



## AIMFLEX BERHAD

Registration No. 201801011135 (1273151-K)  
(Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN** that the Fourth (4th) Annual General Meeting (“AGM”) of AIMFLEX Berhad (“the Company”) will be held on a fully virtual basis through live streaming and online remote meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd via its website at <https://tiih.online> or <https://tiih.com.my> (Domain Registration number with MYNIC: D1A212781) on Thursday, 23 June 2022 at 10.00 a.m. for the following purposes:-

### AGENDA

#### AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon. *Please refer to Explanatory Note (a)*
2. To approve and ratify the additional payment of Directors’ Fees and benefits totalling RM 50,000.00 which was in excess of the earlier approved amount of RM178,500.00 for the period commencing from 25 January 2022 until the conclusion of 4th AGM of the Company. Resolution 1  
*Please refer to Explanatory Note (b)*
3. To re-elect the following Directors who retire pursuant to Article 131 of the Company’s Constitution:-
  - (i) Tee Sook Sing Resolution 2
  - (ii) Professor Dr. Ruzairi Bin Hj Abdul Rahim Resolution 3
4. To elect the following Directors who retire pursuant to Article 116 of the Company’s Constitution:-
  - (i) Chuah Chong Ewe Resolution 4
  - (ii) Chuah Chong San Resolution 5
5. To approve the payment of Directors’ fees of up to RM300,000.00 and benefits of up to RM20,000.00 from 2022 Annual General Meeting until the next Annual General Meeting of the Company. Resolution 6  
*Please refer to Explanatory Note (c)*
6. To re-appoint Messrs. RSM Malaysia PLT as Auditors of the Company for the ensuing financial year, and to authorise the Directors to fix their remuneration. Resolution 7

#### AS SPECIAL BUSINESS:

To consider and if thought fit, to pass the following ordinary resolution:-

7. Authority to Issue Shares Resolution 8  
*Please refer to Explanatory Note (d)*

“THAT subject always to the Companies Act 2016 (“the Act”), the constitution of the Company and the approvals from Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other relevant governmental and/or regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby authorised and empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit, provided always that the aggregate number of shares issued pursuant

to this resolution does not exceed twenty percent (20%) of the total number of issued shares of the Company for the time being to be utilised until 31 December 2022 as empowered by Bursa Securities pursuant to the extension of the implementation period of the enhanced general mandate announced by Bursa Malaysia Berhad on 23 December 2021 and thereafter, ten per centum (10%) of the total number of issued shares of the Company for the time being as stipulated under Rule 6.04(1) of the Bursa Securities Ace Market Listing Requirements to be utilised before the conclusion of the next Annual General Meeting ("AGM") of the Company; AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities; AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company."

8. To transact any other business for which due notice shall have been given.

By Order of the Board

**NG HENG HOOI (MAICSA 7048492) (PC No. 202008002923)**  
**WONG MEE KIAT (MAICSA 7058813) (PC No. 202008001958)**  
**WONG MEE CHING (LS 9014) (PC No. 202008001420)**  
Company Secretaries

Kuala Lumpur  
Dated: 29 April 2022

**Notes:-**

1. *The AGM of the Company will be conducted entirely on a virtual basis through live streaming and online remote voting via Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd on its website at <https://tjih.online>. Please follow the procedures set out in the Administrative Guide for the AGM which is available on the Company's website at <https://www.aimflex.com.my> to register, participate and vote remotely via the RPV.*  
  
*According to the Revised Guidance Note and FAQs, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Act provided that the online platform is located in Malaysia and all meeting participants of a fully virtual general meeting are to participate in the meeting online.*
2. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 16 June 2022 shall be eligible to attend the Meeting.*
3. *A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.*
4. *A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.*
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. *Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
7. *The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur. Alternatively, the Form of Proxy may also be lodged electronically via the TIIH Online at <https://tiih.online> not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, resolutions set out above are to be voted by poll. Kindly refer to the Administrative Guide for the AGM for further information on the electronic lodgement of proxy form.*

*A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this AGM via RPV must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. Kindly refer to the Procedures for RPV as set out in the Administrative Guide for the AGM.*

## **Explanatory Notes**

### **(a) Audited Financial Statements and Reports of Directors and Auditors**

The Audited Financial Statements under Agenda 1 are meant for discussion only in accordance with the provisions of Section 340(1) of the Companies Act 2016 ("the Act"), and it does not require a formal approval of the shareholders. Hence, this agenda will not be put forward for voting.

