



Reg. Trademark No. 85/B03843

(Registration No. 199701014865 (430362-U))  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“EGM”) of SKB Shutters Corporation Berhad (“SKB” or “Company”) will be held at Level 6, Olive Function Room, Olive Tree Hotel Penang, 76, Jalan Mahsuri, Bandar Sunway Tunas, 11950 Bayan Lepas, Penang on Monday, 20 December 2021 at 3.00 p.m. or immediately after the conclusion of the 24<sup>th</sup> Annual General Meeting of the Company which is to be conducted at the same venue at 2.00 p.m. on the same day, whichever is earlier or at any adjournment thereof, for the purpose of considering and if thought fit, passing the resolutions below with or without modifications:

### **ORDINARY RESOLUTION 1**

**PROPOSED BONUS ISSUE OF 88,000,000 NEW ORDINARY SHARES IN SKB (“SKB SHARE(S)” OR “SHARE(S)”) (“BONUS SHARE(S)”) ON THE BASIS OF 2 BONUS SHARES FOR EVERY 1 EXISTING SKB SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE OF SHARES”)**

“**THAT** subject to the approvals of all relevant authorities or parties being obtained, the Board of Directors of the Company (“**Board**”) be and is hereby authorised to allot and issue 88,000,000 Bonus Shares by way of a bonus issue to the shareholders of the Company whose names appear in the Record of Depositors of the Company at the close of business at 5.00 p.m. on a day to be determined and announced later (“**Bonus Shares Entitled Shareholders**”) on the basis of 2 Bonus Shares for every 1 existing SKB Share held by Bonus Shares Entitled Shareholders;

**THAT** the Bonus Shares shall be issued as fully paid, at no consideration and without capitalisation of the Company’s reserves;

**THAT** the Bonus Shares shall, upon allotment and issuance, carry the same rights with the then existing SKB Shares. However, the Bonus Shares will not be entitled to any dividends, rights, allotment and/ or any other distributions which may be declared, made or paid to the Company’s shareholders unless such Bonus Shares were allotted and issued on or before the entitlement date of such rights, allotments and/ or other distributions;

**THAT** the Board be and is hereby authorised to deal with fractional entitlements arising from the Proposed Bonus Issue of Shares, if any, will be disregarded and/ or dealt with by the Board in such manner as the Board in its absolute discretion deems fit and expedient and in the best interest of the Company;

**AND THAT** the Board be and is hereby authorised to take all such necessary steps to give effect to the Proposed Bonus Issue of Shares with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or imposed by any relevant authorities 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 the Board may consider necessary or expedient to implement, finalise and give full effect to Proposed Bonus Issue of Shares.”

### **ORDINARY RESOLUTION 2**

**PROPOSED FREE WARRANTS ISSUE OF UP TO 66,000,000 FREE WARRANTS (“WARRANT(S)”) ON THE BASIS OF 1 WARRANT FOR EVERY 2 EXISTING SHARES HELD ON AN ENTITLEMENT DATE WHICH WILL BE DETERMINED AFTER THE COMPLETION OF THE PROPOSED BONUS ISSUE OF SHARES (“PROPOSED FREE WARRANTS ISSUE”)**

**“THAT** subject to the passing of the Ordinary Resolution 1 and the approvals of all relevant authorities or parties being obtained, where required, the Board be and is hereby authorised to allot and issue up to 66,000,000 Warrants in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants (“**Deed Poll**”), to the shareholders of the Company whose names appear in the Record of Depositors of the Company at the close of business at 5.00 p.m. on a day to be determined and announced later after completion of the Proposed Bonus Issue of Shares (“**Warrants Entitled Shareholders**”), on the basis of 1 Warrant for every 2 existing Shares held by the Warrants Entitled Shareholders;

**THAT** the Board be and is hereby authorised to fix the exercise price of the Warrants at a later date and that the Board be and is hereby authorised to allot and issue the new SKB Shares arising from the exercise of the Warrants by the holders of the Warrants in accordance with the Deed Poll and such new SKB Shares shall, upon allotment and issuance, carry the same rights with the then existing SKB Shares. However, such new Shares will not be entitled to any dividends, rights, allotment and/ or any other distributions which may be declared, made or paid to the Company’s shareholders unless such new Shares were allotted and issued on or before the entitlement date of such rights, allotments and/ or other distributions. The holders of the Warrants will not be entitled to any voting rights or participation in any form of dividends, distributions and/ or offer of securities in SKB until and unless such holders of the Warrants exercise their Warrants into new SKB Shares;

**THAT** the Board be and is hereby authorised to deal with fractional entitlements (if any), including disregarding and/ or dealt with any fractional entitlements, under the Proposed Free Warrants Issue, in such manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company;

