

MCE HOLDINGS BERHAD

Registration No. 201501033021 (1158341-K)

(Incorporated in Malaysia)

ADDENDUM TO THE NOTICE OF 6TH ANNUAL GENERAL MEETING FOR INCLUSION OF ADDITIONAL ORDINARY RESOLUTION UNDER ORDINARY BUSINESS

TO THE SHAREHOLDERS OF MCE HOLDINGS BERHAD

Dear Sir/Madam,

Pursuant to the appointment of Mr Lim Ming Kee as an Independent Non-Executive Director of the Company subsequent to the issuance of the Notice of 6th Annual General Meeting (“6th AGM”) on 26 November 2021, **NOTICE IS HEREBY GIVEN THAT** by way of an Addendum to the Notice of 6th AGM that the following additional Ordinary Resolution will be included as Agenda 10 for the 6th AGM to be held on Wednesday, the 22nd day of December, 2021 at 9.30 am.

1. NOTICE OF 6th AGM

To insert the following Ordinary Resolution as additional agenda of the Notice of the 6th AGM of the Company to be conducted virtually through live streaming from the Broadcast Venue at PT 119984 (Lot 68745) Canang Emas 7, Off Jalan Telok Gong, 42000 Pelabuhan Klang, Selangor on Wednesday, the 22nd day of December, 2021 at 9.30 am.

AS ORDINARY BUSINESS

No. Agenda

10. To re-elect Mr Lim Ming Kee, a Director retiring pursuant to Clause 118 of the Company's Constitution.

**ORDINARY
RESOLUTION 8**

2. PROFILE OF DIRECTOR

To insert the following Directors' Profile in the Notice of 6th AGM :

Mr Lim Ming Kee, a Malaysian, aged 62, was appointed as an Independent Non-Executive Director of the Company on 1 December 2021. He was appointed as the Chairman of the Audit and Risk Management Committee and a member of the Nomination and Remuneration Committee on 1 December 2021.

He holds a Bachelor of Management Studies majoring in Accounting and Finance from the University of Waikato, New Zealand in 1983. He is a Chartered Accountant of the Malaysian Institute of Accountants since 1987.

He has more than 33 years experience in the areas of accounting, finance and business management in manufacturing operations including production planning and production control having served in various senior management positions in both private companies and public listed companies including as Group Managing Director of Multi-Code Electronics Industries (M) Berhad from year 2008 to 2017 and concurrently as Group Executive Director of MCE Holdings Berhad in year 2016.

He had also served as an Independent Non-Executive Director and as Chairman of Audit and Risk Management Committee of Cabnet Holdings Berhad, a company listed on the ACE Market of Bursa Malaysia Securities Berhad from year 2015 to 2019.

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2. PROFILE OF DIRECTOR (Cont’)

He does not hold directorship in other public companies and listed issuers.

He has no family relationship with any of the Directors and/or major shareholder of the Company. He does not have any conflict of interest with the Company. He has no convictions for offences within the past 5 years (other than traffic offences, if any) and there was no public sanction or penalty imposed by the relevant regulatory bodies during the financial year. He does not hold any shares of the Company.

Since his appointment on 1 December 2021, there has been no board or committee meetings held.

3. FORM OF PROXY

To insert the following Ordinary Resolution as additional agenda of the Notice of 6th AGM of the Company to be conducted virtually through live streaming from the Broadcast Venue at PT 119984 (Lot 68745) Canang Emas 7, Off Jalan Telok Gong, 42000 Pelabuhan Klang, Selangor on Wednesday, the 22nd day of December, 2021 at 9.30 am to transact the following business:

AS ORDINARY BUSINESS

No. Agenda

10. To re-elect Mr Lim Ming Kee, a Director retiring pursuant to Clause 118 of the Company's Constitution.

ORDINARY
RESOLUTION 8

BY ORDER OF THE BOARD

LEE WEE HEE (MAICSA 0773340) SSM Practicing Certificate No. 201908004010
HEW JING SIAN (MAICSA 7065968) SSM Practicing Certificate No. 202008001325
Secretaries

Date : 2 December 2021

NOTES :

BROADCAST VENUE

1. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman to be present at the main venue of the AGM.

