



NOTICE OF THE 31ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 31st Annual General Meeting ("31st AGM") of Hextar Global Berhad ("the Company") to be conducted on a fully virtual basis by way of live streaming and online remote voting through the Remote Participation and Voting ("RPV") facilities via TIH Online websites at <https://tjih.online> or <https://tjih.com.my> (Domain Registration No. with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia on **Monday, 23 May 2022 at 10.00 a.m.** to transact the following business:-

ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon.
 [Refer to Explanatory Note (1)]
- To re-elect the following Directors who retire in accordance with Clause 127 of the Company's Constitution:
 - Dato' Ong Choo Meng (Ordinary Resolution 1)
 - Mr Yeoh Chin Hoe (Ordinary Resolution 2)
 [Refer to Explanatory Note (2)]
- To approve the payments of Directors' fees to the following Directors for the financial year ending 31 December 2022:-
 - Y.D.H Dato' Sri Dr. Erwan Bin Dato' Haji Mohd Tahir: RM78,000.00 (Ordinary Resolution 3)
 - Mr Yeoh Chin Hoe: RM66,000.00 (Ordinary Resolution 4)
 - Dato' Ong Soon Ho: RM60,000.00 (Ordinary Resolution 5)
 - Mr Liew Jee Min @ Chong Jee Min: RM60,000.00 (Ordinary Resolution 6)
 - Additional Directors' fees of RM60,000.00 (Ordinary Resolution 7)
 [Refer to Explanatory Note (3)]
- To approve the payments of Directors' benefits of up to RM43,080.00 from the date of the forthcoming Annual General Meeting until the next Annual General Meeting of the Company.
 [Refer to Explanatory Note (4)]
- To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration. (Ordinary Resolution 9)

SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions:

6. PROPOSED RENEWAL OF AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (Ordinary Resolution 10)

"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot and/or repurchase by the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer ("New Shares") from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 20% of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed 20% General Mandate").

THAT such approval on the Proposed 20% General Mandate shall continue to be in force until 31 December 2022.

THAT with effect from 1 January 2023, the general mandate shall be reinstated from a 20% limit to a 10% limit pursuant to Paragraph 6.03 of the Listing Requirements provided that the expiration of the period within which the New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer by the Company from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed 10% General Mandate").

THAT such approval on the Proposed 10% General Mandate shall continue to be in force until:-

- the conclusion of the next Annual General Meeting of the Company held after the approval was given;
- the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
- revoked or varied by resolution passed by the shareholders of the Company in a general meeting, whichever is the earlier.

(The Proposed 20% General Mandate and Proposed 10% General Mandate shall hereinafter refer to as "Proposed General Mandate".)

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.

[Refer to Explanatory Note (5)]

7. PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK (Ordinary Resolution 11)

"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon the terms and conditions that the Directors may deem fit in the interest of the Company provided that:-

- the aggregate number of issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase.

("Proposed Share Buy-Back").

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- the conclusion of the next Annual General Meeting of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting, whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date, and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authority, to be in force:-

- To cancel all or part of the Purchased Shares;
- To reallocate all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- To resell all or part of the treasury shares;
- To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- To transfer all or part of the treasury shares to the Company for its own use;
- To sell, transfer or otherwise use the shares for such other purposes as the Minister may by order prescribe; and/or
- To deal with the treasury shares in any other manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) that may be imposed by the relevant authorities.

[Refer to Explanatory Note (6)]

8. PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("RRPT") (Ordinary Resolution 12)

"THAT subject to Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.3.3 of the Circular to the Shareholders dated 22 April 2022 which are necessary for day-to-day operations and are carried out in the ordinary course of business on terms which are not more favourable to the related parties than those generally available to the public and are undertaken on arms' length basis and not to the detriment of minority shareholders;

AND THAT the authority conferred by such mandate shall commence upon the passing of this resolution and continue to be in full force until:

- the conclusion of the next Annual General Meeting ("AGM") of the Company at which this shareholders' mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
- the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by resolution passed by the shareholders in general meeting; whichever is the earlier;

AND THAT the Board of Directors be and is hereby authorised to complete and do all such acts and things as it may consider expedient or necessary (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this mandate."