**THAT** the proceeds arising from the exercise of the Warrants, if any, be utilised for the purposes set out in the circular to the shareholders of the Company (“**Circular**”) dated 2 December 2021 in relation to, among others, the Proposed Free Warrants Issue, and the Board be authorised with full power to vary the manner and /or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/ or expedient, subject to the approval of the relevant authorities, where required;

**THAT** approval be and is hereby given to the Board to allot and issue such appropriate number of Warrants in accordance with the provisions of the Deed Poll, including any additional Warrants as may be required or permitted to be issued as a consequence of any adjustments in accordance with the terms and conditions of the Deed Poll and to adjust from time to time the exercise price and/ or number of the Warrants to which the holder(s) of the Warrants are entitled to be issued as a consequence of the adjustments under the provisions of the Deed Poll and to issue and allot further new Shares as may be required or permitted to be issued pursuant to such adjustments and upon any exercise by the holders of such additional Warrants;

**THAT** the Board be and is hereby authorised to finalise, enter into, execute and deliver for and on behalf of the Company, the Deed Poll with full power to assent to any conditions, modifications, variations and/ or amendments as may be imposed or permitted by the relevant authorities or as may be deemed necessary by the Board, and to take all steps as the Board may deem fit or expedient in order to implement, finalise and give full effect to the Deed Poll (including, without limitation, the affixing of the Company’s common seal, where necessary);

**AND THAT** the Board be and is hereby authorised to take all such necessary steps to give effect to the Proposed Free Warrants Issue with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or imposed by any relevant authorities 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 the Board may consider necessary or expedient to implement, finalise and give full effect to Proposed Free Warrants Issue.”

**By Order of the Board**

CHIN LEE PHING (MAICSA 7057836)  
(SSM PRACTICING CERTIFICATE NO. 202008000049)  
Company Secretary

2 December 2021

## NOTES:

1. A Member may appoint up to two (2) proxies to attend on the same occasion. A proxy may but need not be a Member of the Company. If 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.
2. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991 (“**SICDA**”), 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.
3. Where a Member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owner 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 its holds.

An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

4. 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 or authority shall be deposited at the Registered Office or at such other place within Malaysia or in such other manner as is specified for that purpose in the notice convening the meeting not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the 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 or in such other period(s) as may be provided or permitted under the Act and stipulated in the Proxy Form or in the notice of meetings.
5. The appointment of a proxy may be made in hard copy form or by electronic form. In the case of an appointment made in hard copy form, the proxy form must be deposited at the Registered Office of the Company situated at 2<sup>nd</sup> Floor, Wisma Penang Garden, 42 Jalan Sultan Ahmad Shah, 10050 Penang. In the case of electronic appointment, the Proxy Form must be submitted via *AGRITEUM* Portal at [www.agriteum.com.my](http://www.agriteum.com.my). Please refer to the Annexure to the Proxy Form for further information on electronic submission.
6. Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
7. For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please bring the ORIGINAL certificate of appointment executed in the manner as stated in the Proxy Form if it has not been lodged at the Company’s Registered Office earlier.
8. Pursuant to Paragraph 8.29A of the Listing Requirements, all resolutions set out in the Notice of the EGM will be put to vote on a poll.
9. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company pursuant to Clause 68 of the Company’s Constitution and Paragraph 7.16(2) of the Listing Requirements, a Record of Depositors as at **10 December 2021**. Only Depositor whose name appears on such Record of Depositors or the appointed proxy holder/representative shall be entitled to attend, speak and vote at the EGM.



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PROXY FORM

Table with 2 columns: Field Name, Value. Fields: No. of Shares Held, CDS Account No.

I/We \_\_\_\_\_ (Tel. \_\_\_\_\_)
(Full name as per NRIC and NRIC No./Company No. in BLOCK LETTERS)

of \_\_\_\_\_ (Email address: \_\_\_\_\_)
(Full address in BLOCK LETTERS)

being a member/members of SKB Shutters Corporation Berhad, hereby appoint

Table with 6 columns: Proxy, Full Name and Address, NRIC/Passport No., Email Address & Tel. No., No. of Shares, % of shareholding. Includes rows 1, 2, and a Total row.

or failing him/her, the Chairman of the Meeting as \*my/our proxy/proxies to attend and vote for \*me/us and on my/our behalf at the Extraordinary General Meeting ("EGM") of the Company...

My/ our proxy/ proxies is(are) to vote as indicated below:

Table for voting on resolutions. Columns: Ordinary Resolution, First Proxy (For, Against), Second Proxy (For, Against). Rows: Proposed Bonus Issue of Shares, Proposed Free Warrants Issue.

(Please indicate with an "X" in the space provided above on how you wish your vote to be cast. If you do not indicate how you wish to vote on any resolutions, the proxy(ies) will vote or abstain from voting at his/her/their discretion(s)).

