



BTM RESOURCES BERHAD

(Company No : 199401018283[303962-T])
(Incorporated In Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Postponed Twenty-Seventh Annual General Meeting ("Postponed 27th AGM") of BTM Resources Berhad will be held on a fully virtual basis via remote participation and voting facilities ("RPV") via online meeting platform at Dvote Online website at <https://Dvote.my> provided by Dvote Services Sdn Bhd in Malaysia on Thursday, 23rd September 2021 at 3.00 p.m. to transact the following businesses :

AS ORDINARY BUSINESS

- | | |
|---|--|
| 1. To receive the Audited Financial Statements for the financial year ended 31st December 2020 together with the Reports of the Directors and Auditors thereon. | <i>(Please refer Explanatory Note 1)</i> |
| 2. To approve the payment of Directors' fees of RM120,000 for the financial year ended 31st December 2020. | Resolution 1 |
| 3. To re-elect Mr Choong Show Tong who retires in accordance with Article 18.4 of the Company's Constitution. | Resolution 2 |
| 4. To re-elect Mr Yong Hin Siong who retires in accordance with Article 18.4 of the Company's Constitution. | Resolution 3 |
| 5. To re-elect Messrs Folks DFK & Co. as Auditors and to authorise the Directors to fix their remuneration. | Resolution 4 |

AS SPECIAL BUSINESS

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

- | | |
|---|---------------------|
| 6. Continuation in Office as Independent Non-Executive Director
"THAT pursuant to Practice Note 4.2 of the Malaysian Code on Corporate Governance, approval be and is hereby given to Datuk Haji Mohamed Iqbal Bin M.M. Mohamed Ganey who has served as an Independent Non-Executive Director of the Company for a cumulative terms of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company." | Resolution 5 |
| 7. Continuation in Office as Independent Non-Executive Director
"THAT subject to the passing of Ordinary Resolution 2 and pursuant to Practice Note 4.2 of the Malaysian Code on Corporate Governance, approval be and is hereby given to Mr Choong Show Tong who has served as an Independent Non-Executive Director of the Company for a cumulative terms of more than twelve (12) years, to continue to act as an Independent Non-Executive Director of the Company." | Resolution 6 |
| 8. Authority to Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016
"THAT subject always to the Companies Act, 2016 ("Act"), Constitution of the Company, Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and approvals of the relevant governmental/regulatory bodies (if any), the Directors be and are hereby authorised and empowered pursuant to Section 75 and Section 76 of the Act to issue new shares in the Company from time to time at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued in any one financial year of the Company pursuant to this resolution does not exceed ten percentage (10%) of the total number of issued shares of the Company at the time of issue and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company". | Resolution 7 |
| 9. Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions
"THAT approval be and is hereby given to the Company and its subsidiaries to enter into the category of recurrent transactions of a revenue or trading nature with those related parties, as specified in Section 2.3 of the Circular to Shareholders dated 31st May 2021 subject further to the following:-
a) the transaction are, in the ordinary course of business at arm's length, on normal commercial terms and are on terms not more favourable to the related party than those generally available to the public and not to the detriment of the minority shareholders;
b) disclosure is made in the Annual Report of the breakdown of the aggregate value of the transactions conducted pursuant to the shareholders' mandate during the financial year and propose that such approval shall continue in force until;
i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which the proposed renewal of the recurrent related parties transaction mandate is approved, at which time it will lapse, unless by a resolution passed at the AGM, the mandate is renewed; or
ii) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("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 a General Meeting, whichever is the earlier. | Resolution 8 |

AND THAT the Directors or any of them be and are hereby authorised to complete and do all such acts and things to give effect to the transactions authorised by this Ordinary Resolution."