[Refer to Explanatory Note (7)]

9. To transact any other business of the Company of which due notice shall have been given in accordance with the Act and the Constitution of the Company.

Lim Hoq Mooi (SSM PC No. 201908000134) (MAICSA No. 07993674)
Png Wei Leng (SSM PC No. 202008003219) (MAICSA No. 7065544)
Phan Nee Chin (SSM PC No. 202008004339) (MIA No. 28178)
 Company Secretaries

22 April 2022
 Kuala Lumpur

<p>Notes:</p> <p>(i) In view of the COVID-19 outbreak and as part of the safety measures, the Annual General Meeting ("AGM") will be conducted on a fully virtual basis through live streaming and online remote voting through the Remote Participation and Voting ("RPV") facilities via Tricor Investor & Issuing House Services Sdn Bhd's ("Share Registrar", "Tricor" or "TIH") Online websites at https://tjih.online or https://tjih.com.my (Domain Registration No. with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia on Monday, 23 May 2022 at 10.00 a.m. to transact the following business:-</p> <p>(ii) A fully virtual general meeting is conducted online when all meeting participants attend via a secure online platform and no physical attendance is required. All shareholders and shareholders are required to participate the meeting via online.</p> <p>(iii) For the purpose of determining a member who shall be entitled to attend and vote at the meeting, the Company shall be deemed to be the Record of Depositors as at 13 May 2022 and make available to the member a Record of Depositors as at 13 May 2022 and appointees shall be entitled to attend and vote at the meeting. The Record of Depositors shall be entitled to attend the meeting or appoint proxies to attend and vote in his stead.</p> <p>(iv) A member of a company shall be entitled to appoint another person as his proxy to exercise any of his rights to attend, participate, speak and vote at meeting of members of the Company. A member may appoint more than one proxy in relation to the meeting provided that the member specifies the proportion of his shareholdings to be represented by each proxy. A proxy may but need not be a member of the Company.</p> <p>(v) If the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares in the Company standing to the credit of the said securities account.</p> <p>(vi) For a member of the Company who is an exempt authorised nominee which holds an exempt authorised nominee 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 may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares in the Company standing to the credit of the said securities account.</p> <p>(vii) Where a member or the authorized nominee appoints more than two (2) proxies, or where an exempt authorized nominee appoints more than one (1) proxy in respect of each securities account it holds with ordinary shares in the Company, such appointments shall be invalid unless the proportion of shareholdings to be represented by each proxy is specified in the instrument appointing the proxies.</p> <p>(viii) The instrument appointing a proxy must be signed by the appointor or by his attorney who is authorised in writing. In the case of a corporation, the instrument appointing a proxy must be signed either under its common seal or signed by an officer or an attorney duly authorised.</p> <p>(ix) A member who has appointed a proxy or attorney or corporate representative to represent himself/herself for RPV at TIH Online website at https://tjih.online. Please follow the Procedures for RPV in the Administrative Details for the AGM.</p> <p>(x) The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than 48 hours (eight (8) hours before the time appointed for holding the AGM or adjourned meeting at which the person named in the appointment proposes to vote:-</p> <ol style="list-style-type: none"> In hard copy form <ol style="list-style-type: none"> In the case of an appointment made in hard copy form, the Form of Proxy must be signed and dated by the member or the proxy investor & Issuing House Services Sdn Bhd, at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its authorized service providers, at the address stated in the Form of Proxy, at 32, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur. By Electronic Form <ol style="list-style-type: none"> The Form of Proxy can be electronically lodged via TIH Online website at https://tjih.online. Please refer to the Administrative Details on the procedure for electronically lodging the Form of Proxy. <p>(xi) Please ensure ALL the particulars as required in the Form of Proxy are completed, signed and dated.</p> <p>(xii) All the particulars as required in the Form of Proxy is Saturday, 21 May 2022 at 10.00 a.m.</p>	<p>(xiii) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the share registrar in accordance with Note (ix)(a) above not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned 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 notariately and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.</p> <p>(xiv) For a corporate member who has appointed a representative, please deposit the ORIGINAL OR DULY CERTIFIED certificate of appointment with the share registrar in accordance with Note (ix)(a) above. The certificate of appointment should be executed in the following manner:-</p> <ol style="list-style-type: none"> If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member. If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:- <ol style="list-style-type: none"> at least two (2) authorised officers, of whom one shall be a director; or any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated. <p>Explanatory Notes to the Agenda:-</p> <p>Item 1 of the Agenda</p> <p>1. This item is meant for discussion only. The provisions of Section 340(1)(a) of the Companies Act 2016 require that the audited financial statements and the Reports of the Directors and Auditors thereon be laid before the Company at its Annual General Meeting. As such, this Agenda Item is not a business which requires a resolution to be put to vote by shareholders.