As witness my hand this \_\_\_\_\_ day of \_\_\_\_\_ 2021

Signature/Common Seal

\* Strike out whichever is not desired.

NOTES:

- 1. A Member may appoint up to two (2) proxies to attend on the same occasion.
2. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991 ("SICDA")...
3. Where a Member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owner...

An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

4. 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 or authority shall be deposited at the Registered Office or at such other place within Malaysia or in such other manner as is specified for that purpose in the notice convening the meeting not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the 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 or in such other period(s) as may be provided or permitted under the Act and stipulated in the Proxy Form or in the notice of meetings.
5. The appointment of a proxy may be made in hard copy form or by electronic form. In the case of an appointment made in hard copy form, the proxy form must be deposited at the Registered Office of the Company situated at 2<sup>nd</sup> Floor, Wisma Penang Garden, 42 Jalan Sultan Ahmad Shah, 10050 Penang. In the case of electronic appointment, the Proxy Form must be submitted via *AGRITEUM* Portal at [www.agriteum.com.my](http://www.agriteum.com.my). Please refer to the Annexure to the Proxy Form for further information on electronic submission.
6. Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
7. For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please bring the ORIGINAL certificate of appointment executed in the manner as stated in the Proxy Form if it has not been lodged at the Company's Registered Office earlier.
8. Pursuant to Paragraph 8.29A of the Listing Requirements, all resolutions set out in the Notice of the EGM will be put to vote on a poll.
9. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company pursuant to Clause 68 of the Company's Constitution and Paragraph 7.16(2) of the Listing Requirements, a Record of Depositors as at **10 December 2021**. Only Depositor whose name appears on such Record of Depositors or the appointed proxy holder/representative shall be entitled to attend, speak and vote at the EGM.

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The Company Secretary

**SKB SHUTTERS CORPORATION BERHAD** (Registration No. 199701014865 (430362-U))  
Registered Office  
2nd Floor, Wisma Penang Garden  
42, Jalan Sultan Ahmad Shah,  
10050 Penang

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**ELECTRONIC SUBMISSION OF PROXY FORM  
VIA AGRITEUM PORTAL**

Dear Shareholders,

We are pleased to inform that you as a shareholder can have the option to submit proxy forms by electronic means through our *AGRITEUM* Portal at [www.agriteum.com.my](http://www.agriteum.com.my) ("E-proxy").

Our *AGRITEUM* Portal provides an online submission for shareholders to submit electronically the Proxy Form. Once you have successfully submitted your E-proxy form, you are no longer required to complete and submit the physical Proxy Form to the Registered Office of the Company situated at 2<sup>nd</sup> Floor, Wisma Penang Garden, 42 Jalan Sultan Ahmad Shah, 10050 Penang.

To assist you on how to use *AGRITEUM* Portal E-proxy, kindly read and follow the guidance notes which are detailed below:

1. Sign up as a user in [www.agriteum.com.my](http://www.agriteum.com.my) ("*AGRITEUM* Portal")
  - Click <<Login/Register>> followed by <<Register New User>> to register as a new user.
  - Complete the registration by filling up the information required and upload a clear copy of your MyKad (both front and back page) or Passport.
  - Read and agree to the terms & conditions and thereafter submit your registration.
  - Please enter a valid email address in order for you to receive the verification email from the *AGRITEUM* Portal.
  - Please verify your email address before the link expire in one (1) hour from your registration.
  - Your registration will be verified and approved by the *AGRITEUM* Portal. Once approved, an email notification will be sent to you.
  - If you have already registered an account with *AGRITEUM* Portal, you are not required to register again.
  
2. Proceed with submission of E-proxy
  - After the release of the Notice of the Meeting by the Company, login *AGRITEUM* Portal with your user name (ie email address) and password.
  - Click "E-PROXY LODGEMENT" and select the company name for the submission of the E-proxy form.
  - Fill up the E-proxy form by inserting your CDS account, number of shares for your proxy(s) to vote on behalf.
  - Appoint your proxy(s) or chairman and insert the required details of your proxy(s) and indicate your voting instruction.
  - Review & confirm your proxy(s) appointment
  - Read and agree to the terms & conditions and thereafter submit your E-proxy form.
  - An email notification will send to you to acknowledge the submission.

