



## ORION IXL BERHAD

(Registration No.: 200101019222 (554979-T))  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“**Meeting**” or “**EGM**”) of Orion IXL Berhad (“**Orion**” or the “**Company**”) will be held and conducted on a fully virtual basis through live streaming and online remote voting by using Remote Participation and Voting (“**RPV**”) Facilities on an online meeting platform via Vote2U at <https://web.vote2u.my> (Domain Registration Number with MYNIC: D6A471702) provided by Agmo Digital Solutions Sdn Bhd in Malaysia on Monday, 18 October 2021 at 9.30 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

#### SPECIAL RESOLUTION 1

#### **PROPOSED CAPITAL REDUCTION PURSUANT TO SECTION 116 OF THE COMPANIES ACT 2016 TO REDUCE RM106,345,359 OF THE SHARE CAPITAL OF ORION (“PROPOSED CAPITAL REDUCTION”)**

“**THAT** subject to the confirmation of the High Court of Malaya and the approvals from the relevant authorities and parties being obtained, where necessary, approval be and is hereby given for the implementation of the Proposed Capital Reduction pursuant to Section 116 of the Companies Act 2016;

**THAT** the share capital of the Company be reduced and cancelled to the extent of RM106,345,359 and that such reduction be effected and satisfied by the cancellation of the share capital of the Company that has been lost or is unrepresented by available assets;

**AND THAT** the Board of Directors of the Company (“**Board**”) be and is hereby authorised with full power to make any modifications, variations and/or amendments in any manner as may be in the best interest of the Company or as may be required by the relevant authorities to give effect to the Proposed Capital Reduction, and to take all such steps as they may deem necessary or expedient in the best interests of the Company to implement, finalise and give full effect to the Proposed Capital Reduction.”

#### SPECIAL RESOLUTION 2

#### **PROPOSED CHANGE OF NAME OF THE COMPANY FROM “ORION IXL BERHAD” TO “ALDRICH RESOURCES BERHAD” (“PROPOSED CHANGE OF NAME”)**

“**THAT** the name of the Company be changed from “Orion IXL Berhad” to “Aldrich Resources Berhad” effective from the date of issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia to the Company;

**AND THAT** the Board and/or Company Secretaries of the Company be and are hereby authorised and empowered to carry out all the necessary steps and formalities in effecting the Proposed Change of Name.”

#### BY ORDER OF OUR BOARD

**CHEN WEE SAM (SSM PC No.: 202008002853) (LS 0009709)**  
**HEW CHEE HAU (SSM PC No. 201908001291) (MIA 21967)**

Company Secretaries

Kuala Lumpur

24 September 2021

#### Notes:

- (i) As part of the safety measures to curb the spread of the Coronavirus outbreak, the Company will conduct the EGM on a fully virtual basis through live streaming and online remote voting by using RPV Facilities on an online meeting platform via Vote2U at <https://web.vote2u.my> (Domain Registration Number with MYNIC: D6A471702) provided by Agmo Digital Solutions Sdn. Bhd. in Malaysia.
- (ii) The Securities Commission Malaysia had on 16 July 2021 revised the Guidance Note and Frequently Asked Questions (“**FAQ**”) on the Conduct of General Meetings for Listed Issuers (“**the Revised Guidance Note and FAQ**”) which encourage the listed issuers to conduct fully virtual general meetings. All meeting participants including the Chairperson of the meeting, board members, senior management and shareholders are to participate in the meeting online. According to the Revised Guidance Note and FAQ, 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.
- (iii) A member of the Company who is entitled to attend and vote is entitled to appoint another person as his/her/its proxy to exercise all or any of his rights to attend, participate (including to pose questions to the Board of the Company), and vote in his/her/its stead.
- (iv) Please read and follow the procedures as set out in the Administrative Guide of the EGM which can be downloaded from the Company’s announcement on Bursa Malaysia Berhad’s website at [www.bursamalaysia.com](http://www.bursamalaysia.com) or Company’s website at [www.orionixl.com.my](http://www.orionixl.com.my) in order to register, attend, participate and vote remotely using the RPV Facilities via Vote2U at <https://web.vote2u.my>.
- (v) In respect of deposited securities, only members whose names appear in the Record of Depositors on 11 October 2021 (General Meeting Record of Depositors) shall be eligible to attend, participate, and vote at the EGM or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.
- (vi) A member of the Company may appoint not more than two (2) proxies to attend the EGM, provided that the member specifies the proportion of his/her/its shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
- (vii) A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
- (viii) Where a member is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“**omnibus account**”), 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.
- (ix) The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, shall be deposited at the office of the Share Registrar of the Company, ShareWorks Sdn Bhd at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur not less than forty-eight (48) hours before the time for holding the EGM or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
- (x) Subject to the Constitution, members may deposit the instrument appointing the proxy(ies) by electronic means by way of submitting the instrument to the e-mail address at [ir@shareworks.com.my](mailto:ir@shareworks.com.my) not less than forty-eight (48) hours before the time for holding the EGM or adjourned meeting, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
- (xi) An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
- (xii) Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in this Notice will be put to vote by way of poll.

