



## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“**EGM**”) of Aneka Jaringan Holdings Berhad (“**Aneka**” or “**Company**”) will be conducted on a fully virtual basis and entirely via remote participation and voting via the online meeting platform <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC - D6A357657) provided by Boardroom Share Registrars Sdn Bhd in Malaysia on Friday, 25 February 2022 at 11.30 a.m. or immediately following the conclusion or adjournment of the Company’s Third Annual General Meeting, which will be conducted via the same meeting platform and on the same day at 10.00 a.m., whichever is later, for the purpose of considering and, if thought fit, passing the following ordinary resolution, with or without modifications:

### ORDINARY RESOLUTION

#### **PROPOSED BONUS ISSUE OF UP TO 295,955,000 WARRANTS (“WARRANT(S)”) ON THE BASIS OF 1 WARRANT FOR EVERY 2 EXISTING ORDINARY SHARES IN ANEKA (“ANEKA SHARE(S)”) OR “SHARES”) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE OF WARRANTS”)**

“**THAT** subject to the approvals of all relevant authorities and/or parties (where applicable) being obtained, authority be and is hereby given to the Board of Directors of the Company (“**Board**”) to allot and issue up to 295,955,000 Warrants on the basis of 1 Warrant for every 2 existing Aneka Shares held by the shareholders whose names appear in the Record of Depositors of the Company as at the close of business at 5:00 p.m. on an entitlement date to be determined and announced later by the Board;

**THAT** the Warrants shall be issued in registered form and constituted by a deed poll constituting the Warrants (“**Deed Poll**”) to be executed by the Company;

**THAT** the Board be and is hereby authorised to allot and issue such appropriate number of additional Warrants as may be required or permitted to be issued as consequences of any adjustments in accordance with the provisions in the Deed Poll (“**Additional Warrants**”);

**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 such appropriate number of new Aneka Shares arising from the exercise of the Warrants by the Warrant holders in accordance with the provisions of the Deed Poll, including such appropriate number of new Aneka Shares arising from the exercise of subscription rights represented by the Additional Warrants;

**THAT** the new Aneka Shares to be issued arising from the exercise of the Warrants and/or Additional Warrants shall, upon allotment and issuance and full payment of the exercise price, rank equally in all respects with the then existing Aneka Shares, save and except that such new Aneka Shares will not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid, the entitlement date of which is prior to the date of allotment and issuance of such new Aneka Shares;

**THAT** the Board be and is hereby authorised to disregard and/or to deal with any fractional entitlements that may arise from the Proposed Bonus Issue of Warrants in such manner as the Board shall in its absolute discretion 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 purpose(s) set out in the Company’s Circular to Shareholders dated 20 January 2022, and the Board be authorised with full power to vary the manner and/or purpose(s) 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** the Board be and is hereby authorised to sign and execute the Deed Poll for and on behalf of the Company with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted or imposed by the relevant authorities or deemed necessary by the Board, and subject to all provisions and adjustments contained in the Deed Poll, to assent to any modifications and/or amendments to the exercise price, exercise period and/or number of Warrants as may be required or permitted to be revised as consequences of any adjustments under the provisions of the Deed Poll with full power to implement and give effect to the terms and conditions of the Deed Poll, and to take all steps as the Board deems fit, necessary and/or expedient in order to implement, finalise and give full effect to the Deed Poll;

**AND THAT** the Board be and is hereby authorised and empowered to do all acts, deeds and things and to sign and execute, deliver and cause to be delivered for and on behalf of the Company all such documents and/or agreements as may be necessary to give effect to and to complete the Proposed Bonus Issue of Warrants with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted or imposed by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts, deeds and things for and on behalf of the Company in any manner as the Board may deem fit, necessary and/or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants.”

By Order of the Board

**ANEKA JARINGAN HOLDINGS BERHAD**

**TAN FONG SHIAN (SSM PC No. 201908004045) (MAICSA 7023187)**

**LIEW CHAK HOI (SSM PC No. 201908004042) (MAICSA 7055965)**

Company Secretaries

Kuala Lumpur

20 January 2022

#### **Notes:-**

(1) *The EGM will be conducted on a fully virtual basis. Shareholders are to participate and vote remotely at the EGM via the remote participation and voting platform.*

**Please read these Notes carefully and follow the procedures in the Administrative Guide for the EGM in order to participate remotely.**

