



MMAG

**MMAG HOLDINGS BERHAD**

[Registration No. 200301007003 (609423-V)]  
Incorporated in Malaysia

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** the Eighteenth Annual General Meeting (“AGM”) of the Company will be conducted on a fully virtual basis through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities via Vote2U at <https://web.vote2u.my> on Monday, 30 August 2021 at 10:00 a.m. for the following purposes:-

### AGENDA

#### AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 March 2021 together with the Reports of the Directors and Auditors thereon.
- To approve the payment of Directors’ fees and benefits up to RM300,000 from 1 September 2021 until the next AGM of the Company. (Ordinary Resolution 1)
- To re-elect the following Directors retiring in accordance with the Company’s Constitution and being eligible, have offered themselves for re-election:-
  - Hwang Siew Chien [Clause 78] (Ordinary Resolution 2)
  - Kenny Khaw Chuan Wah [Clause 79] (Ordinary Resolution 3)
  - YM Tengku Farith Rithauddeen [Clause 79] (Ordinary Resolution 4)
  - Woo Kam Weng [Clause 79] (Ordinary Resolution 5)
  - Dato’ Sok One A/L Esen [Clause 79] (Ordinary Resolution 6)
  - Dato’ Mohammad Hamiddan bin Maryani [Clause 79] (Ordinary Resolution 7)
- To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company and to authorise the Board of Directors to fix their remuneration. (Ordinary Resolution 8)

#### AS SPECIAL BUSINESS

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

- AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** (Ordinary Resolution 9)

“THAT, subject always to the Companies Act 2016, the Constitution of the Company, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016, to allot shares in the Company from time to time at such price and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares allotted pursuant to this resolution does not exceed 20% of the total number of issued shares of the Company, to be utilised until 31 December 2021 and thereafter, unless extended by Bursa Securities, does not exceed 10% of the total number of issued shares of the Company, at the time of submission to the authority and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.

AND THAT the Directors be hereby empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued.”

- To transact any other business which may properly be transacted at an Annual General Meeting for which due notice shall have been given in accordance with the Company’s Constitution and the Companies Act 2016.

By Order of the Board

LIM SECK WAH  
(Company Secretary)  
Membership No. MAICSA 0799845  
SSM Practicing Certificate No. 202008000054

Dated this 9th day of August 2021.  
Kuala Lumpur

#### Note:

- The AGM of the Company will be held as a fully virtual meeting through live streaming and online remote voting using RPV facilities via Vote2U at <https://web.vote2u.my>. Please refer to the Administrative Guide for Shareholders for the procedures to register, participate and vote remotely through the RPV facilities.
- For the purpose of determining a member who shall be entitled to attend, speak and vote at the AGM, the Company shall be requesting the Record of Depositors as at 20 August 2021. Only a depositor whose name appears on the Record of Depositors as at 20 August 2021 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote on his/her stead.
- A member entitled to attend and vote at the meeting is entitled to appoint up to two (2) proxies to attend and vote in his/her stead. Where a member appoints two (2) proxies he shall specify the proportion of his shareholdings to be represented by each proxy. All voting will be conducted by way of poll.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 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 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.
- If the appointer is a corporation, the Proxy Form must be executed under its Common Seal or under the hand of its attorney duly authorised.
- The instrument appointing a proxy or the Proxy Form shall be deposited at **MMAG Office, Gate C, No. 3, Jalan TP2, Taman Perindustrian UEP, 47600 Subang Jaya, Selangor Darul Ehsan** or email to [mmag.agm@mmag.com.my](mailto:mmag.agm@mmag.com.my) not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
- Explanatory note on Special Business

#### 8.1 Ordinary Resolution 9 - Authority under Sections 75 and 76 of the Companies Act 2016 for the Directors to Allot Shares

The proposed Ordinary Resolution 9 is to seek a general mandate to empower the Directors of the Company pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot ordinary shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 20% of the total number of issued shares of the Company at any point of time (“20% General Mandate”).

The 20% General Mandate is pursuant to temporary relief measures due to Covid-19 pandemic issued by Bursa Securities on 16 April 2020. The temporary relief measures may be utilised until 31 December 2021, and thereafter, unless extended by Bursa Securities, the 10% limit under rule 6.04(1) of the ACE Market Listing Requirements of Bursa Securities will be reinstated.

The Board of Directors is of the view that the 20% General Mandate is in the best interest of the Company and its shareholders due to unprecedented challenges from the Covid-19 impact, and will enable the Company to raise higher fund more speedily during this challenging period to ensure sustainability of the Company’s existing activities as well as funding for future business expansion and investment activities.