</p> <p>Item 2 of the Agenda – Ordinary Resolutions 1 and 2</p> <p>1. Re-election of Directors who retire in accordance with Clause 127 of the Company's Constitution</p> <p>2. Remuneration and Remuneration Committee ("NRC") has conducted an assessment of the Directors, in their roles of performance, contribution to interaction, quality of input, understanding of their roles and independence of Independent Directors. Based on the results of the Board Effectiveness Assessment ("2021"), the Board approved the NRC's recommendation on the re-election of Dato' Ong Choo Meng and Mr Yeoh Chin Hoe to retire at the 31st AGM in accordance with Clause 127 of the Company's Constitution based on the following justifications:</p> <ol style="list-style-type: none"> They have relevant mix of experience, skills, industry knowledge on business and financial statements, expertise and core competency that is beneficial to the Company. They are unafraid to pursue views or opinions on issues presented. They devote adequate time in discharging their duties and responsibilities as Directors, work constructively with other Board members, attend meetings with well preparation and add values to Board meetings. <p>Item 3 of the Agenda – Ordinary Resolution 7</p> <p>1. This resolution is to facilitate payment of additional Directors' fees for the financial year ending 31 December 2022 in the event the Company appoints additional Independent Non-Executive Director.</p> <p>Item 4 of the Agenda – Ordinary Resolution 8</p> <p>1. Payment of Directors' benefits</p> <p>2. This resolution is to facilitate payment of Directors' benefits from the 31st Annual General Meeting until the next Annual General Meeting of the Company. In the event the Directors' benefits proposed are insufficient (e.g. due to more meetings or enlarged duties), the Directors' benefits to be sought at the next Annual General Meeting for additional fees to meet the shortfall.</p> <p>3. Directors' benefits include meeting allowances and other emoluments payable to Directors and is determined based on the Board's hand considered various factors including the number of scheduled meetings for the Board and Board Committees and covers the period from the 31st Annual General Meeting until the next Annual General Meeting of the Company.</p>	<p>Item 6 of the Agenda – Ordinary Resolution 10</p> <p>Proposed Renewal of Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016</p> <p>1. The proposed ordinary resolution, if passed, will empower the Directors of the Company to issue and allot ordinary shares of the Company from time to time and to grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed 20% of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed 20% General Mandate") up to 31 December 2022. With effect from 1 January 2023, the Proposed 20% General Mandate will be reinstated to a 10% limit ("Proposed 10% General Mandate") according to Paragraph 6.03 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.</p> <p>2. The authority for the Proposed 10% General Mandate will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next Annual General Meeting ("AGM") or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.</p> <p>3. This Proposed Resolution is a renewal of the previous year's mandate. The mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.</p> <p>4. The Board of Directors of the Company is of the view that the Proposed 20% General Mandate is in the best interest of the Company and its shareholders as it is useful for the Company to meet its financial needs due to the unprecedented uncertainty surrounding the recovery of the COVID-19 pandemic and it will enable the Board to take swift action during the challenging time to ensure long term sustainability and interest of the Company and its shareholders.</p> <p>5. The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for fund raising exercise including but not limited to furthering placement of shares for purposes of funding current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or other circumstances which involve grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other arrangement as the Directors may deem fit in the best interest of the Company.</p> <p>6. As at the date of this notice, the Company did not implement its proposal for new AGM to issue and allot shares under the general mandate pursuant to Sections 75 and 76 of the Companies Act 2016 which was approved by the shareholders at the 30th AGM held on 31 May 2021 and will lapse at the conclusion of the 31st AGM to be held on 23 May 2022. As at the date of this notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.</p> <p>Item 7 of the Agenda – Ordinary Resolution 11</p> <p>Proposed Renewal of Authority of Share Buy-Back</p> <p>1. The proposed ordinary resolution, if passed, will empower the Directors of the Company to purchase up to 10% of the total number of issued shares of the Company by utilizing the funds allocated which shall not exceed the retained profits of the Company. This general mandate is unless revoked or varied by a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.</p> <p>2. For further information, please refer to the Share Buy-Back Statement dated 22 April 2022.</p> <p>Item 8 of the Agenda – Ordinary Resolution 12</p> <p>Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature</p> <p>1. The proposed Resolution No. 12 in respect of the Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature are intended to facilitate transactions in the normal course of business of the Group which are transacted from time to time with related parties and classes of related parties, provided that they are carried out on an arms' length basis and on the Group's normal commercial terms and are not prejudicial to the shareholders on terms not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders.</p>
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HEXTAR GLOBAL BERHAD
Registration No. 199001014551 (206220-U)
(Incorporated in Malaysia)

