtained (if required), approval be and is hereby given to the Company to give effect to the consolidation of every 10 existing Shares held by the entitled 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 by the Board and announced later by the Company ("Books Closure Date") into 1 Consolidated Share;

THAT the Consolidated Shares shall, upon allotment and issuance, rank equally in all respects with one another and that the fractional entitlements arising from the Proposed Share Consolidation shall be disregarded and/or dealt with by the Board in such manner as its absolute discretion as it may deem fit or expedient and in the best interest of the Company;

AND THAT the Board be and is hereby authorised with full power to do all such acts, deeds and things and to execute and deliver on behalf of the Company all such documents and/or agreements as the Board may deem fit, necessary or expedient or appropriate in the best interest of the Company, in order to finalise, implement and/or give effect to the Proposed Share Consolidation with full power to assent to any terms, conditions, modifications, variations and/or amendments as may be imposed or required by the relevant authorities."

#### ORDINARY RESOLUTION 3

**PROPOSED RENOUNCEABLE RIGHTS ISSUE OF UP TO 797,749,896 NEW SHARES ("RIGHTS SHARES") TOGETHER WITH UP TO 265,916,632 FREE DETACHABLE WARRANTS IN THE COMPANY ("WARRANTS C") ON THE BASIS OF 6 RIGHTS SHARES TOGETHER WITH 2 FREE WARRANTS C FOR EVERY 1 CONSOLIDATED SHARE HELD BY THE ENTITLED SHAREHOLDERS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED ("PROPOSED RIGHTS ISSUE WITH WARRANTS")**

"THAT subject to the passing of Ordinary Resolution 1 and the Ordinary Resolution 2 as well as the approvals of all relevant parties and/or authorities being obtained (if required), including but not limited to the approval of Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing and quotation of the Rights Shares and Warrants C to be issued pursuant to the Proposed Rights Issue with Warrants and the new Shares to be issued pursuant to the exercise of the Warrants C, the Board be and is hereby authorised:-

- to provisionally allot and issue by way of a renounceable rights issue of up to 797,749,896 Rights Shares together with up to 265,916,632 Warrants C to the shareholders of the Company whose names appear in the Record of Depositors of the Company at the close of business on the Entitlement Date ("Entitled Shareholders") and/or their renounee(s), on the basis of 6 Rights Shares together with 2 free Warrants C for every 1 Consolidated Share held on the Entitlement Date at an issue price to be determined by the Board and on such terms and conditions and in such manner as the Board may determine;
- to enter into and execute the deed poll constituting the Warrants C ("Deed Poll C") and to do all acts, deeds and things as the Board may deem fit or expedient in order to implement, finalise and give effect to the Deed Poll C (including, without limitation, the affixing of the Company's company seal, where necessary);
- to allot and issue the Warrants C in registered form to the Entitled Shareholders (and/or their renounee(s), as the case may be) and Excess Applicants (as defined below), if any, who subscribe for and are allotted Rights Shares, each Warrant C conferring the right to subscribe for 1 new Share at an exercise price to be determined by the Board on the Entitlement Date, subject to the provisions for adjustment to the subscription rights attached to the Warrants C in accordance with the provisions of the Deed Poll C;
- to allot and issue such number of additional Warrants C pursuant to adjustments as provided for under the Deed Poll C ("Additional Warrants C") and to adjust from time to time the exercise price of the Warrants C as a consequence of the adjustments under the provisions of the Deed Poll C and/or to effect such modifications, variations and/or amendments as may be imposed, required or permitted by Bursa Securities and any other relevant authorities or parties (where required); and
- to allot and issue such number of new Shares credited as fully paid-up to the holders of Warrants C upon their exercise of the relevant Warrants C to subscribe for new Shares during the tenure of the Warrants C, and such further new Shares as may be required or permitted to be issued pursuant to the exercise of the Additional Warrants C and such adjustments in accordance with the provisions of the Deed Poll C;

THAT the Board be and is hereby authorised to determine and vary if deemed fit, necessary and/or expedient, the issue price of the Rights Shares and the exercise price of the Warrants C to be issued in connection with the Proposed Rights Issue with Warrants;

