



TECK GUAN PERDANA BERHAD

Registration No. 199401021418 (307097-A)
(Incorporated in Malaysia)

REVISED NOTICE OF ANNUAL GENERAL MEETING TO BE HELD ON 21 SEPTEMBER 2021

NOTICE IS HEREBY GIVEN that the Twenty-Seventh Annual General Meeting of the Members of the Company will be conducted on a fully virtual basis through the online meeting platform provided by AI Smartual Learning Sdn. Bhd. (1300319-D) at <https://agm.virtualeagm.com.my> (MYNIC Domain Registration Number D1A444202) on Tuesday 21 September 2021 at 9.00 a.m. to transact the following:-

AGENDA

AS ORDINARY BUSINESS:-

1. To receive the Audited Financial Statements for the year ended 31 January 2021 together with the Reports of the Directors and Auditors thereon. **(Refer to Note 8)**
2. To approve the payment of Directors' fees not exceeding the amount RM54,000 and any benefits payable for the financial year ending 31 January 2022. **Resolution 1**
3. To re-elect Datuk Hong Ngit Ming who retires by rotation as a Director of the Company pursuant to Article 91 of the Company's Constitution. **Resolution 2**
4. To re-elect Mr. Fung Hiuk Bing who retires by rotation as a Director of the Company pursuant to Article 91 of the Company's Constitution. **Resolution 3**
5. To re-appoint Messrs. Ernst & Young as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 4**

AS SPECIAL BUSINESS:-

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

6. **ORDINARY RESOLUTION**
Continuation in Office as Independent Non-Executive Directors
 - i. "THAT approval be and is hereby given to Mr. Tham Vui Vun who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years and more than twelve (12) years to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next annual general meeting." **Resolution 5**



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ii. "THAT Mr. Wong Peng Mun who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years and more than twelve (12) years to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next annual general meeting."

Resolution 6

7. ORDINARY RESOLUTION

Authority for Directors to Allot and Issue Shares

"THAT, subject always to the Companies Act 2016 ("the Act"), the Company's Constitution and approvals of the relevant authorities, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Act to allot and issue new ordinary shares in the Company, from time to time and upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are hereby empowered to obtain the approval for the listing and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad AND FURTHER THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting ("AGM") of the Company, or at the expiry of the period within which the next AGM of the Company is required by law to be held, whichever is the earlier, unless such approval is revoked or varied by the Company at a general meeting."

Resolution 7

8. ORDINARY RESOLUTION

Proposed Renewal of Shareholders' Mandate for Existing Recurrent Related Party Transactions and Shareholders' Mandate for Additional Recurrent Related Party Transactions

"THAT subject always to the Companies Act 2016 ("the Act"), the Company's Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries to enter into the existing and additional recurrent related party transactions of a revenue or trading nature as set out in Sections 3.2(A) and 3.2(B) of the Circular to Shareholders dated 31 May 2021 with the related parties mentioned therein, provided that such transactions are necessary for the day-to-day operations and are carried out in the ordinary course of business on normal commercial terms not more favorable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company ("Shareholders' Mandate")."

Resolution 8



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THAT the Shareholders' Mandate shall commence upon passing of this resolution and continue to be in force until:

- (i) the conclusion of the next annual general meeting ("AGM") of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
- (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting;

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do such acts and things to give full effect to the transactions contemplated and/or authorised by this resolution."

9. To transact any other business for which due notice shall have been given.

BY ORDER OF THE BOARD

JULIAN YEOH YUN KIAT (SSM PC No. 201908004119) (MIA 28007)

Company Secretary

Tawau, Sabah.

Dated this 24 August 2021

NOTES:-

1. A proxy may but need not be a member of the Company and there is no restriction as to the qualification of a proxy. Provided that, having appointed a proxy or an attorney to attend in his stead, if such member personally attends the meeting, his proxy or attorney shall be precluded from attending such meeting.
2. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting and where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
3. 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) as defined under the Securities Industry Central Depositories Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. If the appointor is a corporation, the proxy form must be executed under its Common Seal or under the hand of its attorney.