PROXY FORM

(Before completing this form please refer to the notes below)

Number of Shares held	
CDS Account	

I/We _____ Tel: _____
[Full name in block and as per NRIC/Passport, NRIC/Passport/Company No.]

of _____
[Full address]

being member(s) of **HEXTAR GLOBAL BERHAD**, hereby appoint:

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

^and/or

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

Or failing ^him/her, the Chairman of the Meeting, as my/our proxy to vote for me/us on my/our behalf at the 31st Annual General Meeting ("31st AGM") of the Company to be conducted on a fully virtual basis by way of live streaming and online remote voting through the Remote Participation and Voting ("RPV") facilities via TIH Online websites at <https://tiah.online> or <https://tiah.com.my> (Domain Registration No. with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia on Monday, 23 May 2022 at 10.00 a.m. and any adjournment thereof, to vote as indicated below:

RESOLUTIONS	DESCRIPTION OF RESOLUTION	FOR	AGAINST
Ordinary Resolution 1	To re-elect Dato' Ong Choo Meng as Director of the Company.		
Ordinary Resolution 2	To re-elect Mr Yeoh Chin Hoe as Director of the Company.		
Ordinary Resolution 3	To approve Director's fees of RM78,000.00 to Y.D.H Dato' Sri Dr. Erwan Bin Dato' Haji Mohd Tahir for the financial year ending 31 December 2022.		
Ordinary Resolution 4	To approve Director's fees of RM66,000.00 to Mr Yeoh Chin Hoe for the financial year ending 31 December 2022.		
Ordinary Resolution 5	To approve Director's fees of RM60,000.00 to Dato' Ong Soon Ho for the financial year ending 31 December 2022.		
Ordinary Resolution 6	To approve Director's fees of RM60,000.00 to Mr Liew Jee Min @ Chong Jee Min for the financial year ending 31 December 2022.		
Ordinary Resolution 7	To approve additional Director's fees of RM60,000.00 for the financial year ending 31 December 2022.		
Ordinary Resolution 8	To approve Directors' benefits of up to RM43,080.00 from the date of the forthcoming Annual General Meeting until the next Annual General Meeting of the Company.		
Ordinary Resolution 9	To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration.		
Ordinary Resolution 10	Proposed Renewal of Authority to Allot and Issue Shares pursuant to Sections 75 And 76 of the Companies Act 2016.		
Ordinary Resolution 11	Proposed Renewal of Authority for Share Buy-Back.		
Ordinary Resolution 12	Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Dated this _____ day of _____ 2022.