(2) *A member of the Company entitled to participate and vote at this meeting is entitled to appoint a proxy to participate and vote instead of him. A proxy need not be a member of the Company. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.*

(3) *Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares 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.*

(4) *Only a depositor whose name appears in the Company’s Record of Depositors as at 18 February 2022 shall be regarded as a member and entitled to participate and vote at this meeting or appoint proxy(ies) to participate and vote on his/her behalf.*

(5) *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.*

(6) *The original 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 with the Company’s Share Registrar, Boardroom Share Registrars Sdn Bhd at Ground Floor or 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting, or by electronic means through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting. Kindly refer to the Administrative Guide for the EGM on the procedures for electronic lodgement.*

(7) *Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution sets out in this notice of EGM will be put to vote by poll.*

(8) *The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and authorisation of all persons whose personal data you have disclosed and/or processed in connection with the foregoing.*



# Aneka Jaringan Holdings Berhad

Registration No. 201801030681 (1292707-D)  
(Incorporated in Malaysia)

## ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”)

- Day and Date : Friday, 25 February 2022
- Time : 11:30 a.m. or immediately following the conclusion or adjournment of the Company's Third Annual General Meeting, whichever is later
- Meeting Platform : <https://meeting.boardroomlimited.my>  
(Domain Registration No. with MYNIC - D6A357657)
- Mode of Communication : 1) Pose questions to the Board of Directors via real time submission of typed texts at meeting platform during live streaming of the EGM.
- 2) Submit questions by logging into the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> prior to the EGM.
- 3) Submit questions prior to the EGM via email to [egm@ajgroup.my](mailto:egm@ajgroup.my) no later than Wednesday, 23 February 2022 at 11.30 a.m.

### A. Virtual Meeting

In view of the prolonged Coronavirus Disease 2019 (“COVID-19”) pandemic and as part of the safety measures and control for the safety and well-being of the Company's shareholders, the Company will conduct the EGM on a fully virtual basis and entirely via remote participation and voting via the online meeting platform.

With the virtual meeting facilities, you may exercise your right as a member of the Company to participate (including to pose questions to the Board of Directors and/or Management of the Company) and vote at the EGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the EGM.

The conduct of a fully virtual EGM is in line with the Securities Commission Malaysia's *Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers (revised on 16 July 2021)* (“Revised Guidance Note and FAQ”). The Revised Guidance Note and FAQ states that in a fully virtual general meeting, all meeting participants including the Chairperson of the meeting, board members, senior management and shareholders are required 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.

Kindly ensure the stability of your internet connectivity throughout the EGM as the quality of the live webcast and online remote voting is dependent on your internet bandwidth and stability of your internet connection.

**B. Entitlement to Participate and vote in the EGM**

In respect of deposited securities, only members whose names appear in the Record of Depositors as at **18 February 2022** shall be entitled to participate and vote in the meeting or appoint proxy(ies) to participate and vote on his/her behalf.

**C. Form of Proxy**

If you are unable to attend the EGM, you are encouraged to appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Please ensure that the original Form of Proxy is deposited with Boardroom Share Registrars Sdn. Bhd. not less than forty-eight (48) hours before the time appointed for holding the meeting. Details of Boardroom Share Registrars Sdn. Bhd. can be found in the enquiry section of this document.

Alternatively, you may deposit your Form of Proxy by electronic means through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (kindly refer to section F below).

**D. Revocation of Proxy**



If you have submitted your Form of Proxy and subsequently decide to appoint another person or wish to participate in the EGM yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy forty-eight (48) hours before the meeting.

**E. Voting Procedures**

Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the EGM will be conducted by poll. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as the Poll Administrators to conduct the poll by way of electronic voting (e-Voting) and SKY Corporate Services Sdn Bhd as Independent Scrutineers to verify the poll results.

**F. Virtual Meeting Facilities**

Procedure	Action
<b>Before the day of the EGM</b>	
1. Register Online with Boardroom Smart Investor Portal <i>(For first time registration only)</i>	<i>Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.</i>  a. Access website <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> . b. Click << <b>Register</b> >> to sign up as a user. c. Complete registration and upload softcopy of MyKad (front and back) or Passport in JPEG, PNG or PDF format. d. Please enter a valid email address. e. Your registration will be verified and approved within one (1) business day and an email notification will be provided.
2. Submit request for remote participation	Registration for remote access will be opened on 20 January 2022. Please note that the closing time to submit your request is at 11.30 a.m. on 23 February 2022 (48 hours before the commencement of the EGM).  <b>Individual Members</b> a. Log in to <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using your user ID and password from Step 1 above. b. Select <b>ANEKA JARINGAN HOLDINGS BERHAD EXTRAORDINARY GENERAL MEETING</b> from the list of Corporate Meetings and click "Enter".

