



TFP SOLUTIONS BERHAD
(Registration No. 200701015543 (773550-A))
(Incorporated in Malaysia)

NOTICE OF THE DEFERRED EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Deferred Extraordinary General Meeting (“EGM”) of TFP Solutions Berhad (“TFP” or “the Company”) will be conducted entirely on a fully virtual basis using the Remote Participation and Voting facilities (“RPV”) through the online meeting platform of Vote2U Online website at <https://web.vote2u.app> provided by Agmo Digital Solutions Sdn. Bhd on Friday, 3 September 2021 at 11.30 a.m. or after 15 minutes following the conclusion or adjournment (as the case maybe) of the deferred 14th Annual General Meeting of the Company which will be convened on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION OF APPROXIMATELY 10% OF THE SHARE CAPITAL OF ACE INNOVATE ASIA BERHAD (“AIAB”) FROM SEVERAL SHAREHOLDERS OF AIAB FOR A TOTAL PURCHASE CONSIDERATION OF RM10,650,000 TO BE SATISFIED BY NEW ORDINARY SHARES OF TFP (“TFP SHARES”) (“CONSIDERATION SHARES”) (“PROPOSED ACQUISITION”)

“THAT, subject to the fulfilment of conditions precedent and the approvals of relevant authorities being obtained, when required, approval is hereby given for the Company to acquire approximately 10% of the share capital of AIAB, comprising 30,000,000 ordinary shares in AIAB, from Derrick Chia Kah Wai, ACE Dynamic Team Sdn Bhd, Tan Sun Sun, Liu Sing Kiat and Go Yoong Chang (collectively referred to as “Vendors”), for a purchase consideration of RM10,650,000 to be satisfied via issuance of 53,250,000 new TFP Shares at the issue price of RM0.20, subject to the conditions and upon the terms set out in the conditional share sale agreement dated 23 April 2021 entered between the Company and the Vendors in respect of the Proposed Acquisition (“SSAs”);

THAT, the Board of Directors of the Company (“Board”) be and is hereby authorised to allot and issue from time to time such number of new Consideration Shares as may be required to be issued to the Vendors pursuant to the terms and conditions of the SSAs;

THAT, the new Considerations Shares, when allotted and issued, shall rank equally in all respects with the existing issued TFP Shares as at the date they are being allotted and issued, save and except that the new Consideration Shares shall not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid to shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of the new Consideration Shares;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as the Board may deem necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Acquisition with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Acquisition.”

ORDINARY RESOLUTION 2

PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESSES OF TFP AND ITS SUBSIDIARIES (“TFP GROUP”) TO INCLUDE MOBILE FINANCIAL TECHNOLOGY (“FINTECH”) RELATED BUSINESS (“PROPOSED DIVERSIFICATION”)

“THAT approval be and is hereby granted to the Board to diversify TFP Group’s principal activities to include mobile Fintech related business;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things and enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as the Board may deem necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Diversification.”

BY ORDER OF THE BOARD,

TAN TONG LANG (MAICSA 7045482) (SSM PRACTISING NO. 201908002253)

THIEN LEE MEE (LS0009760) (SSM PRACTISING NO. 201908002254)

Company Secretaries

Selangor

Date: 18 August 2021

Notes:

- The revised Guidance Note and FAQs on the conduct of General Meetings for Listed Issuers issued by Securities Commission Malaysia (“the Revised Guidance Note and FAQs”) states that effective 16 July 2021, when a listed issuer conducts its general meeting during the National Recovery Plan Phase 1 in Malaysia, 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 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.*
- Shareholders are to attend, speak (including posing questions to the Board in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the deferred EGM of the Company using the Remote Participation and Voting facilities (“RPV”) provided by Agmo Digital Solutions Sdn. Bhd. (“AGMO”) via its Vote2U Online website at <https://web.vote2u.app>. Please refer to the Procedures for registration/RPV in the Administrative Guide for the deferred EGM in order to participate remotely via RPV.*
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 25 August 2021 (General Meeting Record of Depositors) shall be eligible to attend, participate, speak and/or vote at the deferred EGM.*
- A member is entitled to appoint one (1) or more proxies to attend and vote in his place. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointment shall be invalid*
- A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the Meeting.*
- 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”) as defined under the Securities Industry (Central Depositories) Act 1991, there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.*
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing and in the case of a corporate member, either under its common seal or under the hand of an officer or attorney duly authorised.*
- The instrument appointing a proxy together with the power of attorney (if any) or a certified copy thereof must be deposited at the Company’s Share Registrar Office, Boardroom.com Sdn Bhd at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor or email to admin.registrar@boardroom.com.my or by fax at 03-7890 1032 not less than forty-eight (48) hours before the time appointed for holding the deferred EGM or any adjournment thereof.*
- Pursuant to Rule 8.31A of Bursa Malaysia Securities Berhad ACE Market Listing Requirements, all resolutions set out in the Notice of deferred EGM will be put to vote on a poll.*

In view of the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our deferred EGM on short notice. Kindly check Bursa Securities’ and Company’s website at www.tfp.com.my for the latest updates on the status of the said meeting.