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

By Order of the Board,

Chong Seok Tian (MIA 2502)(SSM PC No. 202008002866)
Wong Youn Kim (MAICSA 7018778)(SSM PC No. 201908000410)

Joint Secretaries

Kuala Lumpur
Date : 26th August 2021

Notes :

- 1) As part of the initiatives to curb the spread of Covid-19, the Postponed 27th AGM of the Company will be conducted on a fully virtual basis. Shareholders/proxy/ (ies) will not be allowed to attend the Postponed 27th AGM in person on the day of the meeting. Shareholders are to attend, speak, (including posting questions to the Board via real time submission of typed texts and vote, (collectively, "participate" remotely at the Postponed 27th AGM via the RPV provided by Dvote Services Sdn Bhd via its online website at <https://Dvote.my>. Please follow the procedures as stipulated in the Administrative Guide and take note of Notes (2) to (10) below in order to register, participate and vote virtually.
- 2) For the purpose of determining who shall be entitled to participate in this AGM via RPV, the Company shall request Bursa Malaysia Depository Sdn Bhd to make available to the Company the Record of Depositors as at 17th September 2021. Only members whose names appear on this Record of Depositors shall be entitled to participate in this AGM via RPV.
- 3) A member entitled to attend and vote at this AGM may appoint not more than two (2) proxies to participate and vote in his/her stead. A proxy may but need not be a member of the Company.
- 4) Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportion of his 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"), 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.
- 6) A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at the Postponed 27th AGM via RPV must request his/her proxy to register himself/herself for RPV at Dvote Online at <https://Dvote.my/user-login>. Please follow the Procedures for RPV in the Administrative Guide.
- 7) The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be deposited at the Company's Share Registrar Office not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
 - i) In hard copy form
The proxy form must be deposited with the Share Registrar of the Company at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur.
 - ii) By electronic means
To be sent via e-mail to : dvoteservice@gmail.com
- 8) Please ensure all the particulars as required in the Form of Proxy are completed, signed and dated, accordingly.
- 9) Last date and time for lodging of proxy forms is Tuesday, 21st September 2021 at 3.00 p.m.
- 10) In the case of a corporation, the instrument appointing a proxy or proxies must be in accordance with the corporation's constitution.

Explanatory Notes on Special Business

1. **To receive the Audited Financial Statements for the financial year ended 31st December 2020 together with the Reports of the Directors and Auditors thereon.**

This agenda item is meant for discussion only as under the provision of Section 340(1) of the Companies Act, 2016, the Audited Financial Statements do not require formal approval of the members and hence, this item will not be put forward for voting.
2. **Ordinary Resolution 5 – Continuing in Office as Independent Non-Executive Director**

Datuk Haji Mohamed Iqbal Bin M.M. Mohamed Ganey has served as Independent Non-Executive Director for a cumulative term of eleven (11) years. The Nomination Committee has assessed his independence and recommended him to continue to act as an Independent Non-Executive Director of the Company on the following justifications :-

 - a) He has fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
 - b) He has vast experience and his banking background enables him to provide an objective and independent view point in enabling the Board to properly discharge its duties and responsibilities.
 - c) He has always actively participated in Board and Board Committees discussion and has continuously provided an independent view to the Board.
 - d) He has the calibre, qualifications, experiences and personal qualities and therefore would be able to provide constructive opinion and exercises independent judgement and has the ability to act in the best interest of the Company.

Pursuant to Practice Note 4.2 of the Malaysian Code on Corporate Governance ("MCCG"), the Board will seek the approval of the shareholders through a two-tier voting process at the Twenty- Seventh Annual General Meeting of the Company for Datuk Haji Mohamed Iqbal Bin M.M. Mohamed Ganey to continue to serve as Independent Non-Executive Director of the Company.
3. **Ordinary Resolution 6 - Continuing in Office as Independent Non-Executive Director**

Mr Choong Show Tong has served as an Independent Non-Executive Director for a cumulative term of eighteen (18) years. The Nomination Committee has assessed his independence and recommended him to continue to act as an Independent Non-Executive Director of the Company on the following justifications :-

 - a) He has fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
 - b) He has vast experiences as a public accountant and is able to provide financial and accounting view point in enabling the Board to properly discharge its duties and responsibilities.
 - c) He has always actively participated in Board and Board Committees discussion and has continuously provided an independent view to the Board.
 - d) He has the calibre, qualifications, experiences and personal qualities and therefore would be able to provide constructive opinion and exercises independent judgement and has the ability to act in the best interest of the Company.

