



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of SC Estate Builder Berhad (“the Company”) will be held as a fully virtual meeting conducted entirely through live streaming and remote voting using the remote participation and voting facilities hosted on the Securities Services e-Portal at <https://ssshb.net.my/> provided by SS E Solutions Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Monday, 18 October 2021 at 4:00 p.m. and at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications the following resolutions:

AGENDA

- REMOVAL OF MS. LOH SHY TYUG AS DIRECTOR OF THE COMPANY**
“THAT Ms. Loh Shy Tyug be and is hereby removed as Director of the Company with immediate effect.” (Ordinary Resolution 1)
- REMOVAL OF MR. LOH BOON ZHENG AS DIRECTOR OF THE COMPANY**
“THAT Mr. Loh Boon Zheng be and is hereby removed as Director of the Company with immediate effect.” (Ordinary Resolution 2)
- REMOVAL OF MS. LOH SHY MING AS DIRECTOR OF THE COMPANY**
“THAT Ms. Loh Shy Ming be and is hereby removed as Director of the Company with immediate effect.” (Ordinary Resolution 3)
- REMOVAL OF MR. LOH BOON GINN AS DIRECTOR OF THE COMPANY**
“THAT Mr. Loh Boon Ginn be and is hereby removed as Director of the Company with immediate effect.” (Ordinary Resolution 4)
- APPOINTMENT OF MR. TERENCE CHEAH EU LEE AS EXECUTIVE DIRECTOR OF THE COMPANY**
“THAT Mr. Terence Cheah Eu Lee be and is hereby appointed as the Executive Director of the Company with immediate effect.” (Ordinary Resolution 5)
- APPOINTMENT OF MR. LIAU CHEE KIONG AS EXECUTIVE DIRECTOR OF THE COMPANY**
“THAT Mr. Liau Chee Kiong be and is hereby appointed as the Executive Director of the Company with immediate effect.” (Ordinary Resolution 6)
- APPOINTMENT OF MR. ALWIN WONG KHAI XIANG AS INDEPENDENT DIRECTOR OF THE COMPANY**
“THAT Mr. Alwin Wong Khai Xiang be and is hereby appointed as the Independent Director of the Company with immediate effect.” (Ordinary Resolution 7)
- APPOINTMENT OF ENCIK SAIFUL NIZAM BIN MOHD YUSOFF AS INDEPENDENT DIRECTOR OF THE COMPANY**
“THAT Encik Saiful Nizam Bin Mohd Yusoff be and is hereby appointed as the Independent Director of the Company with immediate effect.” (Ordinary Resolution 8)

This EGM is called pursuant to the decision of High Court of Shah Alam on 20 September 2021, whereby the Court has dismissed the Company’s injunction application and allowed the Defendants’ (as defined below) application for injunction to compel the Company to issue notice of EGM within 14 days from the date of this judgement and to convene the proposed EGM within 28 days from the date of the judgement. The Company had earlier on 3 June 2021 filed a Writ of Summons, Statement of Claim and Notice of Application (Interlocutory Injunction) in respect of a Special Notice dated 21 May 2021 for requisition for an EGM for the removal and appointment of directors under Section 311(3)(a) of the Companies Act 2016 served by the following shareholders (“Defendants”) with a collective shareholding of more than ten per centum (10%) of the paid up capital of the Company carrying the right of voting at meetings of members of the Company:

- | | |
|----------------------------------|---------------------------|
| (1) Terence Cheah Eu Lee | (6) Gan Boon Guat |
| (2) Michael Heng Chun Hong | (7) Florence Lim Hui Leng |
| (3) Koh Boon Poh | (8) Kwong Ming Kwei |
| (4) Tan Pow Choo @ Wong Seng Eng | (9) Yeo Bee Kim |
| (5) Ng Tiam Hock @ Tan Tiam Kew | (10) Yap Siew Lynn |

Wilayah Persekutuan

4 October 2021

NOTES:

- The EGM of the Company will be held as a fully virtual meeting conducted entirely through live streaming and remote voting using the remote participation and voting facilities hosted on the Securities Services e-Portal at <https://ssshb.net.my/>. Please read carefully and follow the procedures provided in the Administrative Notes in order to register, participate and vote remotely via the RPV facilities.
- As guided by the Securities Commission Malaysia’s Revised Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all members and proxies shall communicate with the broadcast venue of the Meeting via real time submission of typed texts through a text box within Securities Services e-Portal’s platform during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, members and proxies may email their questions to eservices@ssshb.com.my during the Meeting. The questions and/or remarks submitted by the members, proxies and/or corporate representatives will be broadcasted and responded by the Chairman, Board of Directors and/or Management during the Meeting.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 11 October 2021 shall be eligible to attend, speak and vote at the EGM.
- A member shall not be entitled to appoint more than two (2) proxies to attend and vote at the same general meeting. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy and a proxy appointed to attend and vote at a general meeting shall have the same rights as the member to speak at the meeting.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if such appointer is a corporation, under its common seal or under the hand of an officer or attorney duly authorised. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which shares in the Company standing to the credit of the said account.
- Where a member is an exempt authorised nominee which holds deposited securities in the Company for multiple beneficial owners in one (1) 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.
- Appointment of proxy and registration for remote participation and voting**
The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of authority shall be deposited to SS E Solutions Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof. The proxy appointment may also be lodged electronically via Securities Services e-Portal at <https://ssshb.net.my/>. All resolutions set out in this Notice of Meeting are to be voted by poll.
Should you wish to personally participate at the Meeting remotely, please register electronically via Securities Services e-Portal at <https://ssshb.net.my/> by the registration cut-off date and time. Please refer to the Administrative Details on the Conduct of a Fully Virtual General Meeting for further details.
The Administrative Details on the Conduct of a Fully Virtual General Meeting is available for download at www.scestatebuilder.com.my.
- Explanatory Notes on Special Business:**
 - Item 1 on Agenda**
That effect of passing Ordinary Resolution 1 will be to remove **Ms. Loh Shy Tyug** from office as a Director of the Company.
 - Item 2 on Agenda**
That effect of passing Ordinary Resolution 2 will be to remove **Mr. Loh Boon Zheng** from office as a Director of the Company.
 - Item 3 on Agenda**
That effect of passing Ordinary Resolution 3 will be to remove **Ms. Loh Shy Ming** from office as a Director of the Company.
 - Item 4 on Agenda**
That effect of passing Ordinary Resolution 4 will be to remove **Mr. Loh Boon Ginn** from office as a Director of the Company.
 - Item 5 on Agenda**
That effect of passing Ordinary Resolution 5 will be to appoint **Mr. Terence Cheah Eu Lee** as an Executive Director of the Company.
 - Item 6 on Agenda**
That effect of passing Ordinary Resolution 6 will be to appoint **Mr. Liau Chee Kiong** as an Executive Director of the Company.
 - Item 7 on Agenda**
That effect of passing Ordinary Resolution 7 will be to appoint **Mr. Alwin Wong Khai Xiang** as an Independent Director of the Company.
 - Item 8 on Agenda**
That effect of passing Ordinary Resolution 8 will be to appoint **Encik Saiful Nizam Bin Mohd Yusoff** as an Independent Director of the Company.