THAT any Rights Shares which are not validly taken up or which are not allotted for any reason whatsoever to the Entitled Shareholders and/or their renounee(s) shall be made available for excess applications in such manner and to such persons ("Excess Applicants") as the Board shall determine at its absolute discretion;

THAT the Rights Shares, Warrants C and the new Shares to be issued pursuant to the exercise of the Warrants C and Additional Warrants C (if any) shall be listed on the Main Market of Bursa Securities;

THAT the proceeds of the Proposed Rights Issue with Warrants shall be utilised for the purposes as set out in Section 7 of the Circular to Shareholders dated 9 July 2021 and the Board be and is hereby authorised with full powers to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient or in the best interests of the Company, subject to the approval of the relevant authorities (where required);

THAT the Rights Shares shall, upon allotment, issuance and full payment of the issue price of the Rights Shares, rank equally in all respects with the then existing issued Shares, save and except that the holders of such Rights Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to Shareholders, the entitlement date of which is prior to the date of allotment of the Rights Shares;

THAT the new Shares to be issued pursuant to the exercise of the Warrants C (including the Additional Warrants C, if any) shall, upon allotment, issuance and full payment of the exercise price of the Warrants C (or the Additional Warrants C, if any), rank equally in all respects with the then existing issued Shares, save and except that the holders of such new Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders, the entitlement date of which is prior to the date of allotment and issuance of such new Shares to be issued pursuant to the exercise of the Warrants C (including the Additional Warrants C, if any);

THAT the Board be and is hereby entitled to deal with all or any of the fractional entitlements of the Rights Shares and the Warrants C arising from the Proposed Rights Issue with Warrants, which are not validly taken up or which are not allotted for any reason whatsoever, in such manner and to such persons as the Board may in its absolute discretion deem fit and in the best interest of the Company (including without limitation to disregard such fractional entitlements altogether);

THAT the Board be and is hereby empowered and authorised to do all acts, deeds and things, and to execute, enter into, sign, deliver and cause to be delivered for and on behalf of the Company all such transactions, arrangements, agreements and/or documents as it may consider necessary or expedient in order to implement, give full effect to and complete the Proposed Rights Issue with Warrants, with

full powers to assent to and accept any conditions, modifications, variations, arrangements and/or amendments to the terms of the Proposed Rights Issue with Warrants as the Board may deem fit, necessary and/or expedient in the best interests of the Company or as may be imposed by any relevant authority or consequent upon the implementation of the aforesaid conditions, modifications, variations, arrangements and/or amendments and to take all steps as it considers necessary in connection with the Proposed Rights Issue with Warrants in order to implement and give full effect to the Proposed Rights Issue with Warrants;

AND THAT this resolution constitutes 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 in full force and effect until all Rights Shares, Warrants C (including Additional Warrants C, if any) and the new Shares 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 4

**PROPOSED VARIATION OF THE UTILISATION OF PROCEEDS PREVIOUSLY RAISED FROM A RIGHTS ISSUE EXERCISE UNDERTAKEN BY THE COMPANY ("PROPOSED VARIATION")**

"THAT subject to the passing of Ordinary Resolution 1 and Ordinary Resolution 3 as well as the approvals of all relevant authorities and/or parties being obtained (where required), approval be and is hereby given to the Company to vary the utilisation of proceeds previously raised from the Company's previous rights issue exercise in the manner and extent as set out in Sections 5 and 7 of the Circular to Shareholders dated 9 July 2021;

AND THAT the Board be and is hereby authorised to do all acts, deeds and things as are necessary to give full effects to the Proposed Variation with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities, and to take all steps and actions as the Board may deem fit or expedient in order to carry out, finalise and give full effect to the Proposed Variation."