Pursuant to Practice Note 4.2 of the MCCG, the Board will seek the approval of the shareholders through a two-tier voting process at the Twenty- Seventh Annual General Meeting of the Company for Mr Choong Show Tong to continue to serve as Independent Non-Executive Director of the Company.
4. **Ordinary Resolution 7 - Authority for Directors to allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016..**

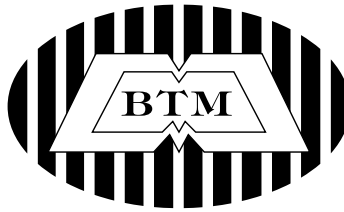
The Ordinary Resolution pursuant to Sections 75 and 76 of the Companies Act, 2016 is a renewal of the last mandate granted to the Directors at the Twenty-Sixth AGM held on 9th September 2020 and which will lapse at the conclusion of the Twenty- Seventh AGM.

This Ordinary Resolution, if passed,, will give the Directors of the Company, from the date of the Twenty-Seventh AGM, the authority to allot shares in the Company up to and not exceeding in total ten per cent (10%) of the total number of issued shares of the Company for such purposes as the Directors deem fit and in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM.

The renewal of this mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment, working capital and / or acquisitions.

As at the date of this Notice, 29,682,200 new ordinary shares in the Company were issued pursuant to the last mandate. The total proceeds amounting to RM5,091,204 raised were to be utilised to fund the Group's working capital requirements as well as defraying the expenses for the private placement.
5. **Ordinary Resolution 8 - Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Renewal of Shareholders' Mandate)**

This Ordinary Resolution is to renew the Shareholders' Mandate and New Mandate granted by the shareholders to the Company at the Twenty-Sixth AGM held on 9th September 2020. The Proposed Renewal of the Shareholders' Mandate will enable the Group to enter into the Recurrent Related Party Transactions of a Revenue or Trading Nature which are necessary for the Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.



BTM RESOURCES BERHAD

(Company No : 199401018283[303962-T])

(Incorporated In Malaysia)

ADMINISTRATIVE GUIDE FOR THE FULLY VIRTUAL TWENTY-SEVENTH (27TH) ANNUAL GENERAL MEETING

Date : Thursday, 23 September 2021
Time : 3.00 p.m.
Online Meeting Platform : Dvote Online website at <https://Dvote.my>
Depository of Form of Proxy : The Share Registrar Office :
Sectrars Management Sdn Bhd
Lot 9-7, Menara Sentral Vista, No. 150 Jalan Sultan Abdul Samad
Brickfields, 50470 Kuala Lumpur, Malaysia
Email : dvoteservice@gmail.com

MODE OF MEETING

Due to the unprecedented circumstances arising from the measures that have been implemented nationally to limit the spread of the COVID-19, and in particular, the Government of Malaysia's official guidance for practising social distancing, the Company will change the mode of the originally planned physical 27th Annual General Meeting ("AGM") to be conducted on a fully virtual basis through live streaming from the Broadcast Venue and online remote voting using the Remote Participation and Voting ("RPV") Facilities (collectively referred hereinafter as "Virtual 27th AGM").

The above decision is made pursuant to Section 327 of the Companies Act 2016 and Clause 15.4 of the Constitution of the Company.

In line with the Malaysian Code on Corporate Governance Practice 12.3, conducting a Virtual 27th AGM, would facilitate greater shareholder participation as it facilitates electronic voting and remote shareholders' participation. With the RPV Facilities, you may exercise your right as a member of the Company to participate (including the right to pose questions to the Board of Directors and/or Management of the Company) and vote at the Virtual 27th AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the Virtual 27th AGM.