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5. To be valid the duly completed proxy form must be deposited at the Registered Office of the Company at No. 318, Teck Guan Regency, Jalan St. Patrick, Off Jalan Belunu, 91000 Tawau, Sabah or electronically via email perdana@teckguan.com not less than ninety-six (96) hours before the time fixed for holding the Meeting.
6. Only members whose names appear in the Record of Depositors as at 14 September 2021, issued by Bursa Malaysia Depository Sdn. Bhd., will be entitled to attend and vote at the fully virtual meeting or appoint proxy(ies) to attend and vote on their behalf.
7. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of Annual General Meeting (“AGM”) will be put to vote by way of poll.

Explanatory Note on Ordinary Business

8. The audited financial statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only under Agenda 1. It does not require shareholders’ approval and hence, will not be put for voting.
9. Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the directors shall be approved at a general meeting. The proposed Resolution 1 is to facilitate the payment of Directors’ fees on a current financial year basis, calculated based on the current Board of Directors (“Board”) size. In the event the proposed amount is insufficient (due to enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall.

Explanatory Notes on Special Business

10. Resolutions 5 & 6

The proposed Resolutions 5 & 6, if passed, will enable Mr. Tham Vui Vun and Mr. Wong Peng Mun respectively to continue to act as Independent Non-Executive Directors of the Company until the conclusion of next AGM of the Company.

The Board holds the view that the following Independent Non-Executive Directors:

- (i) Mr. Tham Vui Vun who has served as an Independent Non-Executive Director of the Company for a tenure exceeding a cumulative term of nine (9) years and more than twelve (12) years; and
- (ii) Mr. Wong Peng Mun who has served as an Independent Non-Executive Director of the Company for a tenure exceeding a cumulative term of nine (9) years and more than twelve (12) years,

have remain objective and independent in carrying out their role and responsibility as members of the Board and Board Committees and the length of their service does not interfere with their ability and exercise of independent judgment as Independent Directors. Therefore, the Board has recommended that the approval of the shareholders be sought on a single tier voting basis for each of them to continue to act in the capacity as the Independent Non-Executive Director of the Company until the conclusion of the next AGM of the Company.



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11. Resolution 7

The proposed Resolution 7 is to renew the general mandate obtained in the last AGM. As at the date of this Notice, no new shares in the Company were issued pursuant to the existing general mandate which will lapse at the conclusion of this forthcoming AGM.

This proposed resolution, if passed, would provide flexibility to the Directors to undertake fund raising activities, including but not limited to further placement of shares for the purpose of funding the Company's future investment, working capital and/or acquisition(s), by the issuance of new shares (other than bonus or rights issue) in the Company to such persons at any time as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to the mandate does not exceed 10% of the total number of issued shares of the Company for the time being. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier.

12. Resolution 8

The proposed Resolution 8 is in relation to Renewal of Shareholders' Mandate for Existing Recurrent Related Party Transactions and Shareholders' Mandate for Additional Recurrent Related Party Transactions which are necessary for the day-to-day operations of the Company. If approved by the shareholders, it will empower the Company to conduct transactions of revenue or trading nature with the parties related to the Company. Please refer to the Circular to Shareholders dated 31 May 2021 for more information.

Personal Data Privacy

13. By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company:
- (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");
 - (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
 - (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.



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NOTIFICATION TO SHAREHOLDERS ON THE CHANGE OF MODE OF HOLDING THE TWENTY-SEVENTH ANNUAL GENERAL MEETING (“NOTIFICATION”)

Dear Valued Shareholders,

Teck Guan Perdana Berhad (“Teck Guan Perdana” or “the Company”) had, on 31 May 2021 issued a Notice to convene the Twenty-Seventh Annual General Meeting (“27th AGM”) of the Company (“Notice of the 27th AGM”) scheduled to be held at the Xocolatt Hall, Ground Floor, Hotel Emas, Jalan Utara, 91000 Tawau, Sabah on Tuesday, 29 June 2021 at 9.00 a.m.