#### ORDINARY RESOLUTION 5

**PROPOSED ESTABLISHMENT OF AN EMPLOYEES' SHARE OPTIONS SCHEME ("ESOS") OR "SCHEME" INVOLVING UP TO 15% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY (EXCLUDING TREASURY SHARES, IF ANY) FOR ELIGIBLE DIRECTORS AND EMPLOYEES OF THE COMPANY AND ITS SUBSIDIARIES ("PROPOSED ESOS")**

"THAT subject to the approval of all relevant authorities and parties being obtained (if required), including but not limited to the approval of Bursa Securities for the listing and quotation of the new ordinary shares in the Company to be issued pursuant to the exercise of the ESOS options granted under the Scheme having been obtained, approval be and is hereby given for the Company to establish the Scheme involving up to 15% of the total number of issued shares of the Company from time to time (excluding treasury shares, if any) for the benefit of eligible directors and eligible employees of the Group, excluding the subsidiaries which are dormant, and the Board be and is hereby authorised to:-

- implement and administer the Scheme in accordance with the by-laws governing the Scheme ("By-Laws"), a draft of which is set out in Appendix II of the Circular to Shareholders dated 9 July 2021, and to give full effect to the Scheme with full powers to assent to any conditions, variations, modifications and/or amendments as may be deemed fit or expedient and/or imposed or required by the relevant authorities or as may be deemed fit or necessary by the Board at its discretion;
- make the necessary applications to Bursa Securities and do all the things necessary at the appropriate time or times for the listing and quotation of the new Shares which may from time to time be allotted and issued pursuant to the exercise of the ESOS options granted under the Scheme;
- allot and issue from time to time such number of new Shares as may be required to be issued pursuant to the exercise of the ESOS options granted under the Scheme provided that the aggregate number of new Shares to be allotted and issued under the Scheme shall not exceed in aggregate 15% of the total number of issued shares of the Company (excluding treasury shares, if any) at any time during the existence of the Scheme. The new Shares to be issued pursuant to the exercise of the ESOS options granted under the Scheme shall, upon allotment, issuance and full payment of the exercise price of the ESOS options, rank equally in all respects with the then existing issued Shares, save and except that the holders of such new Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to Shareholders, the entitlement date of which is prior to the date of allotment and issuance of such new Shares and will be subject to all the provisions of the Constitution of the Company relating to the transfer, transmission and otherwise of the Shares;
- modify and/or amend the By-Laws from time to time as may be required or permitted by the authorities or deemed necessary by the authorities or the Board provided that such modifications and/or amendments are effected in accordance with the provisions of the By-Laws relating to modifications and/or amendments and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Scheme;
- extend the duration of the Scheme, provided always that such extension of the Scheme made pursuant to the By-Laws shall not in aggregate exceed a duration of 10 years from the date on which the Scheme shall take effect following full compliance of all relevant requirements or such longer period as may be permitted by Bursa Securities or any other relevant authorities from time to time without having to obtain any further sanction, approval, consent or authorisation of the shareholders of the Company in a general meeting; and
- do all such acts and things, to execute all such documents and to enter into all such transactions, arrangements and agreements, deeds or undertakings and to make such rules or regulations, or impose such terms and conditions or delegate its power as may be necessary or expedient in order to give full effect to the Proposed ESOS and terms of the By-Laws;

THAT the By-Laws, a draft of which is set out in Appendix II of the Circular to Shareholders dated 9 July 2021, be and is hereby approved and adopted;

AND THAT the Board be and is hereby authorised to give effect to the Scheme with full powers to consent to and to adopt and implement such conditions, modifications, variations and/or amendments as may be required by the relevant regulatory authorities or as the Board may deem fit or necessary at its absolute discretion."

#### BY ORDER OF THE BOARD

PDZ HOLDINGS BHD

TEA SOR HUA (MACS 01324)

Company Secretary  
SSM Practising Certificate No.: 201908001272  
Petaling Jaya, Selangor Darul Ehsan  
9 July 2021

#### Notes:-

- A member of the Company who is entitled to attend, participate, speak and vote at the EGM is entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the EGM in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- A proxy may but need not be a member of the Company. A proxy appointed to attend, participate, speak and vote at the EGM shall have the same rights as the member to speak at the EGM.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee 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 appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- 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 the seal or under the hand of an officer or attorney duly authorised.
- To be valid, the instrument appointing a proxy must be deposited at the office of the Share Registrar of the Company situated at Level 7, Menara Milenium, Jalan Damansara, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, or submitted electronically via Securities Services e-Portal at <https://www.sshsb.net.my/>, not less than forty-eight (48) hours before the time for holding the EGM or adjourned meeting.
- For the purpose of determining a member who shall be entitled to attend the EGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 19 July 2021. Only members whose names appear in the General Meeting Record of Depositors as at 19 July 2021 shall be entitled to attend the EGM and to participate, speak and vote thereat.
- All the resolutions set out in this Notice of the EGM will be put to vote by poll.
- The members are advised to refer to the Administrative Notes on the registration and voting process for the EGM.
- In view of the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of the EGM at short notice. Kindly check Bursa Securities' website and the Company's website at [www.pdzlines.com](http://www.pdzlines.com) for the latest updates on the status of the EGM.



