



PUBLIC PACKAGES HOLDINGS BERHAD

Registration No. 198701003743 (162413-K)
(Incorporated in Malaysia)

34TH ANNUAL GENERAL MEETING

Dear valued shareholders,

We refer to the earlier announcements made on 28 April 2021, 19 May 2021 and 02 June 2021 in relation to the Notice of the 34th Annual General Meeting (“AGM”) of the Company and its postponement in light of the announcements on the Full Movement Control Order by the Government to curb the spread of COVID-19 infections in Malaysia.

The Company, having considered the current pandemic situation wishes to inform that the postponed 34th AGM shall be conducted **fully virtual** and the details are as follows:

Date & Time: Wednesday, 22 September 2021 at 10.00 a.m.

Meeting Venue: Online Meeting Platform provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia

Meeting Platform: TIIH Online website at <https://tiih.online>

Shareholders are to participate and vote remotely at the 34th AGM using the Remote Participation and Voting (“RPV”) facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its TIIH Online website at <https://tiih.online>.

Please read and follow the procedures in the Administrative Notes for Shareholders in order to participate remotely at the 34th AGM via RPV facilities.

We also wish to inform that the Company has, pursuant to paragraph 9.25(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad updated the information made up to a date not earlier than 6 weeks from the date of the notice of the postponed 34th AGM in the Company’s Annual Report for the financial year ended 31 December 2020 (“AR 2020”) which was issued on 30 April 2021. The Addendum amongst other documents are available for download from the Company’s website as detailed herein.

In our efforts of going green and in preserving the environment, the following documents are available for download from the Company’s website at http://www.pph.com.my/Annual_Report.php.

1. Notice of the 34th AGM dated 20 August 2021
2. Statement Accompanying Notice of the 34th AGM
3. Addendum to the AR 2020
4. Proxy Form
5. Administrative Notes for Shareholders



Should you require any assistance on the above, kindly contact the following persons during the office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):-

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299
Fax Number : +603-2783 9222
Email : is.enquiry@my.tricorglobal.com
Contact Persons : Encik Mohammad Amirul Iskandar Bin Azizan
+603-2783 9263 (Mohammad.Amirul@my.tricorglobal.com)
Encik Mohamad Khairudin bin Tajudin
+603-2783 7973 (Mohamad.Khairudin@my.tricorglobal.com)

We thank you for your continued support and look forward to your participation at the fully virtual AGM.

Thank you.

Yours faithfully,
PUBLIC PACKAGES HOLDINGS BERHAD

KOAY CHIEW POH
Executive Chairman



PUBLIC PACKAGES HOLDINGS BERHAD

Registration No. 198701003743 (162413-K)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 34th Annual General Meeting (“AGM”) of Public Packages Holdings Berhad (“PPHB” or “the Company”) which was originally scheduled for a physical meeting will now be conducted fully virtual through live streaming and online participation and voting using Remote Participation and Voting (“RPV”) facilities via the online meeting platform of TIIH Online website at <https://tiih.online> provided by Tricor Investor & Issuing House Services Sdn Bhd (Domain registration number with MYNIC: DIA282781) in Malaysia on Wednesday, 22 September 2021 at 10.00 a.m. for the following purposes:-

AGENDA

Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of Directors and Auditors thereon. Please refer to Note 8
- To re-elect Mr. Koay Chiew Poh, a Director who retires by rotation in accordance with Article 99 of the Company's Constitution and who, being eligible, offers himself for re-election. **Ordinary Resolution 1**
- To re-elect Mr. Koay Teng Liang, a Director who retires in accordance with Article 99 of the Company's Constitution and who, being eligible, offers himself for re-election. **Ordinary Resolution 2**
- To approve the payment of Directors' fees of not exceeding RM250,000.00 for the financial year ending 31 December 2021. **Ordinary Resolution 3**
- To approve the payment of Directors' benefits to Non-Executive Directors of not exceeding RM50,000.00 for the financial year ending 31 December 2021. **Ordinary Resolution 4**
Please refer to Note 9
- To re-appoint Messrs. Grant Thornton Malaysia PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 5**

Special Business

To consider and if thought fit, to pass with or without any modifications the following resolutions:-