TFP SOLUTIONS BERHAD
[Registration No. 200701015543 (773550-A)]
(Incorporated in Malaysia)

Dear valued Shareholders of TFP Solutions Berhad (“TFP” or “the Company”)

NOTIFICATION TO SHAREHOLDERS ON THE DEFERRED EXTRAORDINARY GENERAL MEETING OF THE COMPANY

We refer to our earlier announcement made on 11 June 2021 in relation to the Notice of the Extraordinary General Meeting (“EGM”) of the Company and 23 June 2021 in relation to the deferment of the EGM in light of the Prime Minister's Office announcement on 11 June 2021 in relation to the extension of the full movement control order in Malaysia for another fourteen (14) days commencing 15 June 2021 until 28 June 2021 to curb the sharp increase in COVID-19 infection and the emergence of several new variants which are more lethal and have a higher rate of infectivity.

With the imposition of National Recovery Plan Phase 1 by the Malaysian Government, and the latest revised Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by Securities Commission Malaysia on 16 July 2021 (“**Guidance Note and FAQs**”) which requires listed issuers to only conduct fully virtual general meeting during the National Recovery Plan Phase 1. Listed issuers are only allowed to conduct a fully virtual general meeting where all meeting participants, including the Chairman 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 Guidance Note and FAQs, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Companies Act 2016 provided that the online platform is located in Malaysia.

The Board wishes to announce that the deferred EGM shall be held fully virtual as set out below:

Day, Date	:	Friday, 3 September 2021
Time	:	11.30 a.m. or after 15 minutes following the conclusion or adjournment (as the case maybe) of the deferred 14 th Annual General Meeting of the Company which will be convened on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof.
Online Meeting Platform	:	Vote2U Online website at https://web.vote2u.app provided by Agmo Digital Solutions Sdn. Bhd.
Domain Registration Number with MYNIC	:	D6A471702

A copy of this Notification, Notice and Proxy Form of the deferred EGM and Administrative Guide for the deferred EGM available on the Company's website at www.tfp.com.my or Bursa Malaysia Securities Berhad's website at www.bursamalaysia.com.

Thank for your continued support to the Company.

Yours faithfully,

Datuk Seri Syed Ali Bin Abbas Alhabshee
Non-Independent Non-Executive Chairman

Dated: 18 August 2021



TFP SOLUTIONS BERHAD
(Registration No. 200701015543 (773550-A))
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR THE DEFERRED EXTRAORDINARY GENERAL MEETING

Day, Date	:	Friday, 3 September 2021
Time	:	11.30 a.m. or after 15 minutes following the conclusion or adjournment (as the case maybe) of the deferred 14 th Annual General Meeting of the Company which will be convened on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof.
Online Meeting Platform	:	Vote2U Online website at https://web.vote2u.app provided by Agmo Digital Solutions Sdn. Bhd.
Domain Registration Number with MYNIC	:	D6A471702

MODE OF MEETING

In view of the COVID-19 pandemic and with the safety of the Company's shareholders, employees and Directors being of primary concern, the Board and Management had decided that the deferred Extraordinary General Meeting ("EGM") of the Company shall be conducted on a fully virtual basis using the Remote Participation and Voting facilities ("RPV") through the online meeting platform of Vote2U Online website at <https://web.vote2u.app> provided by Agmo Digital Solutions Sdn. Bhd. Please follow the procedures provided in this Administrative Guide for the deferred EGM in order to register, participate and vote remotely.

The revised Guidance Note and FAQs on the conduct of General Meetings for Listed Issuers issued by Securities Commission Malaysia ("the Revised Guidance Note and FAQs") states that effective 16 July 2021, when a listed issuer conducts its general meeting during the National Recovery Plan Phase 1 in Malaysia, 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 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.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants (shareholders and proxies). Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained while using RPV provided by Agmo Digital Solutions Sdn. Bhd. ("AGMO") via its **Vote2U Online** website at <https://web.vote2u.app>

ENTITLEMENT TO PARTICIPATE THE DEFERRED EGM

In respect of deposited securities, only members whose names appear on the Record of Depositors on 25 August 2021 (General Meeting Record of Depositors) shall be eligible to participate in the meeting or appoint proxy(ies) to participate on his/her behalf at the deferred EGM.