The Securities Commission Malaysia had on 16 July 2021 revised the Guidance Note and Frequently Asked Questions ("FAQs") on the Conduct of General Meetings for Listed Issuers which was first issued on 18 April 2021, to require all meeting participants of fully virtual general meetings, including the Chairperson of the meeting, board members, senior management and shareholders to participate via the meeting online platform. Physical gatherings, no matter how small are prohibited. An online meeting platform can be recognized as the main meeting venue or place under Section 327(2) of Companies Act 2016 provided that the online platform is located in Malaysia.

ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only members whose names appear on the Record of Depositors on **17 September 2021** (General Meeting Record of Depositors) shall be eligible to participate in the Virtual 27th AGM or appoint proxy(ies) to participate and/or vote on his/her behalf.

FORM(S) OF PROXY

Shareholders who are unable to participate in our Virtual 27th AGM are encouraged to appoint the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form of Proxy.

Please note that you **must** complete the Form of Proxy or the Revised Form of Proxy for the Virtual 27th AGM should you wish to appoint a proxy(ies).

The Revised Form of Proxy **does not invalidate** the Form of Proxy which was circulated together with the Notice of the 27th AGM dated 31 May 2021 ("the Original Form of Proxy").

Please deposit your Original Form of Proxy or Revised Form of Proxy, at The Share Registrar Office, Sectrars Management Sdn Bhd, Lot 9-7, Menara Sentral Vista, No. 150 Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

If you have earlier deposited the Original Form of Proxy at the office of the Company's Share Registrar, Sectrars Management Sdn. Bhd., you are encouraged to resend the Original Form of Proxy by email to dvoteservice@gmail.com

ALL ORIGINAL FORMS OF PROXY SUBMITTED PRIOR TO THIS NOTICE SHALL REMAIN VALID AND ACCEPTABLE.

If the Company receives both the Original Proxy Form and the Revised Proxy Form from a member, THE LATTER SHALL SUPERSEDE THE FORMER.

In the event that the Company does not receive the duly executed Revised Form of Proxy within the required timeframe, THE MEMBER WHO HAS DEPOSITED THE ORIGINAL FORM OF PROXY AT THE COMPANY'S SHARE REGISTRAR OFFICE WITHIN THE REQUIRED TIMEFRAME IS DEEMED TO HAVE APPOINTED AND AUTHORISED HIS PROXY UNDER THE ORIGINAL FORM OF PROXY TO VOTE OR ABSTAIN ON THE ORDINARY RESOLUTIONS AS THE PROXY DEEMS FIT.

REVOCATION OF PROXY

If you have submitted your Form of Proxy or Revised Form of Proxy and subsequently decide to appoint another person or wish to participate in the Virtual 27th AGM by yourself, please write in to the Company's Share Registrar to revoke the earlier appointed proxy forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

VOTING PROCEDURE

The voting at the Virtual 27th AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Company has appointed Dvote Services Sdn. Bhd. ("**Dvote**") as Poll Administrator to conduct the poll by way of electronic voting or online remote voting ("**e-voting**").

Kindly refer to item (2) below of the Procedures for RPV Facilities for guidance on how to vote remotely from Dvote Online website at <https://Dvote.my>.

During the Virtual 27th AGM, the Chairman of the Meeting will invite the Poll Administrator to brief on the e-Polling housekeeping rules. The voting session will commence as soon as the Chairman of the Meeting calls for the poll to be opened and until such time when the Chairman of the Meeting announces the closure of the poll.

For the purposes of the Virtual 27th AGM, e-voting will be carried out via personal smart mobile phones, tablets or personal computers/laptops.

Upon the conclusion of the poll session, the Scrutineers will verify the poll results followed by the declaration by the Chairman of the Meeting whether the resolutions put to vote were successfully carried or not.

Kindly follow the steps below on how to register, request for login ID and password:-

1. REMOTE PARTICIPATION AND E-VOTING FACILITIES

Members are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "**Participate**") remotely at the Virtual 27th AGM using RPV Facilities provided by Dvote via its **Dvote Online** website at <https://Dvote.my>. Please refer to Procedure for RPV Facilities.

