



BONIA CORPORATION BERHAD

Registration No. 1991011622 (23914-1)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("Meeting") of Bonia Corporation Berhad ("Company") will be held on a fully virtual basis via the online meeting platform hosted on the e-Portal of AI Smartual Learning Sdn. Bhd. at <https://agm.virtualeagm.com.my> (Domain Registration No. with MyNIC Berhad: D1A444202) on Wednesday, 11 August 2021 at 11.00 a.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

PROPOSED LISTING OF SBG HOLDINGS SDN. BHD. ("SBG") ON THE LEAP MARKET OF BURSA MALAYSIA SECURITIES BERHAD ("BURSA SECURITIES") ("PROPOSED LISTING")

"THAT, subject to the approvals of all relevant authorities being obtained, the completion of the Proposed Demerger (details of which were set out in Section 2.1 of the circular to shareholders of the Company dated 22 July 2021 in relation to the Proposed Listing) and approval of the relevant authorities for the admission of SBG to the Official List of Bursa Securities and the listing of and quotation for the entire enlarged issued share capital of SBG on the LEAP Market of Bursa Securities, approval be and is hereby given for the Company to list the entire enlarged issued share capital of SBG on the LEAP Market of Bursa Securities.

AND THAT, the Board of Directors of the Company ("Board") be and is hereby empowered and authorised to do or procure to be done all acts, deeds and things and to execute, sign and deliver on behalf of the Company and any of its subsidiaries, all such documents as it may deem necessary, expedient and/or appropriate to implement, give full effect to and complete the Proposed Listing, with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may deem fit and/or as may be imposed by any relevant authorities."

By Order of the Board

CHONG CHIN LOOK (Membership No. MIA 8043, SSM Practising Certificate No. 202008001280)

CHOK KWEE WAH (Membership No. MACS 00550, SSM Practising Certificate No. 202008002837)

TAN KEAN WAI (Membership No. MAICSA 7056310, SSM Practising Certificate No. 202008000801)

Company Secretaries

22 July 2021
Kuala Lumpur

Notes:

1. Only a depositor whose name appears on the Record of Depositors as at 2 August 2021 shall be entitled to attend, participate, speak and vote at this Meeting as well as for appointment of any person as his proxy(ies) to exercise all or any of his rights to attend, participate, speak and vote at the Meeting on his stead.
2. Where a member appoints more than 1 proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. However, a member shall not, subject to Paragraphs (3) and (4) below, be entitled to appoint more than 2 proxies to attend and vote at the Meeting.
3. Where a member is an exempt authorised nominee (EAN) as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary 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 EAN may

4. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy but not more than 2 proxies in respect of each securities account it holds which is credited with ordinary shares of the Company. The appointment of 2 proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
5. Where a member entitled to vote on a resolution has appointed more than 1 proxy, the proxies shall only be entitled to vote on any question at the Meeting on poll provided that the member specifies the proportion of his holdings to be represented by each proxy.
6. Where a member is a corporation, it may also by resolution of its directors or other governing body authorising a person or persons to act as its representative or representatives to exercise all or any of its rights to attend, participate, speak and vote at the Meeting on its stead.
7. 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 corporation's common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority on the appointed proxy to demand or join in demanding a poll.
The instrument appointing a proxy or proxy form and the power of attorney or other authority, if any, under which it is signed or a copy of that power or authority, certified by an advocate and solicitor or where the member is a body corporate, the copy of the power or authority may also be certified by an authorised officer of that member, shall be deposited at the office of the Poll Administrator, AI Smartual Learning Sdn. Bhd. at 23-5, Menara Bangkok Bank, Berjaya Central Park, Jalan Ampang, 50450 Kuala Lumpur, Malaysia, alternatively to be submitted electronically through enquiry@virtualeagm.com, not less than 48 hours before the time appointed for holding the Meeting or adjourned Meeting at which the person named in the instrument proposes to vote or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll as may be provided or permitted under the applicable laws, and in default the instrument of proxy or proxy form shall not be treated as valid. *Faxed and photocopied copies of the duly executed Proxy Form are not acceptable.*
8. Should you wish to personally participate at the Meeting remotely, please register electronically via the online meeting platform at <https://agm.virtualeagm.com.my> by the registration cut-off date and time. Please refer to the Administrative Guide for Extraordinary General Meeting as enclosed in the circular to shareholders of the Company dated 22 July 2021 in relation to the Proposed Listing, for further details.
9. As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers that was issued on 18 April 2020 and its subsequent revisions, the online meeting platform that is registered with MyNIC Berhad and hosted in Malaysia is recognised as the meeting venue under Section 327 of the Companies Act 2016. No shareholders, proxies, corporate/authorised representatives, or attorneys from the public are allowed to be physically present thereat on the day of the Meeting.
10. In view of the constantly evolving Covid-19 situation in Malaysia, the Company may be required to change the arrangements of the Meeting at short notice. Kindly refer to the websites of Bursa Malaysia Securities Berhad and of the Company for the latest updates of the Meeting.
11. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements, the resolution set out in this Notice will be put to vote by poll.