A shareholder who has appointed a proxy(ies) or attorney(s) or authorized representative(s) to participate at this deferred EGM via RPV must request his/her proxy(ies) or attorney(s) or authorized representative(s) to register himself/herself for RPV at Vote2U Online website at <https://web.vote2u.app>. Please refer to the Administrative Guide for the registration.

Shareholders who are unable to participate at this deferred EGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

REVOCAION OF PROXY

If you have submitted your Form of Proxy and subsequently decide to appoint another person or wish to participate in our virtual deferred EGM by yourself, kindly contact our Share Registrar or email to admin.registrar@boardroom.com.my to revoke the earlier appointed proxy.

Alternatively, shareholders who have registered directly with Vote2U can login to revoke the earlier appointed proxy anytime before the start of meeting.

VOTING PROCEDURE

Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the deferred EGM will be conducted by poll. The Poll administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

NO DOOR GIFT OR E-VOUCHER OR FOOD VOUCHER

There will be no door gift or e-voucher or food voucher given at this deferred EGM.

ENQUIRY

- a. If you have any enquiry relating to the virtual general meeting and proxy form , please email at admin.registrar@boardroom.com.my or by fax at 03-7890 1032, the Share Registrar of the Company during office hours (9.00 a.m. to 5.00 p.m.) on Mondays to Fridays (except public holidays).

Telephone No. 603-7890 0638

- b. If you have any enquiry relating to the RPV or encounter issues with the log in, steps to connect to live streaming and/or online voting:

Telephone No. : 603-7664 8520 / 603-7664 8521

Email: vote2u@aqmostudio.com

PROCEDURES TO PARTICIPATE IN RPV

Please follow the Procedure to Participate in RPV as summarized below:

BEFORE EGM DAY

A: REGISTRATION

Individual Shareholders

	Description	Procedure
i.	Shareholders to register with Vote2U online	<p>a. Access website at https://web.vote2u.app</p> <p>b. Click "Sign Up" to sign up as a user.</p> <p>c. Read the 'Privacy Policy' and 'Terms & Conditions' and indicate your acceptance of the 'Privacy Policy' and 'Terms & Conditions' on a small box <input type="checkbox"/>. Then click "Next".</p> <p>d. *Fill-in your details (note: create your own password). Then click "Continue".</p> <p>e. Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (for non-Malaysian).</p> <p>f. Click "Submit" to complete the registration</p> <p>g. Your registration will be verified and an email notification will be sent to you. Please check your email.</p> <p><u>Note:</u> If you have registered as a user with Vote2U Online previously, you are not required to register again.</p> <p>*Check your email address is keyed in correctly. *Remember the password you have keyed-in.</p>

B: REGISTER PROXY

Individual Shareholder / Corporate Shareholder / Nominees Company

	Description	Procedure
i.	Submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is at 11.30 a.m., Wednesday, 1 September 2021</p> <p>a. *Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information:</p> <ul style="list-style-type: none">o MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxyo *Email address of the Proxy <p>b. Submit/Deposit the hardcopy Form of Proxy to the Company's Share Registrar at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor.</p>

		<p><u>Note:</u> After verification, an email notification will be sent to the Proxy and will be given a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p>*Check the email address of Proxy is written down correctly.</p>
--	--	---

Shareholders who appoint Proxy(ies) to participate the virtual deferred EGM must ensure that the hardcopy Form of Proxy is submitted not less than 48 hours before the time for holding the meeting or any adjourned meeting at which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid.

ON EGM DAY

A: WATCH LIVE STREAMING

Individual Shareholders & Proxies

	Description	Procedures
i.	Login to virtual meeting portal - Vote2U online & watch Live Streaming.	<p>The Vote2U online portal will open for log in starting from 10.30 a.m., Friday, 3 September 2021, one (1) hour before the commencement of the deferred EGM.</p> <ol style="list-style-type: none"> Login with your email and password Select the General Meeting event (for example, “TFP – deferred EGM”). Check your details. Click “Watch Live” button to view the live streaming.