Teck Guan Perdana had, subsequently on 28 June 2021 announced on postponement of the 27th AGM of the Company to a later date in view of the announcement made by the Government of Malaysia on 27 June 2021 in relation to the extension of Full Movement Control Order (“FMCO”), also known as Phase One of the National Recovery Plan from 29 June 2021 until further notice nationwide to curb the spread of the Corona Virus Disease 2019 (“COVID-19”) and the need to make necessary rearrangement to abide by the directives, safety and precautionary requirements and guidelines as prescribed by the relevant authorities.

Pursuant to the above, the Board of Directors of Teck Guan Perdana (“the Board”) wishes to inform that the 27th AGM of the Company will be conducted on a fully virtual basis through live streaming and Remote Participation and Electronic Voting (“RPEV”) facilities scheduled on 21 September 2021. For the avoidance of doubt, the physical 27th AGM will no longer be applicable.

Save for the change from a physical venue to an online meeting platform and the date of the 27th AGM, all information in the Notice of the 27th AGM together with the Form of Proxy remain unchanged and valid.

Date & Time of 27 th AGM	21 September 2021 (Tuesday) at 9.00 a.m.
Online Venue	Online meeting platform provided by AI Smartual Learning Sdn. Bhd. at https://agm.virtualeagm.com.my (MYNIC Domain Registration Number D1A444202)

To attend the 27th AGM remotely, all shareholders will have to register for RPEV via <https://agm.virtualeagm.com.my>. Registration will open **one (1) day** after the ROD cut off which is on 15 September 2021. Please refer to the Administrative Guide for the 27th AGM published on the Bursa Malaysia Securities Berhad’s website at <https://www.bursamalaysia.com> for detailed information in relation to the fully virtual 27th AGM.

Should you require any assistance, kindly contact Mr. David Cheng at 017-9371579 (email: davidcheng@openelearnings.com).

We thank you for your continued support to the Company.
Yours faithfully,

Tham Vui Vun
Chairman
Dated this 24 August 2021



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ADMINISTRATIVE GUIDE FOR THE TWENTY-SEVENTH ANNUAL GENERAL MEETING

1. FULLY VIRTUAL TWENTY-SEVENTH ANNUAL GENERAL MEETING (“27th AGM”)

Date & Time of 27 th AGM	21 September 2021 (Tuesday) at 9.00 a.m.
Online Venue	Online meeting platform provided by AI Smartual Learning Sdn. Bhd. (“AI Smartual Learning”) at https://agm.virtualeagm.com.my (MYNIC Domain Registration Number D1A444202)

The 27th AGM of Teck Guan Perdana Berhad (“the Company”) will be conducted on a fully virtual basis through live streaming and Remote Participation and Electronic Voting (“RPEV”) facilities provided by AI Smartual Learning.

2. SHAREHOLDERS ENTITLED TO ATTEND THE VIRTUAL AGM

A shareholder whose name appears on the Record of Depositors on 14 September 2021 (“General Meeting Record of Depositors”) shall be eligible to participate in the virtual AGM or appoint proxy to participate on his/her behalf.

3. VOTING PROCEDURES

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the virtual AGM will be conducted by poll. The Company has appointed AI Smartual Learning as poll administrator to conduct the poll by way of electronic voting and Aegis Communication Sdn. Bhd. as independent scrutineer to verify the poll results.

4. RPEV FACILITIES

Shareholders and proxies are advised to log in to the AI Smartual Learning e-Portal at <https://agm.virtualeagm.com.my> to register participation for the virtual AGM.

Kindly follow the steps below to register for the virtual AGM:-



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SMARTUAL E-PORTAL USER GUIDE

STEP 1: Please go to URL www.agm.virtualeagm.com to go to the Login Page as shown below to:

a. Sign up

Sign Up

Full Name as per IC / Passport

Email Address

Phone Number

NRIC NO. or Passport No.