REMOTE PARTICIPATION AND VOTING

2. The AGM will be conducted virtually via an online platform through live streaming and online remote voting using Remote Participation and Voting facility (“RPV”) provided by the appointed share registrar and poll administrator for the AGM, ShareWorks Sdn. Bhd. at www.swsb.com.my. Please follow the procedures set out in the Administrative Guide for the AGM to register, participate, and vote remotely via the RPV facilities.
3. Pursuant to the Guidance on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, all members, proxies and authorised representatives (“Participants”) shall communicate via real time submission of typed text on the facilities while participating the virtual meeting.

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PROXY

4. A member of the Company entitled to attend and vote via RPV is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.
5. A member of the Company may appoint not more than two (2) proxies to attend the meeting via RPV, provided that the member specifies the proportion of the members shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
6. A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
7. Where a member is an Authorised Nominee as defined under The Securities Industry (Central Depositories) Act, 1991, it may appoint at least one 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 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.
8. 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 Registered Office of the Company situated at Suite 5.11 & 5.12, 5th Floor, Menara TJB, No. 9, Jalan Syed Mohd. Mufti, 80000 Johor Bahru, Johor not less than forty-eight (48) hours before the time for holding the meeting 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.
9. Subject to the Constitution, shareholders may deposit the instrument appointing the proxy by electronics means by way of submitting the instrument to the following e-mail address mcejb@multicode.com.my not less than forty-eight (48) hours before the time for holding the meeting 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.
10. 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.
11. In respect of deposited securities, only members whose names appear on the Record of Depositors on 15 December 2021, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf via RPV.

Additional Notes to the Addendum to the Notice of 6th AGM

- (a) A copy of the Additional Form of Proxy is attached herewith for the Shareholders who are entitled to attend and vote at the 6th AGM of the Company who wish to appoint a proxy to attend and vote in his place.
- (b) The Additional Form of Proxy does not invalidate the Form of Proxy which was circulated together with the Notice of the 6th Annual General Meeting dated 26 November 2021 ("Original Form of Proxy").
- (c) In the event that the Company does not receive the duly executed Additional Form of Proxy, the Shareholder is deemed to have appointed and authorised his proxy under the Original Form of Proxy to vote at the proxy's discretion.

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ADDITIONAL FORM OF PROXY

No. of Shares held:	
CDS Account No.	

I/We _____ (NRIC No. _____) of (full address) _____ (email address) _____ and (contact no.) _____ a member / members of MCE HOLDINGS BERHAD hereby appoint

Name of Proxy (Full Name)	NRIC No. / Passport No.	% of Shareholding to be Represented (Refer to Note 5)
Address	Email address	Contact No.

*and/or failing him/her

Name of Proxy (Full Name)	NRIC No. / Passport No.	% of Shareholding to be Represented (Refer to Note 5)
Address	Email address	Contact No.

or failing him /her, *the Chairman of the Meeting as *my/our proxy to vote for *me/us and on *my/our behalf at the 6th Annual General Meeting of the Company which will be conducted virtually through live streaming from the Broadcast Venue at PT 119984 (Lot 68745) Canang Emas 7, Off Jalan Telok Gong, 42000 Pelabuhan Klang, Selangor on Wednesday, the 22nd day of December, 2021 at 9.30 am and at every adjournment thereof to vote as indicated below in respect of the following Resolution:-

* delete where applicable.

ORDINARY BUSINESS

FOR AGAINST

Ordinary Resolution 8	Re-election of Mr Lim Ming Kee		

(Please indicate with a "X" in the space provided above on how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his discretion.)

.....
Signature/Common Seal of Member(s)

Dated this _____ day of _____ 2021

NOTES :

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AFFIX
STAMP

The Company Secretary
MCE HOLDINGS BERHAD
Registration No: 201501033021 (1158341-K)
Suite 5.11 & 5.12, 5th Floor, Menara TJB
No. 9, Jalan Syed Mohd. Mufti
80000 Johor Bahru
Johor, Malaysia

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