B: ASK QUESTION

Individual Shareholders & Proxies

	Description	Procedures
i.	Ask Question during EGM (real-time)	<p>Questions submitted online using <u>typed text</u> will be moderated before being forwarded to the Chairman to avoid repetition. Every question and message will be presented with the full name of the shareholder or proxy raising the question.</p> <ol style="list-style-type: none"> Click “Ask Question” button to post question(s). Type in your question and click “Submit”. <p>The Chairman/ Board of Director will endeavor to respond to questions submitted by remote shareholders and proxies during the deferred EGM.</p>

C: VOTING REMOTELY

Individual Shareholders & Proxies

	Description	Procedures
i.	Online Remote Voting	<p>Once the Chairman announces the opening of remote voting:</p> <ol style="list-style-type: none">a. Click “Confirm Details & Start Voting”.b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click “Next” to continue voting for all resolutions.c. To change your vote, click “Back” and select another voting choice.d. After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click “Confirm” to submit your vote. <p>[Please note that you are <u>not able</u> to change your voting choices after you have confirmed and submitted your votes.]</p>



TFP SOLUTIONS BERHAD
 Registration No.200701015543 (773550-A)
 (Incorporated in Malaysia)

PROXY FORM

No. of shares held	
CDS Account No.	

I/We, _____ NRIC No./Passport No./Registration No. _____

of _____

being a member of TFP SOLUTIONS BERHAD hereby appoint

**delete as appropriate*

Name of Proxy 1(Full Name)	NRIC No./Passport No.	No. of Shares & % of Shareholding to be represented (refer to Note 4 set out below)
Address	Email Address	Contact No.

**and/or failing him/her*

Name of Proxy 2 (Full Name)	NRIC No./Passport No.	No. of Shares & % of Shareholding to be represented (refer to Note 4 set out below)
Address	Email Address	Contact No.

or failing him/her, *the CHAIRMAN OF THE MEETING as *my/our Proxy to vote for *me/us and act on *my/our behalf at the deferred Extraordinary General Meeting of the Company will be conducted entirely on a fully virtual basis using the Remote Participation and Voting facilities ("RPV") through the online meeting platform of Vote2U Online website at <https://web.vote2u.app> provided by Agmo Digital Solutions Sdn. Bhd on Friday, 3 September 2021 at 11.30 a.m. or after 15 minutes following the conclusion or adjournment (as the case maybe) of the deferred 14th Annual General Meeting of the Company which will be convened on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof, and to vote as indicated below:

Please indicate with an "X" in the spaces provided below how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

Resolutions	Agenda	FOR	AGAINST
Ordinary Resolution 1	Proposed Acquisition		
Ordinary Resolution 2	Proposed Diversification		

** Strike out whichever not applicable.*

Dated this day of 2021

.....
 (Signature(s)/Common Seal of Shareholder)

Notes:

- The revised Guidance Note and FAQs on the conduct of General Meetings for Listed Issuers issued by Securities Commission Malaysia ("the Revised Guidance Note and FAQs") states that effective 16 July 2021, when a listed issuer conducts its general meeting during the National Recovery Plan Phase 1 in Malaysia, 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 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.
- Shareholders are to attend, speak (including posing questions to the Board in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the deferred EGM of the Company using the Remote Participation and Voting facilities ("RPV") provided by Agmo Digital Solutions Sdn. Bhd. ("AGMO") via its Vote2U Online website at <https://web.vote2u.app>. Please refer to the Procedures for registration/RPV in the Administrative Guide for the deferred EGM in order to participate remotely via RPV.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 25 August 2021 (General Meeting Record of Depositors) shall be eligible to attend, participate, speak and/or vote at the deferred EGM.
- A member is entitled to appoint one (1) or more proxies to attend and vote in his place. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
- A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the meeting shall have the same rights as the member to speak at the Meeting.
- 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") as defined under the Securities Industry (Central Depositories) Act 1991, there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing and in the case of a corporate member, either under its common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy together with the power of attorney (if any) or a certified copy thereof must be deposited at the Company's Share Registrar Office, Boardroom.com Sdn Bhd at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor or email to admin.registrar@boardroom.com.my or by fax at 03-7890 1032 not less than forty-eight (48) hours before the time appointed for holding the deferred EGM or any adjournment thereof.
- Pursuant to Rule 8.31A of Bursa Malaysia Securities Berhad ACE Market Listing Requirements, all resolutions set out in the Notice of deferred EGM will be put to vote on a poll.

In view of the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our deferred EGM on short notice. Kindly check Bursa Securities' and Company's website at www.tfp.com.my for the latest updates on the status of the said meeting.



Fold this flap for sealing

Then fold here

AFFIX
STAMP

The Share Registrar of
TFP SOLUTIONS BERHAD
c/o Boardroom.com Sdn. Bhd.
Level 5, Block B
Dataran PHB, Saujana Resort
Section U2
40150 Shah Alam
Selangor Darul Ehsan

1st fold here