Up to the date of this Notice, 106,460,000 new ordinary shares were issued by way of private placement (“Private Placement”) pursuant to the mandate granted to the Directors at the 17th AGM held on 29 September 2020. Total proceeds of RM37,376,813.30 which was raised from the Private Placement have been fully utilised as at the date of this Notice.

# ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

<b>General Meeting</b>	: Annual General Meeting (AGM)
<b>Day, Date, and Time of Meeting</b>	: Monday, 30 August 2021 at 10:00 a.m.
<b>Remote Participation and Voting Facilities</b>	: <a href="https://web.vote2u.my">https://web.vote2u.my</a>
<b>Meeting Venue</b>	: Online Meeting Platform of Vote2U at <a href="https://web.vote2u.my">https://web.vote2u.my</a>
<b>Domain Registration Numbers with MYNIC</b>	: D6A471702

We continue to exercise prudence in this situation where Covid-19 outbreak is still ongoing and strictly complying to the decree of the Government of Malaysia ("**Government**") and the Guidance and Frequently Asked Questions of the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia ("**SC**") ("**Guidance Note and FAQs**").

Pursuant to the implementation of total lockdown announced by the Government and in accordance with the revised SC Guidance Note and FAQs, during the total lockdown period beginning 1 June 2021 ("**FMCO**"), all general meetings shall be conducted online and all meeting participants including the Chairperson of the meeting, board members, senior management and shareholders shall participate in the meeting via the online platform. Hence, MMAG Holdings Berhad ("**MMAG**" or the "**Company**") meeting will be held as fully virtual meeting via live streaming and online remote voting using Remote Participation and Voting ("**RPV**") facilities provided by Vote2U at <https://web.vote2u.my>

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of shareholders and proxies. Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained.

## Entitlement to Participate and Vote Remotely

Shareholders whose names appear on the Record of Depositors ("**ROD**") as at 20 August 2021 shall be eligible to attend, participate and vote remotely in the meeting, or appoint proxy(ies)/the Chairman of the general meeting to attend, participate and/or vote on his/her behalf.

## PROCEDURES TO PARTICIPATE IN RPV FACILITIES

Please follow the procedures to participate in RPV facilities as summarised below:-

### \* BEFORE MEETING DAY \*

A:	REGISTRATION	
	Description	Procedure
i.	Shareholders to Register with Vote2U  □ Individual Shareholders	<ol style="list-style-type: none"> <li>Access website at <a href="https://web.vote2u.my">https://web.vote2u.my</a></li> <li>Select "<b>Sign Up</b>" to sign up as user.</li> <li>Read and indicate your acceptance of the 'Privacy Policy' and 'Terms &amp; Conditions' by clicking on a small box <input type="checkbox"/>. Then select "<b>Next</b>".</li> <li>Fill-in your details – (i) ensure your email address is valid &amp; (ii) create your own password. Then select "<b>Continue</b>".</li> <li>Upload a clear copy of your MyKAD for Malaysian (front only) or passport for non-Malaysian (page with photo).</li> <li>Registration as user completed.</li> <li>An email notification will be sent to you.</li> </ol> <p><i>Note:</i> If you have already signed up/registered as a user with Vote2U previously, you are not required to register again.</p>

## ADMINISTRATIVE GUIDE FOR SHAREHOLDERS Cont'd

<b>B: REGISTRATION OF PROXY</b>		
	<b>Description</b>	<b>Procedure</b>
i.	Submit Proxy Form (hard copy) <ul style="list-style-type: none"> <li><input type="checkbox"/> Individual Shareholders</li> <li><input type="checkbox"/> Corporate Shareholders</li> <li><input type="checkbox"/> Authorised Nominee</li> <li><input type="checkbox"/> Exempt Authorised Nominee</li> </ul> The closing time to submit your hardcopy Proxy Form is at 10:00 a.m. Saturday, 28 August 2021.	a. Fill-in the details on the hard copy Proxy Form by providing the following information:- <ul style="list-style-type: none"> <li>• Proxy(ies) &amp; Corporate Representative               <ul style="list-style-type: none"> <li>• Name</li> <li>• Number of MyKAD for Malaysian or passport for non-Malaysian</li> </ul> </li> <li>• Address and email address – ensure email address is valid</li> </ul> b. Corporate Representative only – deposit the hard copy of Proxy Form together with the following document to the address as stated on the Proxy Form:- <ul style="list-style-type: none"> <li>• A copy of Certificate of Appointment as corporate representative</li> </ul> c. Individual shareholders, authorised nominee and exempt authorised nominee – deposit the hard copy Proxy Form to the address as stated on the Proxy Form.           d. Submitted Proxy Form will be verified.           e. After verification, proxy(ies) and corporate representative will receive email notification with temporary credentials, i.e. email address & password, to log in to Vote2U.           f. Submit/Deposit the hardcopy of the Proxy Form to MMAG Office, Gate C, No. 3, Jalan TP2, Taman Perindustrian UEP, 47600 Subang Jaya, Selangor Darul Ehsan.           g. The closing time to submit your Proxy Form is on <b>Saturday, 28 August 2021 at 10.00 a.m.</b>