Password ** (Minimum 6 characters)

Confirm Password ** (Minimum 6 characters)

UPLOAD YOUR ID CARD BROWSE

SUBMIT

ALREADY HAVE AN ACCOUNT? [LOGIN](#)

b. Log in

Sign In

email

Password

I HEREBY ACKNOWLEDGE THAT I HAVE READ AND AGREED THE STATED PRIVACY POLICY AND TERMS & CONDITIONS

LOGIN

[FORGOT PASSWORD?](#)

[DON'T HAVE AN ACCOUNT? SIGN UP](#)

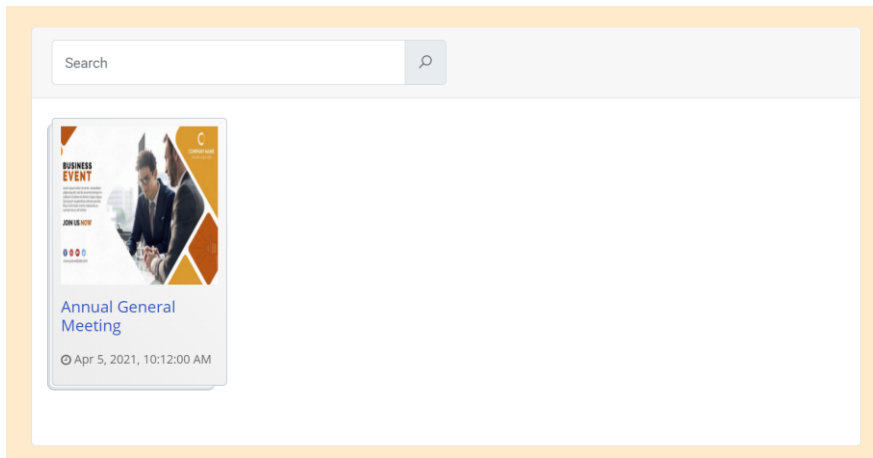
Notes:

- 1) This is a **ONE-TIME Registration**. If you are already a registered user of the e-Portal, you need not register again.
- 2) Registration will open on **15 September 2021**, ONE (1) calendar day after the cut-off date of the ROD.
- 3) Your email address is your User ID.
- 4) All users must register latest by **20 September 2021** as ONE (1) working day is required to process all e-Portal user registrations.
- 5) You can start to log in **one (1) hour** before the commencement of the meeting. i.e. 8.00 a.m.
- 6) The quality of the live streaming is dependent on the stability of the internet connection at the location of the user.
- 7) Log in to www.agm.virtualeagm.com.my with your registered User ID (email address) and password. For proxy(ies) holders, use the login credential that was sent by AI Smartual Learning.

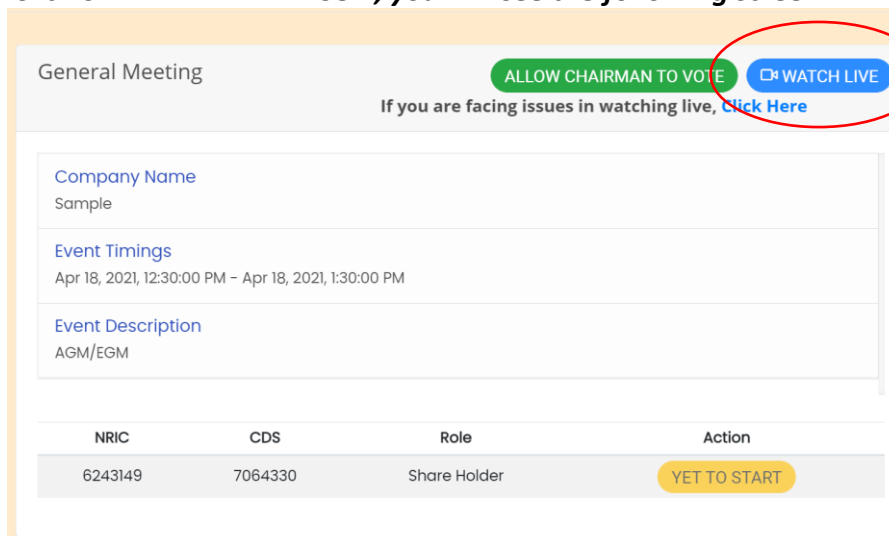


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STEP 2: You will see a DASHBOARD screen as shown below. Click on event icon.