#### Personal Data Privacy:

By submitting form(s) of proxy appointing a proxy(ies) and/or representative(s) to attend, participate (including to pose questions to the Board of the Company) and vote at the EGM and/or at 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 EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (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.

**HEADQUARTERS**

Level 5, Block B, Dataran PHB Saujana Resort, Section U2  
40150 Shah Alam, Selangor, Malaysia  
T: +603-7890 0638 | F: +603-7890 3163

**ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING ("EGM" or "MEETING")**

**Day, Date and Time** : Monday, 18 October 2021 at 9.30 a.m.

**Meeting Venue** : Online Meeting Platform via Vote2U at <https://web.vote2u.my>

**Domain Registration Numbers with MYNIC** : D6A471702

**PRECAUTIONARY MEASURES AGAINST THE CORONAVIRUS DISEASE ("COVID-19")**

- As part of the safety measures to curb the spread of the COVID-19 outbreak, the Company will conduct its EGM on a fully virtual basis through live streaming and online remote voting by using Remote Participation and Voting ("RPV") Facilities on an online meeting platform via Vote2U at <https://web.vote2u.my> provided by Agmo Digital Solutions Sdn. Bhd. in Malaysia.
- The Securities Commission Malaysia had on 16 July 2021 revised the Guidance Note and Frequently Asked Questions ("FAQ") on the Conduct of General Meetings for Listed Issuers ("**the Revised Guidance Note and FAQ**") which encourage the listed issuers to conduct fully virtual general meetings. All meeting participants including the Chairperson of the meeting, members of Board of Directors, senior management and shareholders are to participate in the meeting online. According to the Revised Guidance Note and FAQ, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Companies Act 2016.
- A member or his/her/its proxy(ies)/corporate representative(s)/attorney(s) is to attend, participate (including to pose questions in the form of real time submission of typed texts) and vote remotely at the EGM using RPV Facilities.
- Due to the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our EGM at short notice. Kindly check the latest updates at the Company's website at [www.orionixl.com.my](http://www.orionixl.com.my) or announcements on Bursa Malaysia Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com).
- The Company will continue to observe the guidelines issued by the Ministry of Health, Malaysian National Security Council, Securities Commission Malaysia and other relevant authorities, and will take all relevant precautionary measures as advised.
- Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants. Hence, you are to ensure that internet connectivity throughout the duration of the meeting is well maintained.

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### Administrative Guide for the Extraordinary General Meeting (“EGM” or “Meeting”) (Cont’d)

#### PROCEDURES TO PARTICIPATE IN RPV

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

#### BEFORE EGM DAY

#### A: REGISTRATION AS USER

##### Individual Shareholders

	Description	Procedure
i.	Shareholders to register with Vote2U online	<p>The registration will open from the date of Notice of EGM.</p> <ol style="list-style-type: none"><li>Access website at <a href="https://web.vote2u.my">https://web.vote2u.my</a></li><li>Click “<b>Sign Up</b>” to sign up as a user.</li><li>Read the ‘Privacy Policy’ and ‘Terms &amp; Conditions’ and indicate your acceptance of the ‘Privacy Policy’ and ‘Terms &amp; Conditions’ on a small box <input type="checkbox"/>. Then click “<b>Next</b>”.</li><li>*Fill in your details (note: create your own password). Then click “<b>Continue</b>”.</li><li>Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (page with photo) (for non-Malaysian).</li><li>Click “<b>Submit</b>” to complete the registration.</li><li>Your registration will be verified and an email notification will be sent to you. Please check your email.</li></ol> <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: REGISTRATION OF PROXY