- AUTHORITY TO ALLOT AND ISSUE NEW SHARES** **Ordinary Resolution 6**
Please refer to Note 10
“THAT, subject to the approvals of the regulatory authorities, the Board of Directors of the Company be hereby authorised pursuant to Sections 75 and 76 of the Companies Act, 2016, to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares of the Company.
AND THAT any Executive Director and/or Secretary of the Company be hereby authorised to obtain the approval from Bursa Malaysia Securities Berhad (“Bursa Securities”) for the listing and quotation of the additional shares to be issued and to do all such acts and things necessary to give full effect to such transactions as authorised by this resolution.”
AND THAT, such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company.”
- PROPOSED CONTINUATION OF MR. ONG ENG CHOON IN OFFICE AS INDEPENDENT DIRECTOR** **Ordinary Resolution 7**
Please refer to Note 11
“THAT authority be and is hereby given to Mr. Ong Eng Choon who had served as an Independent Director of the Company for a cumulative term of more than 9 years to continue to act as an Independent Director of the Company and to hold office until the next AGM of the Company.”
- PROPOSED CONTINUATION OF PUAN NURJANNAH BINTI ALI IN OFFICE AS INDEPENDENT DIRECTOR** **Ordinary Resolution 8**
Please refer to Note 12
“THAT authority be and is hereby given to Puan Nurjannah Binti Ali who had served as an Independent Director of the Company for a cumulative term of more than 9 years to continue to act as an Independent Director of the Company and to hold office until the next AGM of the Company.”
- PROPOSED CONTINUATION OF MR. NG THIM FOOK IN OFFICE AS INDEPENDENT DIRECTOR** **Ordinary Resolution 9**
Please refer to Note 12
“THAT authority be and is hereby given to Mr. Ng Thim Fook who had served as an Independent Director of the Company for a cumulative term of more than 9 years to continue to act as an Independent Director of the Company and to hold office until the next AGM of the Company.”
- To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and the Companies Act, 2016.

By Order of the Board,

LEE PENG LOON (MACS 01258)
SSM PC NO. 201908002340

P'NG CHIEW KEEM (MAICSA 7026443)
SSM PC NO. 201908002334

COMPANY SECRETARIES

Penang
Date: 20 August 2021

FULLY VIRTUAL 34th AGM

In light of the Covid-19 pandemic, the 34th AGM of the Company will be held fully virtual via RPV facilities. Should members wish to participate remotely at the 34th AGM, kindly register at TIIH Online, the details as set out in the Administrative Notes for Shareholders dated 20 August 2021 which is available for download at the Company's website (www.pph.com.my).

NOTES ON APPOINTMENT OF PROXY

- A proxy may but need not be a member of the Company.
- A member shall be entitled to appoint up to a maximum of 2 proxies to attend and vote at the same meeting. Where a member appoints 2 proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (“**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 accounts it holds.
- Where a member is an Exempt Authorised Nominee, 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 the shares of the Company. The appointment of 2 proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- For a proxy to be valid, the proxy form duly completed shall be deposited at the registered office of the Company at Wisma Public Packages, Plot 67 Lintang Kampong Jawa, Bayan Lepas Industrial Estate, 11900 Bayan Lepas, Penang or to be submitted electronically via TIIH Online not less than 48 hours before the time for holding the meeting or adjournment thereof, or in the case of a poll not less than 24 hours before the time appointed for the taking of the poll. Any completed proxy form transmitted by facsimile or electronic mail to the registered office of the Company will not be accepted. If members wish to submit their proxy form electronically, please refer to the Administrative Notes for Shareholders dated 20 August 2021.
- In the case of a corporate member, the proxy form must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised in which, it must be supported by a certified true copy of the relevant form or resolution appointing the officer or certified true copy of the power of attorney.
- For the purpose of determining a member who shall be entitled to attend the 34th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 16 August 2021. Only a depositor whose name appears on the Record of Depositors as at 16 August 2021 shall be entitled to attend the 34th AGM or appoint proxies to attend and/or vote on his/her behalf.

NOTES ON ORDINARY BUSINESS

- The Agenda 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act, 2016 does not require the shareholders' approval for the Audited Financial Statements. Hence, the Agenda 1 is not put forward for voting.
- The Ordinary Resolution 4, if passed, will enable the Company to pay meeting allowances and other benefits to Non-Executive Directors of the Company in accordance with Section 230(1) of the Companies Act, 2016.

NOTES ON SPECIAL BUSINESS

- The Ordinary Resolution 6, if passed, will enable the Directors to allot and issue shares in the Company up to an amount not exceeding 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider will be in the best interest of the Company. This authority, unless revoked or varied by the shareholders of the Company in a general meeting will expire at the conclusion of the next AGM.

The proposed renewal of general mandate for issuance of shares will provide flexibility to the Company for any possible fund raising activities, including but not limited to placing of shares for the purpose of funding future investment, working capital and/or acquisition.
As at the date of this notice, the Directors have not issued any shares pursuant to the general mandate granted at the last AGM of the Company.

- The Ordinary Resolutions 7, 8 and 9 are to seek shareholders' approval through a two tier voting process and, if passed, will enable the Independent Directors namely Mr. Ong Eng Choon, Puan Nurjannah Binti Ali and Mr. Ng Thim Fook who had served more than 9 years to be retained and continued to act as Independent Directors of the Company. On 22 February 2021, the Nominating & Remuneration Committees have assessed and are satisfied that the Independent Directors:

- Have fulfilled the criteria of independence as per definition set out under Chapter 1 of the Bursa Malaysia Listing Requirements;
- Have committed sufficient time and exercised due care during their tenure, actively participating in board meetings and discussions with appropriate professional scepticism;
- Are able to capitalise on their familiarity, insights and knowledge of the Group's operations and contribute positively towards deliberations and decision-makings of the Board without being subjected to undue influence;
- Have discharged their professional duties in good faith and in the best interest of the Group and shareholders;
- Have vigilantly safeguarded the interest of minority shareholders, as well as stakeholders of the Group;
- Have the calibre, qualifications, experience and personal qualities to challenge management in an effective; and
- constructive manner and possess sufficient confidence to stand up for an independent point of view.