### \* REVOCATION OF PROXY \*

	<b>Description</b>	<b>Procedure</b>
i.	Revoke a Proxy <ul style="list-style-type: none"> <li><input type="checkbox"/> Individual Shareholders</li> <li><input type="checkbox"/> Corporate Shareholders</li> <li><input type="checkbox"/> Authorised Nominee</li> <li><input type="checkbox"/> Exempt Authorised Nominee</li> </ul>	a. Email to mmag.agm@mmag.com.my to revoke the appointment of your proxy(ies). <p><i>Note:</i> Applicable to individual shareholders/corporate shareholders/authorised nominee/exempt authorised nominee who have appointed proxy(ies)/corporate representative using hard copy Proxy Form.</p>

### \* ON GENERAL MEETING DAY \*

1.	Log in to <a href="https://web.vote2u.my">https://web.vote2u.my</a> with your registered email address and password.  For proxy(ies) and corporate representative, log in with the temporary credentials in the email which you have received from Vote2U.
2.	Vote2U will be opened for log in <b>one (1) hour</b> before the commencement of the general meeting you are attending.
3.	When you are logged in, select the general meeting event you are attending. On the main page, you are able to access the following:-

	Description	Procedure
i.	Live Streaming	a. Select " <b>Watch Live</b> " button to view the live streaming.
ii.	Ask Question (real-time)	<p>a. Select "<b>Ask Question</b>" button to pose a question.</p> <p>b. Type in your question and select "<b>Submit</b>".</p> <p><i>Note:</i>  <i>The Chairman of the general meeting/Board of Directors will endeavour to respond to questions submitted by remote shareholders and proxies and corporate representatives during the meeting.</i></p>
iii.	Remote Voting	<p>a. On the main page, scroll down and select "<b>Confirm Details &amp; Start Voting</b>".</p> <p>b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Select "<b>Next</b>" to continue voting for all resolutions.</p> <p>c. After you have completed voting, a Voting Summary page appears to show all the resolutions with you voting choices. Select "<b>Confirm</b>" to submit your vote.</p> <p><i>Note:</i>  <i>Once you have confirmed and submitted your votes, you are not able to change your voting choices.</i></p>
iv.	View Voting Results	a. On the main page, scroll down and select " <b>View Voting Results</b> ".
v.	End of RPV	<p>a. Upon the announcement by the Chairman of the general meeting on the closure of the said meeting, the live streaming will end.</p> <p>b. You may log out from Vote2U.</p>

## **ADDITIONAL INFORMATION**

### **Voting Procedure**

Pursuant to Rule 8.31A of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at a general meeting will be conducted by poll. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the poll administrator to conduct the polling process and Aegis Communication Sdn. Bhd. as the independent scrutineers to verify the results of the poll.

### Meeting Venue

As a result of the implementation of the FMCO by the Government on 28 May 2021 as well as the revised SC Guidance Note and FAQs, when a listed issuer conducts its general meeting during FMCO, 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. Therefore, there shall be no broadcast venue to air the general meeting.

According to the revised SC Guidance Note and FAQs, 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.

### No e-Voucher, Gift, and Food Voucher

There will be no e-Voucher, gift, and food voucher for shareholders, proxies and corporate representatives who participate in the meeting.

### Enquiry

- a. For enquiries relating to the general meeting, please contact the following person during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:-

MMAG Holdings Berhad  
Mr. Kenny Khoo Chuan Wah  
Telephone No. : 03-7890 3535  
Facsimile No. : 03-8011 7697  
E-mail : info@mmag.com.my

- b. For enquiries relating to RPV facilities or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:-

Telephone No. : 03-7664 8520/03-7664 8521  
Email : [vote2u@agmostudio.com](mailto:vote2u@agmostudio.com)