##### Individual Shareholders/Corporate Shareholders/Authorised Nominees/Exempt Authorised Nominees

	Description	Procedure
i.	Submit Form of Proxy	<p>The closing time to submit your Form of Proxy is on <b>Saturday, 16 October 2021 at 9.30 a.m.</b></p> <ol style="list-style-type: none"><li>Fill in all the details as required in the Form of Proxy and ensure all information is written correctly, particularly:<ul style="list-style-type: none"><li>○ Full Name</li><li>○ MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy(ies)</li><li>○ Full Address</li><li>○ Email address and contact number of the Proxy(ies)</li></ul></li><li>*Submit/Deposit the Form of Proxy to Share Registrar as per Note 1 below.</li></ol> <p><u>Note:</u> After verification, an email notification will be sent to the Proxy(ies)/Corporate Representative(s)/Attorney(s) and will be given a temporary password. The Proxy(ies)/Corporate Representative(s)/Attorney(s) could use the temporary password to log in to Vote2U.</p>

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### Administrative Guide for the Extraordinary General Meeting (“EGM” or “Meeting”) (Cont’d)

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#### \* Note 1:

Shareholder who is appointing Proxy(ies)/Corporate Representative(s)/Attorney(s) to attend, participate and vote at the EGM must ensure the duly signed and executed Form of Proxy and/or the original Certificate of Appointment of its Corporate Representative and/or Power of Attorney is/are delivered to the Share Registrar, ShareWorks Sdn. Bhd. in the following manner **not later than 16 October 2021 at 9.30 a.m.:**

- (a) Deposit Hardcopy of Proxy Form  
Share Registrar, ShareWorks Sdn. Bhd. at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur; or
- (b) Deposit of Proxy Form Electronically  
Share Registrar, ShareWorks Sdn. Bhd. at [ir@shareworks.com.my](mailto:ir@shareworks.com.my)

Corporate Shareholder who is appointing a Corporate Representative instead of proxy must send the hardcopy of the following documents to the Share Registrar, ShareWorks Sdn. Bhd. **not later than 16 October 2021 at 9.30 a.m.:**

- Certificate of Appointment of its Corporate Representative (“**Certificate**”) under the seal of the corporation or signed by its attorneys or in accordance with the provision of its constitution or by an authorised officer duly authorised on behalf of the corporation. If the Certificate is not executed under the seal of the corporation, please attach a copy of that corporation’s constitution for verification;
- Copy of the Corporate Representative’s MYKAD (for Malaysian) / Passport (for non-Malaysian); and
- Corporate Representative’s email address and mobile phone number.

Shareholder who is appointing an Attorney instead of proxy must send the hardcopy of the following documents to the Share Registrar, ShareWorks Sdn Bhd **not later than 16 October 2021 at 9.30 a.m.:**

- Power of Attorney which is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- Copy of the Attorney’s MYKAD (for Malaysian) / Passport (for non-Malaysian); and
- Attorney’s email address and mobile phone number.

## C: REVOCATION OF PROXY(IES)

### Individual Shareholders/Corporate Shareholders/Authorised Nominees/Exempt Authorised Nominees

	Description	Procedure
i.	➤ Revocation of Proxy(ies)	Email to ShareWorks Sdn. Bhd. at <a href="mailto:ir@shareworks.com.my">ir@shareworks.com.my</a> to revoke the appointment of your proxy(ies).  <i>Note:</i> <i>Applicable to individual shareholders/corporate shareholders/authorised nominees/exempt authorised nominees who have appointed proxy(ies)/corporate representative(s)/attorney(s) using hard copy Form of Proxy.</i>

Any Shareholder who wishes to revoke his/her/its proxy(ies) must do so 24 hours before the commencement of the EGM i.e. **by 9.30 a.m. on Sunday, 17 October 2021.**

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**Administrative Guide for the Extraordinary General Meeting (“EGM” or “Meeting”) (Cont’d)****ON EGM DAY****A: WATCH LIVE STREAMING****Individual Shareholders/Proxies/Corporate Representatives/Attorneys**