### **(b) Additional payment of Directors' Fees and benefits**

At the Third AGM of the Company held on 17 June 2021, the shareholders had approved RM163,500.00 as payment of Directors' fees and benefits of up to RM15,000.00 payable to the Directors of the Company for the period commencing from Third AGM up to the Fourth AGM of the Company.

The revised total Directors' Fees and benefits incurred were amounted to RM228,500.00. The request on the additional amount of RM50,000.00 in excess of the RM178,500.00 is required due to the redesignation of Dato' (Dr.) Ts. Awang Daud Bin Awang Putera from Executive Chairman to Non-Independent Non-Executive Chairman on 25 January 2022 which he shall be entitled to the Directors' Fees from the said period until the conclusion of the Fourth AGM of the Company.

### **(c) Directors' fees and benefits**

Pursuant to Section 230(1) of the Act, fees and benefits ("Remuneration") payable to the Directors of the Company will have to be approved by the shareholders at a general meeting. The Company is requesting shareholders' approval for the payment of Remuneration for the period from this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company in 2023. The Remuneration comprises of fees and meeting allowances payable to directors.

### **(d) Authority to Issue Shares**

The proposed Ordinary Resolution 8, if passed, is a renewal general mandate to empower the Directors to issue and allot shares up to an amount not exceeding 20% of the total number of issued share of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company.

Bursa Securities has via their letter dated 23 December 2021 granted an extension to the temporary relief measures to listed corporations, amongst others, an increase in general

mandate limit for new issues of securities to not more than 20% of the total number of issued shares of the Company for the time being ("20% General Mandate"). Pursuant to the 20% General Mandate, Bursa Securities has also mandated that the 20% General Mandate may be utilised by a listed corporation to issue new securities until 31 December 2022 and thereafter, the 10% general mandate will be reinstated. The 20% General Mandate and 10% General Mandate are sought to provide flexibility to the Company for allotment of shares without convening a general meeting, which may be both time and cost-consuming, if the need arises.

Having considered the current economic climate arising from the global COVID-19 pandemic and future financial needs of the Group, the Board would like to procure approval for the 20% General Mandate, pursuant to Section 76(4) of the Companies Act, 2016 from its shareholders at the forthcoming Fourth AGM of the Company.

The 20% General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s) workings capital and/or acquisitions. The 20% General Mandate, unless revoked or varied by the Company in general meeting, will expire at the end of the 31 December 2022.

The Previous Mandate granted by the shareholders had not been utilised and hence, no proceed was raised therefrom.

#### Notes in Notice of Meeting & Proxy Form

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 with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur. In the case of electronic appointment, the proxy form must be deposited via TIIH Online at <https://tiih.online>. Please refer to the Administrative Guide for further information on electronic submission. All proxy form submitted must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote.

# AIMFLEX

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### ADMINISTRATIVE GUIDE FOR THE FOURTH ANNUAL GENERAL MEETING (“4<sup>TH</sup> AGM”)

- Day, Date and Time** : Thursday, 23 June 2022 at 10.00 a.m.
- Meeting Venue** : Online Meeting Platform provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia
- Meeting Platform** : TIIH Online website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A212781)

### MODE OF MEETING

In view of the COVID-19 health concern and to align with the “Transition to Endemic” phase which was announced by the Prime Minister on 8 March 2022 and issuance of the revised Standard Operating Procedure by Majlis Keselamatan Negara and the Ministry of Health as well as the revised Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia (“SC Guidance”) on 7 April 2022, the 4<sup>th</sup> AGM of the Company will be conducted fully virtual basis through live streaming and online voting via Remote Participation and Voting (“RPV”) facilities via TIIH Online website at <https://tiihonline>. An online meeting platform used to conduct the meeting can be recognised as the meeting venue as required under Section 327(2) of the Companies Act 2016, provided that the online platform located in Malaysia and all meeting participants including the chairman of the meeting, board members, senior management and shareholders are to participate in the meeting online.

### REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 4<sup>th</sup> AGM using RPV facilities from Tricor.

A shareholder who has appointed a proxy(ies) or attorney or authorised representative(s) to participate at this 4<sup>th</sup> AGM via RPV must request his/her proxy(ies), attorney(s) or authorised representative(s) to register himself/herself for RPV at TIIH Online website at <https://tiih.online>.

Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

### PROCEDURES TO REMOTE PARTICIPATION AND VOTING VIA RPV FACILITIES

Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 4<sup>th</sup> AGM using the RPV facilities:

#### **Before the 4<sup>th</sup> AGM Day**

	<b>Procedure</b>	<b>Action</b>
i	Register as a user with TIIH Online	<ul style="list-style-type: none"><li>Using your computer, access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services”, select the “Sign Up” button and followed by “<b>Create Account by Individual Holder</b>”. Refer to the tutorial guide posted on the homepage for assistance.</li><li>Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li><li>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.</li></ul>

ii	Submit your request to attend 4 <sup>th</sup> AGM remotely	<ul style="list-style-type: none"> <li>• Registration is open from Friday, 29 April 2022 until the day of 4<sup>th</sup> AGM on Thursday, 23 June 2022. Shareholder(s)/proxy(ies)/attorney/corporate representative(s) are required to pre-register their attendance for the 4<sup>th</sup> AGM to ascertain their eligibility to participate in the 4<sup>th</sup> AGM using the RPV.</li> <li>• Login with your user ID (i.e. email address) and password and select the corporate event: “<b>(REGISTRATION) AIMFLEX BERHAD 4<sup>th</sup> AGM</b>”.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select “Register for Remote Participation and Voting”</li> <li>• Review your registration and proceed to register</li> <li>• System will send an <b>e-mail to notify</b> that your registration for remote participation is received and will be verified.</li> <li>• After verification of your registration against the General Meeting Record of Depositors as at 16 June 2022, the system will send you an <b>e-mail on 21 June 2022 to approve or reject</b> your registration for remote participation.</li> </ul> <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i></p>
<b>On the 4<sup>th</sup> AGM Day</b>		
i	Login to TIIH Online	<ul style="list-style-type: none"> <li>• Login with your user ID and password for remote participation at the 4<sup>th</sup> AGM at any time from <b>9.00 a.m.</b> i.e. 1 hour before the commencement of the 4<sup>th</sup> AGM on <b>Thursday, 23 June 2022 at 10.00 a.m.</b></li> </ul>
ii	Participate through Live Streaming	<ul style="list-style-type: none"> <li>• Select the corporate event: “<b>(LIVE STREAM MEETING) AIMFLEX BERHAD 4<sup>th</sup> AGM</b>” to engage in the proceedings of the 4<sup>th</sup> AGM remotely.</li> <li>• 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 4<sup>th</sup> AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.</li> </ul>
iii	Online Remote Voting	<ul style="list-style-type: none"> <li>• Voting session commences from 10.00 a.m. on Thursday, 23 June 2022 until a time when the Chairman announces the end of the session.</li> <li>• Select the corporate event: “<b>(REMOTE VOTING) AIMFLEX BERHAD 4<sup>th</sup> AGM</b>” or if you are on the live stream meeting page, you can select “<b>GO TO REMOTE VOTING PAGE</b>” button below the Query Box.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select the CDS account that represents your shareholdings.</li> <li>• Indicate your votes for the resolutions that are tabled for voting.</li> <li>• Confirm and submit your votes.</li> </ul>
iv	End of remote participation	<ul style="list-style-type: none"> <li>• Upon the announcement by the Chairman on the closure of the AGM, the Live Streaming will end.</li> </ul>

**Note to users of the RPV facilities:**

1. Should your registration for the RPV facilities be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
2. 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.
3. In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

