



COMINTEL CORPORATION BHD
(Registration No. 200301027648 (630068-T))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting (“EGM”) of Comintel Corporation Bhd (“Comcorp” or “Company”) will be held as a fully virtual meeting conducted through live streaming and online remote voting using the Remote Participation and Voting Facilities (“RPV”) on the online meeting platform provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“TIH”) in Malaysia at <https://tiih.online> (Domain registration number with MYNIC: D1A282781) on Tuesday, 9 November 2021 at 11.00 a.m. or at any adjournment for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL BY COMCORP OF 100.00% EQUITY INTEREST IN COMINTEL SDN BHD (“CSB”), GREEN WASTE MANAGEMENT SDN BHD (“GWM”), COMINTEL (HK) LIMITED (“CHK”) AND COMINTEL MOBILITY SDN BHD (“CMSB”), 80.00% EQUITY INTEREST IN PT. INTELCOM INDONESIA (“PTI”) AND 50.60% EQUITY INTEREST IN COMINTEL GREEN TECHNOLOGIES SDN BHD (“CGT”) TO ALLIED TECHNOLOGIES GROUP SDN BHD FOR AN AGGREGATE CASH CONSIDERATION OF RM100,000.00 (“PROPOSED DISPOSAL”)

“THAT subject to the approvals of all relevant authorities being obtained, where required, approval be and is hereby given to the Board of Directors of the Company (“Board”) to dispose the following for a total cash consideration of RM100,000.00 in accordance with the terms and conditions of the share sale agreement dated 15 September 2021 entered between Comcorp and Allied Technologies Group Sdn Bhd:

- (i) 13,000,000 ordinary shares in CSB, representing the entire equity interest in CSB for a cash consideration of RM1.00;
- (ii) 3,000,000 ordinary shares in GWM, representing the entire equity interest in GWM for a cash consideration of RM72,000.00;
- (iii) 1,000 ordinary shares in CHK, representing the entire equity interest in CHK for a cash consideration of RM1.00;
- (iv) 250,000 ordinary shares in CMSB, representing the entire equity interest in CMSB for a cash consideration of RM1.00;
- (v) 200,000 ordinary shares in PTI, representing 80.00% equity interest in PTI for a cash consideration of RM27,996.00; and
- (vi) 4,200,000 ordinary shares in CGT, representing 50.60% equity interest in CGT for a cash consideration of RM1.00.

AND THAT the Board be and is hereby authorised to give full effect to the Proposed Disposal with full powers to assent to any terms, conditions, modifications, variations and/ or amendments in any manner as may be required by the relevant authorities or as the Board may deem necessary or expedient in the best interests of the Company and to do all acts, deeds and things and to execute, sign and deliver for and on behalf of the Company all such documents as may be necessary and/ or expedient in the best interests of the Company.”

ORDINARY RESOLUTION 2

PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS ACTIVITIES OF COMCORP AND ITS SUBSIDIARIES (“COMCORP GROUP”) TO INCLUDE CONSTRUCTION RELATED BUSINESSES (“PROPOSED DIVERSIFICATION”)

“THAT subject to the approvals of relevant authorities being obtained, where required, approval is hereby given to the Comcorp Group to diversify its existing business to include the construction related businesses;

AND THAT the Board be and are hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Diversification with full power to assent to any conditions, variations, modifications and/ or amendments as may be required by any relevant authorities or deemed necessary by the Board in the best interest of the Company, and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed Diversification.”

BY ORDER OF THE BOARD

Wong Soon Kiong (LS 0009395)
SSM PC No.: 201908000100
Company Secretary

Selangor Darul Ehsan
25 October 2021

Notes:

1. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting. Shareholders **WILL NOT BE ALLOWED** to attend the Extraordinary General Meeting in person at the Broadcast Venue on the day of the meeting. Shareholders are to attend, participate (including posing questions to the Board) and vote remotely at the Extraordinary General Meeting via the Remote Participation and Voting (“RPV”) facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”) via its **TIH Online** website at <https://tiih.online>.
2. For the purpose of determining who shall be entitled to attend this Extraordinary General Meeting via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 2 November 2021**. Only a member whose name appears on this Record of Depositors shall be entitled to attend, participate, speak and vote in this Extraordinary General Meeting via RPV.
3. A member who is entitled to attend, participate, speak and vote at this Extraordinary General Meeting via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company. **In view that this is a fully virtual Extraordinary General Meeting, we strongly advise the members who are unable to attend, participate, speak and vote in this Extraordinary General Meeting via RPV to appoint the Chairperson of the meeting as his/her proxy and indicate the voting instructions in the proxy form.**
4. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“Central Depositories Act”), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
6. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this Extraordinary General Meeting via RPV **must request his/her proxy to register himself/herself for RPV at TIH Online website at <https://tiih.online>.**
7. The appointment of a proxy you may submit your proxy form to Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Counter at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the AGM or any adjournment thereof, otherwise the proxy form shall not be treated as valid.
You may also submit the proxy form electronically via **TIH Online** website at <https://tiih.online> no later than Sunday, 7 November 2021 at 11.00 a.m. Please do read and follow the procedures below to submit proxy form electronically.
8. Please ensure **ALL** the particulars as required in the proxy form are completed, signed and dated accordingly.
9. Last date and time for lodging the proxy form is Sunday, 7 November 2021 at 11.00 a.m.
10. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the Extraordinary General Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/ or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed. To attend, participate and vote remotely, the attorney should refer to the Administrative Guide for the Extraordinary General Meeting for further details.