	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 <b>8.30 a.m. on Monday, 18 October 2021</b>, one (1) hour before the commencement of the EGM.</p> <ol style="list-style-type: none"> <li>Login with your email and password.</li> <li>Select the General Meeting event “<b>Orion IXL Berhad: EGM 2021</b>”.</li> <li>Check your details.</li> <li>Click “<b>Watch Live</b>” button to view the live streaming.</li> </ol>

**B: ASK QUESTION****Individual Shareholders/Proxies/Corporate Representatives/Attorneys**

	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 shareholders/proxies/corporate representatives/attorneys raising the question.</p> <ol style="list-style-type: none"> <li>Click “<b>Ask Question</b>” button to post question(s).</li> <li>Type in your question and click “<b>Submit</b>”.</li> </ol> <p>The Directors will endeavor to respond to questions submitted by remote shareholders, proxies, corporate representatives and attorneys during the EGM.</p>

**C: VOTING REMOTELY****Individual Shareholders/Proxies/Corporate Representatives/Attorneys**

	Description	Procedures
i.	Online Remote Voting	<p>Voting session commence from <b>9.30 a.m. on Monday, 18 October 2021</b> until a time when the Chairman of EGM announces the end of the session.</p> <p>Please follow the following steps for voting:</p> <ol style="list-style-type: none"> <li>Click “<b>Confirm Details &amp; Start Voting</b>”.</li> <li>To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click “<b>Next</b>” to continue voting for the resolution(s).</li> <li>To change your vote, click “<b>Back</b>” and select another voting choice.</li> <li>After you have completed voting, a Voting Summary page appears to show the resolution(s) with your voting choices. Click “<b>Confirm</b>” to submit your vote.</li> </ol>

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### Administrative Guide for the Extraordinary General Meeting (“EGM” or “Meeting”) (Cont’d)

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		<p>[Please note that you are <u>not able</u> to change your voting choices after you have confirmed and submitted your votes.]</p> <p>You may view your voting results on the Main Page by selecting “<b>View Voting Results</b>”.</p>
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#### **ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY**

In respect of deposited securities, only members whose names appear in the Record of Depositors on 11 October 2021 (General Meeting Record of Depositors) shall be eligible to attend, participate, and vote at the EGM or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.

#### **POLL VOTING**

- The voting at the EGM will be conducted by way of poll in accordance with Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting (e-voting).
- Members/proxies/corporate representatives/attorneys can proceed to vote on the resolution(s) at any time from 9.30 a.m. on Monday, 18 October 2021 until the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to “Procedures to Participate in RPV Facilities” provided above for guidance on how to vote remotely.
- Upon completion of the voting session for the EGM, the Independent Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolution(s) is/are duly passed.

#### **PRE-MEETING SUBMISSION OF QUESTIONS**

The Board recognises that the EGM is a valuable opportunity for the Board of Directors to engage with members. In order to enhance the efficiency of the proceedings of the EGM, members may in advance, before the EGM, submit questions to the Board of Directors at [info@orionixl.com.my](mailto:info@orionixl.com.my) **not later than 16 October 2021 at 9.30 a.m.**. The Board of Directors will endeavor to address the questions received at the EGM.

#### **NO DOOR GIFTS/FOOD VOUCHERS**

There will be no distribution of door gifts or food vouchers for the EGM as the Meeting will be conducted on a fully virtual basis.

The Company would like to thank all its members for their kind co-operation and understanding in these challenging times.

#### **RECORDING OR PHOTOGRAPHY**

Strictly no unauthorised recording or photography of the proceedings of the EGM is allowed.

## ORION IXL BERHAD

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### **Administrative Guide for the Extraordinary General Meeting (“EGM” or “Meeting”) (Cont’d)**

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#### **ENQUIRY**

- a. For enquiries relating to the EGM, please contact our **Investor Relation** during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Email: [info@orionixl.com.my](mailto:info@orionixl.com.my)

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

Telephone Number: 03-7664 8520 / 03-7664 8521

Email: [vote2u@agmostudio.com](mailto:vote2u@agmostudio.com)

- c. For enquiries relating to proxy matters, please contact ShareWorks Sdn. Bhd (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone Number: 03-6201 1120

Email: [ir@shareworks.com.my](mailto:ir@shareworks.com.my)