2. PROCEDURES FOR RPV FACILITIES

Member(s)/proxy(ies)/corporate representative(s)/attorney(s) who wish to participate in the Virtual 27th AGM remotely using the RPV Facilities are to follow the requirements and procedures as summarised below:

BEFORE MEETING DAY

USER REGISTRATION

Procedure	Action
(a) Sign-up as a user with Dvote Online	<p><i>Note: If you are already a user with Dvote Online, you are not required to sign-up again. You may proceed to sign-in using your email address and password.</i></p> <ul style="list-style-type: none">• Access the website at https://Dvote.my.• Click on [Sign up] to register as a new user with Dvote Online.• Complete registration and upload softcopy of Malaysia Identification card (front and Back) or passport (foreigner(s)). <p>You will be notified via email once your user registration is accepted/rejected by Dvote Online.</p>
(b) Register Meeting with Dvote Online	<ul style="list-style-type: none">• Registration for Remote Participation will remain open from 22 September 2021 until the commencement of the polling during the Virtual 27th AGM.• Login to https://Dvote.my/user-login with your user ID (i.e.: email address) and password.• Select event: "BTM RESOURCES BHD – 27th Annual General Meeting" and click [Register].• You will receive an email notifying on your registration for the remote participation and verification.• Once your registration has been verified against the Record of Depositors as at 17 September 2021, you will be notified via email whether your request for remote participation is approved/rejected.• If approved, you will receive an invitation email together with the meeting link to "<i>Join Meeting</i>".

ON THE DAY OF VIRTUAL 27TH AGM

Procedure	Action
(a) Join the Live Stream Meeting	<ul style="list-style-type: none">• Click on "<i>Join Meeting</i>" link in the invitation email and you will be directed to the live streaming room.• You are advised to log in early, at least 20 minutes, before the Meeting time.
(b) Post Questions during Live Streaming	<ul style="list-style-type: none">• If you have any question(s) for the Board of Directors, you may use the "Post Question" box to transmit your question(s).
(c) Online Voting during Live Streaming	<p>Click on [Proceed to Vote], to cast your votes for each resolution(s).</p> <ul style="list-style-type: none">• Review your casted votes, confirm and submit your votes.
(d) End of remote participation	<ul style="list-style-type: none">• Upon the announcement by the Chairman on the closure of the Virtual 27th AGM, the live streaming room will end.

Notes to users of the RPV Facilities:

- The quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection at the location of the user and the device of the user.
- Users are advised to afford themselves ample time to complete the log in process in advance of the meeting.
- In the event you encounter any issues with logging-in, connection to live streamed meeting or online voting on the meeting day, kindly call +603-22766138 and email to dvoteservice@gmail.com for assistance.

3. APPOINTMENT OF PROXY(IES)/CORPORATE REPRESENTATIVE(S)/ATTORNEY(S)

A member who has appointed a proxy(ies)/authorised representative(s)/attorney(s) to participate in the Virtual 27th AGM via RPV Facilities must request his/her proxy(ies)/authorised representative(s)/attorney(s) to register himself/herself for RPV Facilities via Dvote Online website at <https://Dvote.my>.

NO DOOR GIFTS OR FOOD VOUCHERS

There will be no distribution of food vouchers or door gifts during the Virtual 27th AGM as the meeting is conducted on a fully virtual basis.

NO RECORDING OR PHOTOGRAPHY

Strictly no recording or photography of the Virtual 27th AGM proceedings is allowed.

ENQUIRY

If you have any enquiry(ies) relating to the meeting, 27th AGM Administrative Guide for the Fully Virtual 27th AGM, RPV Facilities or encounters issues with the log in, steps to connect to live streaming and online voting, you may send them in advance or contact the following during office hours from Monday to Friday (except for public holiday) :-

For Agenda of the 27th AGM related:

BTM RESOURCES BHD

General Line : +609-6223633

Fax Number : +609-6235795

Email : chong@btmresources.com.my

Contact Person: Group Company Secretary

For Pre-Registration via RPV Facilities:

DVOTE SERVICES SDN. BHD.