## Entitlement to Participate and Appointment of Proxy

- Only members whose names appear on the Record of Depositors as at 16 June 2022 shall be eligible to attend, speak and vote at the 4<sup>th</sup> AGM or appoint a proxy(ies) and/or the Chairman of the meeting to attend and vote on his/her behalf.
- If you are not able to participate in the 4<sup>th</sup> AGM remotely, you are encouraged to appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.
- If you wish to participate in the 4<sup>th</sup> AGM yourself, please do not submit any Proxy Form for the AGM. You will not be allowed to participate in the AGM together with a proxy appointed by you.
- Accordingly, Proxy Forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the 4<sup>th</sup> AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Tuesday, 21 June 2022 at 10.00 a.m.:**

(i) In Hard copy:

By hand or post to the office of the 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;

(ii) By Electronic form:

All shareholders can have the option to submit Proxy Form electronically via TIH Online and the steps to submit are summarised below:

Procedure	Action
<b>i. Steps for Individual Shareholders</b>	
Register as a User with TIH Online	<ul style="list-style-type: none"> <li>• Using your computer, please access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance.</li> <li>• If you are already a user with TIH Online, you are not required to register again.</li> </ul>
Proceed with submission of Proxy Form	<ul style="list-style-type: none"> <li>• After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.</li> <li>• Select the corporate event: <b>“Aimflex Berhad 4<sup>th</sup> AGM - Submission of Proxy Form”</b>.</li> <li>• Read and agree to the Terms and Conditions and confirm the Declaration.</li> <li>• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li> <li>• Appoint your proxy/proxies and insert the required details of your proxy/proxies or appoint the Chairman as your proxy.</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li> <li>• Review and confirm your proxy(s) appointment.</li> <li>• Print the form of proxy for your record.</li> </ul>

<b>ii. Steps for corporation or institutional shareholders</b>	
Register as a User with TIIH Online	<ul style="list-style-type: none"> <li>▪ Access TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li> <li>▪ Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects <b>“Create Account by Representative of Corporate Holder”</b>.</li> <li>▪ Complete the registration form and upload the required documents.</li> <li>▪ Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li> <li>▪ Proceed to activate your account with the temporary password given in the email and re-set your own password.</li> </ul> <p>Note: The representative of a corporation or institutional shareholder 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.</p>
Proceed with submission of Proxy Form	<ul style="list-style-type: none"> <li>▪ Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li> <li>▪ Select the corporate event: <b>“Aimflex Berhad 4<sup>th</sup> AGM: Submission of Proxy Form”</b></li> <li>▪ Agree to the Terms &amp; Conditions and Declaration.</li> <li>▪ Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein.</li> <li>▪ Prepare the file for the appointment of proxies by inserting the required data.</li> <li>▪ Login to TIIH Online, select corporate event: <b>“Aimflex Berhad 4<sup>th</sup> AGM - Submission of Proxy Form”</b>.</li> <li>▪ Proceed to upload the duly completed proxy appointment file.</li> <li>▪ Select “Submit” to complete your submission.</li> <li>▪ Print the confirmation report of your submission for your record.</li> </ul>

#### **PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS**

Shareholders may submit questions for the Board in advance of the 4<sup>th</sup> 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 Tuesday, 21 June 2022 at 10.00 a.m. The Board will endeavor to answer the questions received at the AGM.

#### **NO DOOR GIFT/VOUCHER**

There will be no distribution of door gift or voucher for the AGM.

We thank you for your continuous support to the Company.

#### **ENQUIRY**

If you have any enquiry prior to the meeting, you may contact the Share Registrar at:

<b>Tricor Investor &amp; Issuing House Services Sdn Bhd</b> <i>Registration No. 197101000970 (11324-H)</i> Unit 32-01, Level 32, Tower A Vertical Business Suite, Avenue 3, Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia		<b>Telephone Number</b>
	General Line	603-2783 9299
	Ms Nur Qaisara Naaila	603-2783 9272 Nur.Qaisara.Naaila@my.tricorglobal.com
	Pn Nor Faeayzah	603-2783 9274 Nor.Faeayzah@my.tricorglobal.com
	Fax Number	603-2783 9222
	Email	is.enquiry@my.tricorglobal.com