**PDZ HOLDINGS BHD**

Registration No. 199501031213 (360419-T)  
(Incorporated in Malaysia)

**ADMINISTRATIVE NOTES FOR THE FULLY VIRTUAL EXTRAORDINARY GENERAL MEETING (“EGM”)**

Day/Date : Monday, 26 July 2021 or at any adjournment thereof  
Time : 10.00 a.m.  
Venue : Fully virtual basis and entirely via remote participation and voting through online meeting platform hosted on Securities Services e-Portal at <https://www.sshsb.net.my/> (MYNIC Domain Registration Number D4A004360) provided by SS E Solutions Sdn. Bhd.

**REMOTE PARTICIPATION AND VOTING (“RPV”) PROCEDURES AT THE FULLY VIRTUAL EGM OF PDZ HOLDINGS BHD (“PDZ” OR “THE COMPANY”)**

Shareholders who wish to attend the fully virtual EGM will have to register and attend remotely.

Kindly refer to the following information on RPV procedures for remote participation in the EGM through live streaming and online remote voting:

<b>BEFORE THE EGM</b>	
<b>(A) Sign up for a user account at Securities Services e-Portal</b>	
Step 1 Visit <a href="https://sshsb.net.my/login.aspx">https://sshsb.net.my/login.aspx</a> Step 2 Sign up for a user account Step 3 Wait for a notification email that will be sent within one (1) working day Step 4 Verify your user account within seven (7) days of the notification email and log in	<ul style="list-style-type: none"> <li>The e-Portal requires one (1) working day to process all user sign-ups. If you do not have a user account with the e-Portal, you will need to sign up for a user account by the deadlines stipulated below.</li> <li>Your registered email address is your User ID.</li> <li>Please proceed to either (B) or (C) below once you are a registered user.</li> </ul>
<b>ALL SHAREHOLDERS MUST REGISTER AS A USER BY 22 JULY 2021</b>	
<b>(B) Register for Remote Participation</b>	
<b>Meeting Date and Time</b>	<b>Registration for Remote Participation Closing Date and Time</b>
Monday, 26 July 2021 at 10:00 a.m.	Saturday, 24 July 2021 at 10:00 a.m.
<ul style="list-style-type: none"> <li>➤ Log in to <a href="https://sshsb.net.my/login.aspx">https://sshsb.net.my/login.aspx</a> with your registered email and password</li> <li>➤ Look for <b>PDZ Holdings Bhd.</b> under Company Name and <b>EGM on 26 July 2021 at 10:00 a.m. – Registration for Remote Participation</b> under Corporate Exercise / Event and click “&gt;” to register for remote participation at the EGM.</li> </ul>	

Step 1 Check if you are attending as –

- Individual shareholder
- Corporate or authorised representative of a body corporate

*For body corporates, the appointed corporate/authorised representative has to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to the Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the registration closing date and time above.*

Step 2 Submit your registration.

- A copy of your e-Registration for remote participation can be accessed via **My Records** (refer to the left navigation panel).
- Your registration will apply to all the **CDS account(s)** of each individual shareholder / body corporate shareholder that you represent. If you are both an individual shareholder and representative of body corporate(s), you need to register as an individual and also as a representative for each body corporate.
- As the EGM will be conducted on a fully virtual basis and only the Chairman and other essential individuals will be present at the broadcast venue, we highly encourage all shareholders to remotely participate and vote at the EGM, failing which, please appoint the Chairman of the EGM as proxy or your own proxy(ies) to represent you.

### (C) Submit e-Proxy Form

Meeting Date and Time	Proxy Form Submission Closing Date and Time
Monday, 26 July 2021 at 10:00 a.m.	Saturday, 24 July 2021 at 10:00 a.m.