Signature of Member(s) or
Common Seal*

^ Delete whichever is inapplicable

* Manner of execution:

- (a) If you are an individual member, please sign where indicated.
- (b) If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- (c) If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
- at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

Fold This Flap For Sealing

Notes:

- (i) In view of the COVID-19 outbreak and as part of the safety measures, the Annual General Meeting ("AGM") will be conducted on a fully virtual basis through live streaming and online remote voting using the Remote Participation and Voting ("RPV") facilities via Tricor Investor & Issuing House Services Sdn Bhd's ("**Share Registrar**", or "**Tricor**" or "**TIIH**") Online websites at <https://tiih.online> or <https://tiih.com.my>. Shareholders may exercise their rights to participate (including to post questions to the Board) and vote at the AGM by using the RPV facilities. Please follow the procedures provided in the Administrative Details for the AGM in order to register, participate and vote remotely via the RPV facilities.
A fully virtual general meeting is conducted online where all meeting participants including the Chairman of the meeting, board members, senior management and shareholders are required to participate the meeting via online.
- (ii) For the purpose of determining a member who shall be entitled to attend and vote at the meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company a **Record of Depositors as at 13 May 2022** and only a depositor whose name appears on the Record of Depositors shall be entitled to attend the meeting or appoint proxies to attend and vote in his stead.
- (iii) A member of a Company shall be entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote at meeting of members of the Company. A member may appoint more than one proxy in relation to a meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy. A proxy may but need not be a member of the Company.
- (ii) Where a Member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("**SICDA**"), it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (v) For a member of the Company who is an exempt authorised nominee 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. An exempt authorised nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- (vi) Where a member or the authorized nominee appoints more than two (2) proxies, or where an exempt authorized nominee appoints more than one (1) proxy in respect of each omnibus account to attend and vote at the same meeting, the appointments shall be invalid unless the proportion of shareholdings to be represented by each proxy is specified in the instrument appointing the proxies.
- (vii) The instrument appointing a proxy shall be in writing signed by the appointor or by his attorney who is authorised in writing. In the case of a corporation, the instrument appointing a proxy or proxies must be made either under its common seal or signed by an officer or an attorney duly authorised.
- (viii) A member who has appointed a proxy or attorney or corporate representative to participate and vote at this AGM must request his/her proxy or attorney or corporate representative to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. Please follow the Procedures for RPV in the Administrative Details for the AGM.

Then Fold Here

AFFIX
STAMP

The Share Registrar:

HEXTAR GLOBAL BERHAD Registration No. 199001014551 (206220-U)
c/o TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN BHD
Registration No. 197101000970 (11324-H)
Unit 32-01, Level 32, Tower A,
Vertical Business Suite, Avenue 3, Bangsar South,
No. 8, Jalan Kerinchi, 59200 Kuala Lumpur,
Wilayah Persekutuan, Malaysia.

1st Fold Here

- (ix) The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned meeting at which the person named in the appointment proposes to vote:-
- (a) In hard copy form
In the case of an appointment made in hard copy form, the Form of Proxy must be deposited at the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. 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 Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
- (b) By Electronic Form
The form of proxy can be electronically lodged via **TIIH Online** website at <https://tiih.online>. Please refer to the Administrative Details on the procedure for electronic lodgement of Form of Proxy via TIIH Online.
- (x) Please ensure ALL the particulars as required in the Form of Proxy are completed, signed and dated accordingly.
- (xi) Last date and time for lodging the Form of Proxy is **Saturday, 21 May 2022 at 10.00 a.m.**
- (xii) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the share registrar in accordance with Note (ix)(a) above **not less than forty-eight (48) hours before the time appointed for holding the AGM** or adjourned 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.
- (xiii) For a corporate member who has appointed a representative, please deposit the **ORIGINAL OR DULY CERTIFIED** certificate of appointment with the share registrar in accordance with Note (x)(a) above. The certificate of appointment should be executed in the following manner:
- (a) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (b) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
- at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.