Procedure		Action
		<p>c. Click on “<b>Register for RPEV</b>”.</p> <p>d. Read and accept the General Terms &amp; Conditions and click “<b>Next</b>”.</p> <p>e. Enter your CDS Account Number and thereafter submit your request.</p> <p><b>Appointment of Proxy</b></p> <p>a. Log in to <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> using your user ID and password from Step 1 above.</p> <p>b. Select <b>ANEKA JARINGAN HOLDINGS BERHAD EXTRAORDINARY GENERAL MEETING</b> from the list of Corporate Meetings and click “<b>Enter</b>”.</p> <p>c. Click on “<b>Submit eProxy Form</b>”.</p> <p>d. Read and accept the General Terms and Conditions by clicking “<b>Next</b>”.</p> <p>e. Enter your CDS Account Number and number of securities held. Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).</p> <p>f. Indicate your voting instructions – <b>FOR</b> or <b>AGAINST</b> or <b>ABSTAIN</b>. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate <b>DISCRETIONARY</b>.</p> <p>g. Review and confirm your proxy appointment.</p> <p>h. Click “<b>Apply</b>”.</p> <p>i. Download or print the eProxy form as acknowledgement.</p>
		<p><b>Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee</b></p> <p>a. Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of the Member and CDS Account Number, accompanied by the Certificate of Appointment of Corporate Representative or Form of Proxy (as the case may be) to submit the request.</p> <p>b. Please provide a copy of the Corporate Representative’s or Proxy’s MyKad (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.</p>
3.	Email notification	<p>a. You will receive notification(s) from Boardroom that your request(s) has/have been received and is/are being verified.</p> <p>b. Upon system verification against the General Meeting Record of Depositories as at 18 February 2022, you will receive an email from Boardroom either approving or rejecting your registration for remote participation together with the Meeting ID and your remote access user ID and password. You will also be notified in the event your registration is rejected.</p>
<b>On the day of the EGM</b>		
4.	Login to Meeting Platform	<p>a. The Meeting Platform will be open for login one (1) hour before the commencement of the EGM.</p> <p>b. The Meeting Platform can be accessed via one of the following:</p> <ul style="list-style-type: none"> <li>➤ Scan the QR Code provided in the email notification; or</li> <li>➤ Navigate to the website at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a>.</li> </ul> <p>c. Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 3.</p>
5.	Participate	<p><i>Note: Please follow the User Guides provided in the confirmation email above to view the live webcast, submit questions and vote.</i></p> <p>a. If you would like to view the live webcast, select the .</p> <p>b. If you would like to ask a question during the EGM, select the .</p>

Procedure		Action
		c. Type your message within the chat box and once completed, click the send button.
<b>On the day of the EGM</b>		
6.	Voting	a. Once polling has been opened, the polling icon will appear with the resolutions and your voting choices until the Chairman declares the end of the voting session. b. To vote, select your voting direction from the options provided. A confirmation message will appear to indicate that your vote has been received. c. To change your vote, re-select your voting preference. d. If you wish to cancel your vote, please press " <b>Cancel</b> ".
7.	End of Participation	Upon the announcement by the Chairman on the closure of the EGM, the live webcast will end.

**G. No Distribution of Gifts/Vouchers**

There will be no distribution of gifts or vouchers for shareholders/proxies who join or participate in the virtual EGM.

**H. No Recording or Photography**

No recording or photography of the EGM proceedings is allowed without the prior written permission of the Company.

**I. Enquiry**

If you have any enquiries prior to the EGM, please contact the following during office hours from Monday to Friday (8.30 a.m. to 5.30. p.m.):

Boardroom Share Registrars Sdn. Bhd.

Address : 11th Floor, Menara Symphony  
 No. 5 Jalan Prof. Khoo Kay Kim  
 Seksyen 13  
 46200 Petaling Jaya  
 Selangor Darul Ehsan  
 Malaysia  
 General Line : 603-7890 4700  
 Fax Number : 603-7890 4670  
 Email : bsr.helpdesk@boardroomlimited.com

**Personal Data Policy**

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.