Should you need assistance on our E-proxy submission, please contact us. Thank you

*AGRITEUM* Share Registration Services Sdn Bhd  
2nd Floor, Wisma Penang Garden  
42 Jalan Sultan Ahmad Shah  
10050 Penang  
Tel. No.: 04-2282321  
Fax No.: 04-2272391  
Email: [agriteumsrs@gmail.com](mailto:agriteumsrs@gmail.com)

# ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING

Day and Date	Monday, 20 December 2021
Time	3.00 p.m. or immediately after the conclusion of the 24 <sup>th</sup> Annual General Meeting of the Company which is to be conducted at the same venue at 2.00 p.m. on the same day, whichever is earlier, or at any adjournment thereof.
Venue	Level 6, Olive Function Room, Olive Tree Hotel Penang, 76, Jalan Mahsuri, Bandar Sunway Tunas, 11950 Bayan Lepas, Penang

## **COVID-19 OUTBREAK MEASURE NOTES**

The health and safety of our members and staff who will attend the EGM are the top priority of the Company. Hence, the following precautionary measures will be taken for the conduct of the EGM:

- a) All participants must be fully-vaccinated, not positive for COVID-19, not close contact to positive cases and not symptomatic.
- b) Individuals who have been vaccinated are encouraged to undergo pre-event COVID-19 test using a self-test kit or alternatively, PT-PCR or RTK swab test at any health facility within 48 hours before attending the EGM at their own cost. The negative results must be presented at the registration counter.
- c) All attendees must sanitize their hands and will be required to wear face masks, undergo temperature check, provide contact details and make health declaration prior to entering the meeting venue.
- d) All attendees are required to practice social distancing of at least 1 meter throughout the EGM and only allowed to sit at the place arranged by the Company.
- e) Shareholders/proxies who have not been vaccinated, who are feeling unwell or have been placed on quarantine orders or stay-at-home notices, whose body temperature at 37.5°C and above or exhibits flu-like symptoms will not be allowed to attend the EGM in person.
- f) Shareholders are encouraged to appoint the Chairman of the Meeting to act as proxy to attend and vote at the EGM on their behalf by submitting the Proxy Form with predetermined voting instruction.
- g) There will be no refreshment and no door-gift provided to the attendees.
- h) Shareholders/proxies are advised to arrive early at the EGM venue given that the above-mentioned precautionary measures may cause delay in the registration process.
- i) Shareholders are required to register ahead of the EGM to allow the Company to make the necessary arrangements in relation to the meeting i.e. infrastructure, logistics and meeting venue(s) to accommodate the meeting participants. Thus, kindly RSVP your intention to attend the EGM by email to [agm@skb.com.my](mailto:agm@skb.com.my)
- j) Shareholders are encouraged to keep abreast with the latest news released by the authority regarding travelling, self-quarantine, other health and safety precautions from time to time.
- k) Shareholders are also reminded to monitor the Company's website and announcements from time to time for any changes to the EGM arrangement.

## **REGISTRATION**

- Registration will commence at 1.00 p.m. and will end at the time directed by the Chairman of the meeting.
- Please present your original Identity Card (IC) or Passport to the registration staff for verification. Please make sure your IC is being returned to you after registration.
- Upon verification, you are required to write your name and sign on the attendance list.
- A poll slip will be given for each of the CDS account(s) that registered in your name and/or which you are appointed as a proxy. There will be no replacement should you lost or destroy the poll slip(s).
- You may proceed to the meeting room thereafter.
- Registration must be done in person. Nobody is allowed to register on behalf of another person even with the original IC or Passport of that other person.
- The registration counter will handle verification of identity, registration and revocation of proxy.

## **PROXY**

- A member entitled to attend and vote in the meeting is allowed to appoint proxy. Please submit your Proxy Form in accordance with the notes and instructions printed therein.
- The Proxy Form is not required if you are attending the meeting. You are not allowed to attend the meeting together with a proxy appointed by you.
- If you have submitted your Proxy Form prior to the meeting and subsequently decided to attend the meeting in person, please proceed to the registration counter to revoke the appointment of your proxy.
- Please ensure that the original Proxy Form is deposited at the Company's Registered Office at 2nd Floor, Wisma Penang Garden, 42 Jalan Sultan Ahmad Shah, 10050 Penang not later than 19 December 2021 at 3.00 p.m.. No proof of despatch of Proxy Form will be entertained.

# ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING

## **CORPORATE MEMBER**

- Any corporate member who wishes to appoint a representative instead of a proxy to attend the EGM should submit the original certificate of appointment under the seal of the corporation to the Company's Registered Office before the and vote in the meeting is allowed to appoint proxy. Please submit your Proxy Form in accordance with the notes and instructions printed therein.

## **GENERAL MEETING RECORD OF DEPOSITORS**

- For the purpose of determining who shall be entitled to attend this EGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at **10 December 2021** and only a depositor whose name appears on such Record of Depositors shall be entitled to attend the said meeting.

## **VOTING PROCEDURE**

- The voting at the EGM will be conducted by way of poll in accordance with Paragraph 8.29A the Listing Requirements.

## **CIRCULAR TO SHAREHOLDERS**

- The Circular to Shareholders is available from 2 December 2021 on the Bursa Malaysia's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company Announcements and also at the Company's corporate website at [www.skb-shutters.com](http://www.skb-shutters.com)