HEXTAR GLOBAL BERHAD

Registration No. 199001014551 (206220-U)
(Incorporated in Malaysia)

Dear Valued Members of Hextar Global Berhad,

THIRTY-FIRST ANNUAL GENERAL MEETING OF HEXSTAR GLOBAL BERHAD

It is our pleasure to inform that the Thirty-First Annual General Meeting ("31st AGM" or "AGM") of Hextar Global Berhad ("Company") will be conducted on fully virtual basis by way of live streaming and online remote voting through Remote Participation and Voting facilities and on the date and time as set out below:

Date : **Monday, 23 May 2022**
Time : **10.00 a.m.**
Online Meeting Platform : **TIIH Online websites at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) Provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Share Registrar", "Tricor" or "TIIH") in Malaysia**

In view of the COVID-19 outbreak and as part of the safety measures, the Company's 31st AGM will be conducted on a fully virtual basis using the above Online Meeting Platform provided by TIIH, where all meeting participants including the Chairman of the meeting, Board members, senior management and members are required to participate the meeting via online. Physical gatherings are strictly prohibited regardless of the crowd of any size.

Members/proxies/corporate representatives/attorneys who wish to participate in the AGM will have to register to attend the meeting remotely by using the RPV Facilities provided by Tricor via its **TIIH Online** website at <https://tiih.online>. Please refer to the procedures for RPV set out in the Administrative Details of the AGM for further information.

If you wish to appoint a proxy to attend and vote on your behalf at the AGM, you may submit your Form of Proxy to the Share Registrar's Office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, 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 or by electronic lodgement via **TIIH Online** website at <https://tiih.online> no later than **Saturday, 21 May 2022 at 10.00 a.m.** Please refer to the Administrative Details of the AGM for further information.

A member who has appointed a proxy/corporate representative/attorney to participate at the AGM via RPV Facilities must request his/her proxy/corporate representative/attorney to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online> in accordance with the procedures as set out in the Administrative Details of the AGM.

The following documents of the Company are available at the Company's website at <http://hextarglobal.com> for your preview:-

1. Annual Report 2021
2. Corporate Governance Report 2021
3. Circular to Shareholders in relation to the Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature and Statement to Shareholders in relation to the Proposed Renewal of Authority for Share Buy-Back ("Circular to Shareholders")
4. Notice of the 31st AGM and Proxy Form
5. Administrative Details of the 31st AGM

Should you require a printed copy of the Annual Report and/or Circular to Shareholders, please request at our Share Registrar's website at <https://tjih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services". Alternatively, you may also make your request through telephone/e-mail to our Share Registrar at the number/e-mail address given below. We will send it to you by ordinary post as soon as possible upon receipt of your request. Nevertheless, we hope that you would consider the environment before you decide to request for the printed copy.

If you have any enquiries, you may contact the following personnel during office hours: -

Share Registrar - Tricor Investor & Issuing House Services Sdn Bhd

Telephone : General +603 2783 9299 / Email : is.enquiry@my.tricorglobal.com
: Ms. Christine Cheng +603 2783 9265/ Email : christine.cheng@my.tricorglobal.com
: Mr Ang Wai Meng +603 2783 9281/ Email : wai.meng.ang@my.tricorglobal.com

We would like to thank you for your continued support to the Company.

Yours faithfully,

Y.D.H. Dato' Sri Dr. Erwan bin Dato' Haji Mohd Tahir
Chairman

22 April 2022



HEXTAR GLOBAL BERHAD
Registration No. 199001014551 (206220-U)
(Incorporated in Malaysia)

ADMINISTRATIVE DETAILS

31ST ANNUAL GENERAL MEETING (“31ST AGM”) OF HEXSTAR GLOBAL BERHAD

Date : **Monday, 23 May 2022**
Time : **10.00 a.m.**
Online Meeting Platform : **TIIH Online websites at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) Provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia**

MODE OF MEETING

In view of the COVID-19 outbreak and as part of the safety measures, the Company’s 31st AGM will be conducted on a fully virtual basis using the above Online Meeting Platform provided by TIIH, where all meeting participants including the Chairman of the meeting, Board members, senior management and members are required to participate the meeting via online. Physical gatherings are strictly prohibited regardless of the crowd of any size.