The Board, therefore, recommends the retention of Mr. Ong Eng Choon, Puan Nurjannah Binti Ali and Mr. Ng Thim Fook as Independent Non-Executive Directors at the forthcoming 34th AGM.

PROXY FORM

| Number of Shares Held | CDS ACCOUNT NO. | | | | | | | | | | |
|-----------------------|-----------------|--|--|---|--|--|---|--|--|--|--|
| | | | | - | | | - | | | | |



PUBLIC PACKAGES HOLDINGS BERHAD
 Registration No. 198701003743 (162413-K)
 (Incorporated in Malaysia)

* I/We.....(*I/C No./Passport No./Company No.)
 (Full Name in Block Letters)

of(Address)
 being a * member / members of the abovenamed Company, hereby appoint

| Full Name (in Block Letters) | NRIC/Passport No. | No. of Shares | % of Shareholding |
|--------------------------------------|-------------------|---------------|-------------------|
| | | | |
| Email Address | | | |
| Telephone No. | | | |
| * and/or (*delete if not applicable) | | | |
| Full Name (in Block Letters) | NRIC/Passport No. | No. of Shares | % of Shareholding |
| | | | |
| Email Address | | | |
| Telephone No. | | | |

or failing whom, the Chairman of the meeting as *my/our proxy to vote for *me/us on *my/our behalf at the 34th Annual General Meeting (“AGM”) of the Company to be conducted fully virtual through live streaming and online participation and voting using Remote Participation and Voting (“RPV”) facilities via the online meeting platform of TIIH Online website at <https://tiih.online> provided by Tricor Investor & Issuing House Services Sdn Bhd (Domain registration number with MYNIC: D1A282781) on Wednesday, 22 September 2021 at 10.00 am, and at any adjournment thereof.

| NO. | RESOLUTIONS | FOR | AGAINST |
|-----|---|-----|---------|
| 1. | To re-elect Mr. Koay Chiew Poh as a Director of the Company. | | |
| 2. | To re-elect Mr. Koay Teng Liang as a Director of the Company. | | |
| 3. | To approve the payment of Directors’ Fees for the financial year ending 31 December 2021. | | |
| 4. | To approve the payment of Directors’ Benefits for the financial year ending 31 December 2021. | | |
| 5. | To re-appoint Messrs. Grant Thornton Malaysia PLT as auditors of the Company. | | |
| 6. | To authorise the Directors to allot and issue new shares in the Company. | | |
| 7. | To retain Mr. Ong Eng Choon as an Independent Director of the Company. | | |
| 8. | To retain Puan Nurjannah Binti Ali as an Independent Director of the Company. | | |
| 9. | To retain Mr. Ng Thim Fook as an Independent Director of the Company. | | |

Please indicate with an “x” in the appropriate spaces provided above on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy may vote as he thinks fit.

Signed this day of....., 2021.

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

Notes:

1. A proxy may but need not be a member of the Company.
2. A member shall be entitled to appoint a maximum of 2 proxies to attend and vote at the same meeting.
3. Where a member appoints more than 1 proxy, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
4. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“**Exempt Authorised Nominee**”), 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 the shares of the Company. The appointment of 2 proxies in respect of a 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 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.
6. For a proxy to be valid, the Proxy Form duly completed shall be deposited at the registered office of the Company, Wisma Public Packages, Plot 67, Lintang Kampong Jawa, Bayan Lepas Industrial Estate, 11900 Bayan Lepas Penang or to be submitted electronically via TIIH Online not less than 48 hours before the time for holding the AGM or adjournment thereof, or in the case of a poll not less than 24 hours before the time appointed for the taking of the poll. The completed Proxy Form transmitted by facsimile or electronic mail (e-mail) will not be accepted. If members wish to submit their Proxy Form electronically, please refer to the Administrative Notes for Shareholders dated 20 August 2021 which is available for download at the Company’s website (www.pph.com.my).
7. In the case of a corporate member, the Proxy Form must be executed under the corporation’s common seal or under the hand of an officer or attorney duly authorised.
8. Only a depositor whose name appears on the Record of Depositors on 16 August 2021 (General Meeting Record of Depositors) shall be eligible to attend the AGM or appoint proxies to attend and/or vote on his/her behalf. Should members wish to participate remotely at the 34th AGM, kindly register at TIIH Online, the details as set out in the Administrative Notes for Shareholders dated 20 August 2021 which is available for download at the Company’s website (www.pph.com.my).

**strike out whichever is not desired.*