Lot 9-7, Menara Sentral Vista

No. 150, Jalan Sultan Abdul Samad

Brickfield, 50470 Kuala Lumpur, Malaysia

Name : Ms Sangetha/Mr Hugo
Telephone No. : +603-2276 6138
Email : dvoteservice@gmail.com

As the COVID-19 situation continues to evolve, the Company will closely monitor the situation and reserves the right to take further measures as appropriate and comply with any requirements or recommendation of any government agencies from time to time.

Kindly check the Company's website or announcements from time to time for the latest updates on the status or changes to the Virtual 27th AGM's arrangement.

The Company seeks the understanding and cooperation of all Shareholders to minimize the risk of community spread of COVID-19.

The administrative guide can be viewed and downloaded from our Company's website at www.btmresources.com.my



BTM RESOURCES BERHAD

(199401018283 [303962-T])
(Incorporated in Malaysia)

PROXY FORM

I/We _____
(Block Letters)

of _____

being a Member / Members of **BTM Resources Berhad** hereby appoint _____

_____ (NRIC No.) _____

of _____

or failing him/her _____

_____ (NRIC No.) _____

of _____

as my/our proxy to vote for me/us and on my/our behalf at the Twenty-Seventh Annual General Meeting of BTM Resources Berhad to be held on a fully virtual basis via remote participation and voting facilities ("RPV") via online meeting platform at Dvote Online website at <https://Dvote.my> provided by Dvote Services Sdn Bhd in Malaysia on Thursday, 23rd September 2021 at 3.00p.m. and any adjournment thereon for/against the resolution(s) to be proposed thereat.

No.	AGENDA		FOR	AGAINST
1.	Receive Accounts and Report			
No.	RESOLUTION		FOR	AGAINST
2.	Approval of Directors' Fees	Resolution 1		
3.	Re-election of Director :- Mr Choong Show Tong	Resolution 2		
4.	Mr Yong Hing Siong	Resolution 3		
5.	Re-appointment of Auditors :- Messrs Folks DFK & Co.,	Resolution 4		
6.	Continuing in Office for Datuk Haji Mohamed Iqbal Bin M.M. Mohamed Ganey as Independent Non-Executive Director	Resolution 5		
7.	Continuing in Office for Mr. Choong Show Tong as Independent Non-Executive Director	Resolution 6		
8.	Approval of Director to allot and issue shares pursuant to Section 75 and 76 of the Companies Art, 2016	Resolution 7		
9.	Proposed Shareholders Mandate	Resolution 8		

Please indicate with an "X" in the appropriate boxes on how you wish your vote to be cast on the Resolutions specified in the Notice of Meeting. Unless voting instructions are indicated in the space above, the proxy will vote as he/she thinks fit.

Number of shares

CDS A/C No.

Date

Signature

Notes :-

- i) Only depositors whose name appear in the Record of Depositors as at 17th September 2021 (General Meeting Record of Depositors) be regarded as members and entitled to attend, speak and vote at the meeting.
- ii) A member entitled to attend the meeting may appoint another person as his proxy to attend and vote in his stead at the meeting and such proxy shall have the same right as the member he represents including the right to vote and on a poll and to demand a poll.
- iii) A proxy may but need not be a member.
- iv) Where the member of the Company appoints two or more proxies, the appointments shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
- v) If the appointer is a corporation, the proxy should be executed under its common seal or under the hand of an officer or attorney duly authorised.
- vi) 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"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- vii) The instrument appointing a proxy must be deposited at the Share Registrar Office of the Company at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.

Please fold here

Stamp

BTM RESOURCES BERHAD (199401018283 [303962-T])

Lot 9-7, Menara Sentral Vista,
No.150, Jalan Sultan Abdul Samad, Brickfields
50470 Kuala Lumpur.

Please fold here