According to the Revised Guidance Note and FAQs on the conduct of General Meeting for Listed Issuers issued by the Securities Commission Malaysia, an online meeting platform can be recognised as the meeting venue or place under Section 372(2) of Companies Act 2016 if the online platform is located in Malaysia. Members or proxies or corporate representatives or attorneys **WILL NOT BE ALLOWED** to attend the Annual General Meeting (“AGM”) in person on the day of meeting.

REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the AGM using RPV facilities provided by Tricor via its **TIIH Online** website at <https://tiih.online>.

Members who appoint proxies to participate via RPV facilities in the AGM must ensure that the duly executed Form of Proxy are deposited in a hard copy form to the Share Registrar’s Office or by electronic means to Tricor no later than **Saturday, 21 May 2022 at 10.00 a.m.**

Corporate representatives of corporate members must deposit their **original or duly certified** certificate of appointment of corporate representative to Share Registrar’s Office not later than **Saturday, 21 May 2022 at 10.00 a.m.** to participate the AGM via RPV facilities.

Attorneys appointed by power of attorney are to deposit their power of attorney with Share Registrar’s Office not later than **Saturday, 21 May 2022 at 10.00 a.m.** to participate the AGM via RPV facilities.

A member who has appointed a proxy or attorney or authorised representative to participate at this AGM via RPV facilities must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>.

As the AGM of Hextar Global Berhad is a fully virtual AGM, members who are unable to participate in this AGM may appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.
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PROCEDURES FOR RPV FACILITIES

Members/proxies/corporate representatives/attorneys who wish to participate the AGM remotely using the RPV facilities are to follow the requirements and procedures as summarised below:

	Procedure	Action
BEFORE THE AGM DAY		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none"> Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services” select “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance. Registration as a user will be approved within one (1) working day and you will be notified via e-mail. If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b)	Submit your request to attend AGM remotely	<ul style="list-style-type: none"> Registration is open from 10.00 a.m. Friday, 22 April 2022 until the day of AGM, Monday, 23 May 2022. Member(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the AGM to ascertain their eligibility to participate the AGM using the RPV. Login with your user ID and password and select the corporate event: “(REGISTRATION) HEXSTAR 31ST AGM”. Read and agree to the Terms & Conditions and confirm the Declaration. Select “Register for Remote Participation and Voting”. Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the General Meeting Record of Depositors as at 13 May 2022, the system will send you an e-mail after 21 May 2022 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i></p>
ON THE AGM DAY (23 MAY 2022)		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the AGM at any time from 9.00 a.m. i.e. 1 hour before the commencement of the AGM on Monday, 23 May 2022 at 10.00 a.m.
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) HEXSTAR 31ST AGM” to engage in the proceedings of the AGM remotely. If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavor to respond to questions submitted by remote participants during the AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(e)	Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 10.00 a.m. on Monday, 23 May 2022 until a time when the Chairman announces the completion of the voting session of the AGM. Select the corporate event: (REMOTE VOTING) HEXSTAR 31ST AGM or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
(f)	End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the closure of the AGM, the live streaming will end.

Note to users of the RPV facilities:

- Should your registration for RPV be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Members may submit questions for the Board prior to the AGM via Tricor's **TIIH Online** website at <https://tiih.online> by selecting "e-Services" to login, pose questions and submit electronically no later than **Saturday, 21 May 2022 at 10.00 a.m.** The Board will endeavour to answer the questions received at the AGM.