- Log in to <https://sshsb.net.my/login.aspx> with your registered email and password
- Look for **PDZ Holdings Bhd.** under Company Name and **EGM on 26 July 2021 at 10:00 a.m. – Submission of Proxy Form** under Corporate Exercise / Event and click ">" to submit your proxy forms online for the EGM by the submission closing date and time above.

Step 1 Check if you are submitting the proxy form as –

- Individual shareholder
- Corporate or authorised representative of a body corporate

*For body corporates, the appointed corporate/authorised representative is to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to the Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the proxy form submission closing date and time above .*

Step 2 Enter your CDS account number or the body corporate's CDS account number and corresponding number of securities. Then enter the information of your proxy(ies) and the securities to be represented by your proxy(ies).

**You are strongly encouraged to appoint the Chairman of the EGM as your proxy where you are not able to participate remotely.**

Step 3 Proceed to indicate how your votes are to be casted against each resolution.

Step 4 Review and confirm your proxy form details before submission.

- A copy of your submitted e-Proxy Form can be accessed via **My Records** (refer to the left navigation panel).
- Kindly submit your e-Proxy Form for **every CDS account(s)** you have or represent.

## PROXIES

All appointed proxies need not register for remote participation under (B) above but if they are not registered Users of the e-Portal, they will need to register as Users of the e-Portal under (A) above by **22 July 2021**. PLEASE NOTIFY YOUR PROXY(IES) ACCORDINGLY. Upon processing the proxy forms, we will grant the proxy access to remote participation at the EGM to which he/she is appointed for instead of the shareholder, provided the proxy must be a registered user of the e-Portal, failing which, the proxy will not be able to participate at the EGM as the EGM will be conducted on a fully virtual basis.

## ON THE DAY OF THE EGM

Log in to <https://sshsb.net.my/login.aspx> with your registered email and password

### (D) Join the Live Stream Meeting (eLive)

Meeting Date and Time	eLive Access Date and Time
Monday, 26 July 2021 at 10:00 a.m.	Monday, 26 July 2021 at 9:30 a.m.

➤ Look for **PDZ Holdings Bhd.** under Company Name and **EGM on 26 July 2021 at 10:00 a.m. – Live Stream Meeting** under Corporate Exercise / Event and click ">" to join the EGM.

- The access to the live stream meeting will open on the abovementioned date and time.
- If you have any questions to raise, you may use the text box to transmit your question. The Chairman/Board/Management/relevant adviser(s) will endeavour to broadcast your question and their answer during the EGM. Do take note that the quality of the live streaming is dependent on the stability of the internet connection at the location of the user.

### (E) Vote Online Remotely during the Meeting (eVoting)

Meeting Date and Time	eVoting Access Date and Time
Monday, 26 July 2021 at 10:00 a.m.	Monday, 26 July 2021 at 10:00 a.m.

- If you are already accessing the Live Stream Meeting, click **Proceed to Vote** under the live stream player.  
OR
- If are not accessing from the Live Stream Meeting and have just logged in to the e-Portal, look **PDZ Holdings Bhd.** under Company Name and **EGM on 26 July 2021 at 10:00 a.m. – Remote Voting** under Corporate Exercise / Event and click ">" to remotely cast and submit the votes online for the resolutions tabled at the EGM.

Step 1 Cast your votes by clicking on the radio buttons against each resolution.

Step 2 Review your casted votes and confirm and submit the votes.

- The access to eVoting will open on the abovementioned date and time.
- Your votes casted will apply throughout all the CDS accounts you represent as an individual shareholder, corporate / authorised representative and proxy. Where you are attending as a proxy, and the shareholder who appointed you has indicated how the votes are to be casted, we will take the shareholder's indicated votes in the proxy form.
- The access to eVoting will close when the Chairman announces the closing of all voting at the EGM.
- A copy of your submitted eVoting can be accessed via **My Records** (refer to the left navigation panel).

## RECORD OF DEPOSITORS FOR THE EGM

The date of Record of Depositors for the EGM is 19 July 2021. As such, only members whose name appears in the Record of Depositors of PDZ as at 19 July 2021 shall be entitled to attend the EGM and to participate, speak and vote thereat.

## **POLL VOTING**

The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed SS E Solutions Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting and Commercial Quest Sdn. Bhd. as Scrutineers to verify the poll results.