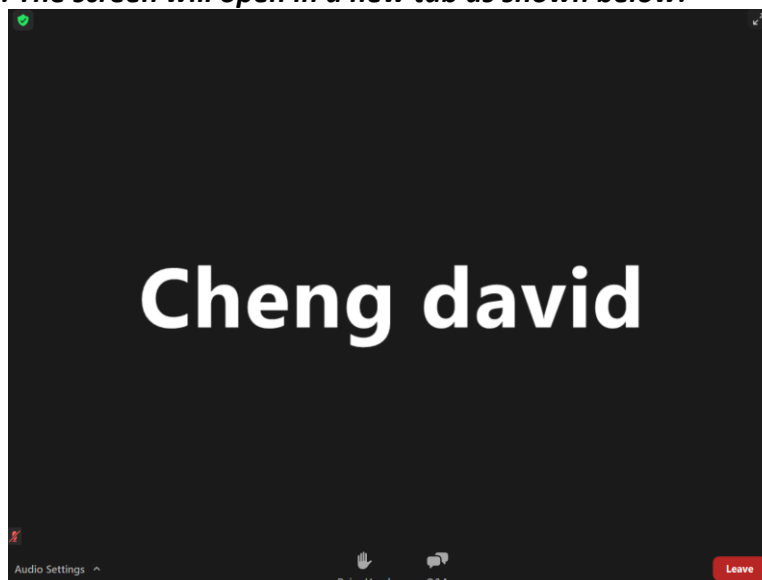


STEP 3: Click on EVENT NAME ICON, you will see the following screen.



To watch live streaming, please click on the BLUE BUTTON as shown in the top right corner. If you are facing issues in watching live, click the “Click Here” to open the Zoom application directly.

STEP 4: The screen will open in a new tab as shown below:



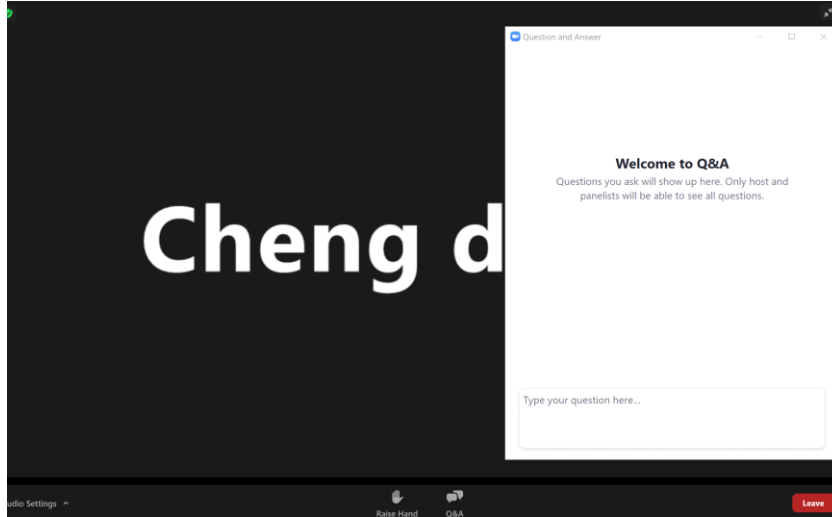


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ASKING QUESTIONS FEATURE

To ask questions, please click on your Q&A icon at the bottom of your screen and type your questions.



If you have any questions to raise at the meeting, type the question in the text box shown above. The Chairman/Board/Management/relevant adviser(s) will endeavor to respond to your question during the Meeting. However, being mindful of time constraints, some responses may be emailed after the conclusion of the virtual AGM.

STEP 5: To vote, please go back to your earlier tab as shown below.

NRIC	CDS	Role	Action
6243149	7064330	Share Holder	VOTE

Upon confirmation of your name, event details, NRIC and CDS number, please click on the VOTE button.



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STEP 6: Vote accordingly and click on the CONFIRM DETAILS AND SUBMIT VOTE button.