ENTITLEMENT TO PARTICIPATE / GENERAL MEETING RECORD OF DEPOSITORS ("ROD")

Only a depositor whose name appears on the ROD as at **13 May 2022** shall be entitled to attend, speak and vote at the AGM or appoint proxies/corporate representatives/attorneys to attend and/or vote on his/her behalf.

APPOINTMENT OF PROXY / CORPORATE REPRESENTATIVES / ATTORNEYS

The AGM will be conducted in fully virtual manner, if you are unable to attend the meeting via RPV on 23 May 2022, you may appoint the Chairman of the meeting as proxy and indicate the voting instructions in the Form of Proxy.

Accordingly, Form of Proxy and/or document relating to the appointment of proxy/corporate representative/attorney for the AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Saturday, 21 May 2022 at 10.00 a.m.**:

(i) In Hard Copy:

By hand or post to the Share Registrar's Office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, 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 not less than forty-eight (48) hours before the time appointed for holding the AGM or any adjournment thereof, otherwise the Form of Proxy shall not be treated as valid.

(ii) By Electronic Form:

All members can have the option to submit Form of Proxy electronically via TIIH Online and the steps to submit are summarised below:

	Procedure	Action
i. Steps for Individual Members		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none">Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services" select "Create Account by Individual Holder". Please do refer to the tutorial guide posted on the homepage for assistance.Registration as a user will be approved within one (1) working day and you will be notified via e-mail.If you are already a user with TIIH Online, you are not required to register again.
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none">After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.Select the corporate event: "HEXTAR 31ST AGM – Submission of Proxy Form".Read and agree to the Terms & Conditions and confirm the Declaration.Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy.Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.Review and confirm your proxy(s) appointment.Print Form of Proxy for your record.
ii. Steps for Corporation or Institutional Members		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none">Access TIIH online at https://tiih.onlineUnder e-Services, the authorised or nominated representative of the corporation or institutional member selects "Create Account by Representative of Corporate Holder".Complete the registration form and upload the required documents.Registration will be verified, and you will be notified by email within one (1) to two (2) working days.Proceed to activate your account with the temporary password given in the email and re-set your own password. <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>

	Procedure	Action
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • Login to TIIH Online at https://tiih.online • Select the corporate event: "HEXTAR 31ST AGM – Submission of Proxy Form". • Read and agree to the Terms & Conditions and confirm the Declaration. • Proceed to download the file format for "Submission of Proxy Form" in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select "Submit" to complete your submission. • Print the confirmation report of your submission for your record.

POLL VOTING

The Voting at the AGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements.

Members can proceed to vote on the resolutions at any time from the commencement of the AGM at 10.00 a.m. but before the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to the note above, **"Procedures for RPV Facilities"** for guidance on how to vote remotely from **TIIH Online** website at <https://tiih.online>.

Upon completion of the voting session for the AGM, the Scrutineers will verify the poll results followed by the Chairman to declare whether the resolutions are duly passed.

ANNUAL REPORT 2021 & CIRCULAR TO SHAREHOLDERS

The Company's Annual Report 2021 and Circular to Shareholders is available at the Company's website at <http://hextarglobal.com>.

Should you require a printed copy of the Annual Report and/or Circular to Shareholders, please request at our Share Registrar's website at <https://tiih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services". Alternatively, you may also make your request through telephone/e-mail to our Share Registrar at the number/e-mail addresses given below. We will send it to you by ordinary post as soon as possible upon receipt of your request. Nevertheless, we hope that you would consider the environment before you decide to request for the printed copy.

NO DOOR GIFT/FOOD VOUCHER

There will be **no distribution** of door gifts or food vouchers for the AGM since the meeting is being conducted on a fully virtual basis.

We would like to thank our members for your kind co-operation and understanding in these challenging times.

RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the AGM is allowed.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Share Registrar – Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Fax Number : +603-2783 9222

Email : is.enquiry@my.tricorglobal.com

Contact Persons

- Ms. Christine Cheng +603 2783 9265/ Email : christine.cheng@my.tricorglobal.com

- Mr Ang Wai Meng +603 2783 9281/ Email : wai.meng.ang@my.tricorglobal.com