The voting module has been made accessible to all shareholders and proxies to submit your votes from the commencement of the meeting and shall close upon the closure of the voting session to be announced by the Chairman of the meeting. Upon completion of the voting session for the meeting, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

## **RECORDING OR PHOTOGRAPHY**

**STRICTLY NO** unauthorised recording or photography of the EGM proceedings is allowed. PDZ reserves the rights to take appropriate legal actions against anyone who violates this rule.

## **ENQUIRY**

If you have any general queries prior to the EGM, please contact the Poll Administrator during office hours from 8:30 a.m. to 5:30 p.m. (Monday to Friday):

### **SS E Solutions Sdn. Bhd.**

Contact Person : Mr. Wong Piang Yoong / Mr. Jerry Tan Hor Seng / Ms. Lee Pei Yeng /  
Ms. Rachel Ou  
Tel No : (603) 2084 9000 (General Line)  
(603) 2084 9168 (DID)  
(603) 2084 9165 (DID)  
(603) 2084 9169 (DID)  
(603) 2084 9161 (DID)  
Email : [eservices@sshsb.com.my](mailto:eservices@sshsb.com.my)



**PDZ HOLDINGS BHD**  
Registration No. 199501031213 (360419-T)  
(Incorporated in Malaysia)

**FORM OF PROXY**

<b>CDS Account No.</b>
<b>No. of Shares held</b>

I/We, ..... NRIC/Passport/Registration No.: .....  
(Full name in block)

of .....  
(Address)

being a member/members of PDZ Holdings Bhd., hereby appoint(s):-

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and / or\*

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her\*, the Chairman of the Meeting as my/our\* proxy to vote for me/us\* 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 through online meeting platform hosted on Securities Services e-Portal at <https://www.sshsb.net.my/> (MYNIC Domain Registration Number D4A004360) provided by SS E Solutions Sdn. Bhd. on Monday, 26 July 2021 at 10.00 a.m. or at any adjournment thereof, and to vote as indicated below:-

Item	Agenda	Resolution	FOR	AGAINST
1.	Proposed Diversification	Ordinary Resolution 1		
2.	Proposed Share Consolidation	Ordinary Resolution 2		
3.	Proposed Rights Issue with Warrants	Ordinary Resolution 3		
4.	Proposed Variation	Ordinary Resolution 4		
5.	Proposed ESOS	Ordinary Resolution 5		

\*delete whichever not applicable

Please indicate with an ‘X’ in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy may vote or abstain as he thinks fit.

Dated this.....day of .....2021

\_\_\_\_\_  
Signature(s) of member(s)

Notes:-

- A member of the Company who is entitled to attend, participate, speak and vote at the EGM is entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the EGM in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- A proxy may but need not be a member of the Company. A proxy appointed to attend, participate, speak and vote at the EGM shall have the same rights as the member to speak at the EGM.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee 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 appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.



5. *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 the seal or under the hand of an officer or attorney duly authorised.*
6. *To be valid, the instrument appointing a proxy must be deposited at the office of the Share Registrar of the Company situated at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, or submitted electronically via Securities Services e-Portal at <https://www.sshsb.net.my/>, not less than forty-eight (48) hours before the time for holding the EGM or adjourned meeting.*
7. *For the purpose of determining a member who shall be entitled to attend the EGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 19 July 2021. Only members whose names appear in the General Meeting Record of Depositors as at 19 July 2021 shall be entitled to attend the EGM and to participate, speak and vote thereat.*
8. *All the resolutions set out in this Notice of the EGM will be put to vote by poll.*
9. *The members are advised to refer to the Administrative Notes on the registration and voting process for the EGM.*
10. *In view of the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of the EGM at short notice. Kindly check Bursa Securities' website and the Company's website at [www.pdzlines.com](http://www.pdzlines.com) for the latest updates on the status of the EGM.*

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AFFIX  
STAMP

**The Share Registrar of  
PDZ HOLDINGS BHD  
c/o SECURITIES SERVICES (HOLDINGS) SDN. BHD.**  
Level 7, Menara Milenium  
Jalan Damanlela  
Pusat Bandar Damansara  
Damansara Heights  
50490 Kuala Lumpur

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