General Meeting

Non Voting Resolution
To receive the Audited Financial Statements for the financial year ended 30 September 2020 together with the Reports of the Directors and Auditors thereon.

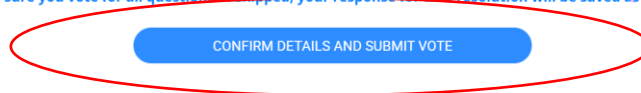
Sample Ordinary Resolution
Vote Question 1

Sample Special Resolution
Vote Question 2

FOR AGAINST ABSTAIN

FOR AGAINST ABSTAIN

Make sure you vote for all questions. If skipped, your response for that resolution will be saved as ABSTAIN



STEP 7: To view the voting results, please click the "RESULTS"

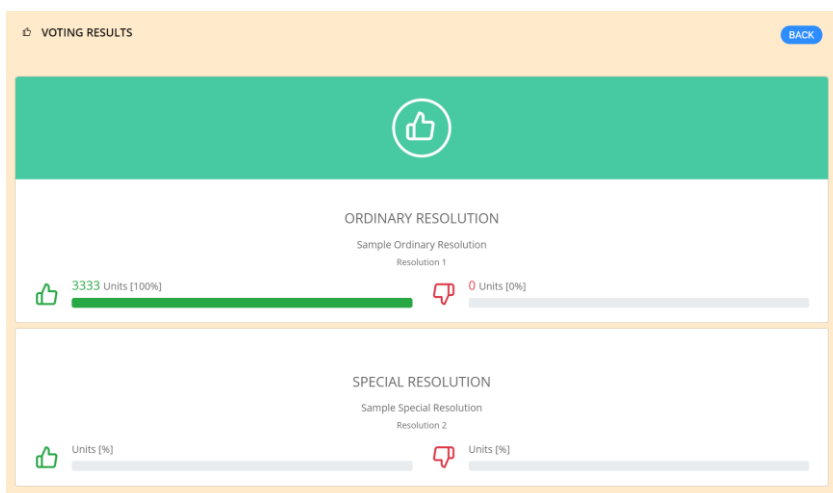
General Meeting ALLOW CHAIRMAN TO VOTE WATCH LIVE
If you are facing issues |

Company Name
Sample

Event Timings
Apr 18, 2021, 12:30:00 PM - Apr 18, 2021, 1:30:00 PM

Event Description
AGM/EGM

NRIC	CDS	Role	Action
6243149	7064330	Share Holder	VIEW RESULTS





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8) APPOINTMENT OF PROXY

Please deposit your completed Proxy Form at the Company's Registered Office at No. 318, Teck Guan Regency, Jalan St. Patrick, Off Jalan Belunu, 91000 Tawau, Sabah or electronically via email perdana@teckguan.com not less than ninety-six (96) hours before the time fixed for holding the 27th AGM i.e. the latest by 17 September 2021 at 9.00 a.m.

If you have submitted your Proxy Form and subsequently decide to appoint another person or you wish to participate in the virtual AGM, please write to davidcheng@openelearnings.com to revoke the appointment of proxy no later than 17 September 2021 at 9.00 a.m.

9) ANNUAL REPORT 2021, PROXY FORM AND CIRCULAR TO SHAREHOLDERS

The Annual Report 2021, Proxy Form (attached in the Annual Report 2021) and Circular to Shareholders are available at the Company's website at <http://www.teckguan.com/tgp/> and Bursa Malaysia Securities Berhad's website at <https://www.bursamalaysia.com>.

If you require printed copies of the above documents, please submit your request via our Share Registrar, Bina Management Sdn. Bhd. at 03-7784 3922 (email: binawin@binamg168.com)

10) NO VOUCHER AND DOOR GIFT

There will be no voucher or any door gift for shareholders/proxies who participate in the 27th AGM.

11) NO RECORDING OR PHOTOGRAPHY

No recording or photography of the virtual AGM is allowed without the prior written permission of the Company.

12) ENQUIRY

Should you require any assistance, kindly contact our Share Registrar, Bina Management Sdn. Bhd. at 03-7784 3922 (email: binawin@binamg168.com)