



## SARAWAK OIL PALMS BERHAD

(Registration No. 196801000358 (7949-M))

(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Sarawak Oil Palms Berhad (“SOPB” or the “Company”) will be conducted on a fully virtual basis through live-streaming and online remote voting using the Remote Participation and Electronic Voting (“RPEV”) facilities provided by Boardroom Share Registrars Sdn Bhd at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC – D6A357657) on Thursday, 23 June 2022 at 11.00 a.m. or immediately following the conclusion of the Company’s 54th Annual General Meeting or at any adjournment thereof, scheduled to be held on the same day at 10.00 a.m., whichever is later, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

#### ORDINARY RESOLUTION 1

**PROPOSED BONUS ISSUE OF UP TO 303,136,773 NEW ORDINARY SHARES IN SOPB (“SOPB SHARES” OR “SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 2 EXISTING SOPB SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE OF SHARES”)**

“THAT subject to the approvals of all relevant authorities and/or parties being obtained, approval be and is hereby given to the Board of Directors of the Company (“Board”) to issue and allot up to 303,136,773 Bonus Shares, issued as fully paid, at no consideration and without capitalisation of the Company’s reserves to the shareholders of the Company whose names appear in the Record of Depositors of the Company as at 5.00 p.m. on the Entitlement Date to be determined by the Board and announced by the Company at a later date, on the basis of 1 Bonus Share for every 2 existing SOPB Shares held;

THAT fractional entitlements arising from the Proposed Bonus Issue of Shares, if any, will be disregarded and dealt with in such manner as the Board in its absolute discretion deems fit, expedient and in the best interest of the Company;

THAT the Bonus Shares shall, upon issuance and allotment, rank equally in all respects with the then existing SOPB Shares;

AND THAT the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixation of the Company’s Common Seal in accordance with the Company’s Constitution) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Bonus Issue of Shares with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company.”

By Order of the Board

**Eric Kiu Kwong Seng**

Company Secretary

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29 April 2022

#### Notes:

1. The Venue of the Extraordinary General Meeting (“EGM”) is the Online Meeting Platform which is located in Malaysia being the main venue and is strictly for the purpose of compliance with Section 327(2) of the Companies Act, 2016 (“Act”) which stipulated that the Chairman of the Meeting shall be present at the main venue of the EGM and in accordance with Article 66 of the Constitution of the Company and in accordance with the Act which allows a meeting of members to be held at more than one venue, using any technology or method that enable the members to attend and exercise their right to attend, participate, speak and vote at the general meeting.
2. With the Remote Participation and Electronic Voting (“RPEV”) facilities, a Shareholder may exercise his/her right to participate (including pose questions to the Board of Directors of the Company/ Management) and vote at the EGM, in the comfort of their home or office.
3. Shareholders and proxies will have to register to attend the EGM remotely by using the RPEV facilities according to the procedures as set out in the Administrative Guide on EGM.
4. For the purpose of determining a member who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Article 69 of the Company’s Constitution to issue a General Meeting Record of Depositors as at 16 June 2022. Only a depositor whose name appears on the Record of Depositors as at 16 June 2022 shall be entitled to attend the same meeting and to participate, speak or vote thereat.
5. Every member entitled to attend, participate, speak and vote at the meeting is entitled to appoint proxy/proxies to attend, participate, speak and vote for him/her. The member may attend and vote in person at the meeting after lodging the proxy form but however such attendance shall be automatically revoke the proxy’s authority. A proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of the proxy.
6. A member shall be entitled to appoint at least one (1) and up to two (2) proxies to attend, participate, speak or vote at meeting. Where a members appoints more than one (1) proxy, the proxies shall not be valid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
7. Where a member of the Company is an exempted authorised nominees which holds ordinary shares in the Company for multiple beneficial owners in one securities accounts (“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.
8. The instrument appointing a proxy shall be in writing (in common or usual form) under the hand of the appointer or of his attorney duly authorised in writing, or if the appointer is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
9. The instrument appointing a proxy must be deposited at the Company’s Share Registrars’ Office at Ground Floor or 11th Floor, Menara Symphony, No.5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan or via electronic means through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
10. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this notice shall be put to vote by poll.