

FRONTKEN

FRONTKEN CORPORATION BERHAD
Registration No.: 200401012517 (651020-T)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING (“EGM”)

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM” or “Meeting”) of Frontken Corporation Berhad (“Frontken” or the “Company”) will be held at the Ballroom 2, Eastin Hotel Kuala Lumpur, Level LG, 13, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan on Friday, 10 June 2022 at 11:30 a.m., or immediately following the conclusion or adjournment of the 18th Annual General Meeting of the Company, which is scheduled to be held on the same day at 10.00 a.m., whichever is the later, for the transaction of the following business:-

ORDINARY RESOLUTION 1

PROPOSED ESTABLISHMENT OF A SHARE GRANT PLAN (“SGP”) FOR THE ELIGIBLE EXECUTIVE DIRECTORS AND EMPLOYEES OF FRONTKEN AND ITS SUBSIDIARIES (“FRONTKEN GROUP” OR “GROUP”) (EXCLUDING SUBSIDIARIES WHICH ARE DORMANT, IF ANY) (“PROPOSED SHARE GRANT PLAN”)

“THAT, subject to the approvals of all relevant authorities/parties, where relevant/required being obtained, approval is given to the Board to undertake the proposed establishment of a SGP of up to 5% of the total number of issued shares in Frontken (excluding treasury shares, if any) to enable the granting of new ordinary shares in Frontken (“Frontken Share(s)”) (“SGP Grant(s)”) to eligible executive directors and employees of Frontken and its subsidiaries which are not dormant (“Eligible Employee(s)”) (“Grantee(s)”) in accordance with the by-laws governing the SGP (“By-Laws”) as set out in Appendix I of the circular to shareholders dated 17 May 2022 and to adopt and approve the By-Laws and do all such acts, as may be necessary or expedient in order to give full effect to the Proposed Share Grant Plan;

THAT, the Board of Directors of the Company (“Board”) be and is hereby authorised to issue and allot from time to time such number of new Frontken Shares as may be required pursuant to the vesting of the SGP Grants under the Proposed Share Grant Plan (“SGP Shares”), provided that the aggregate number of new Frontken Shares to be issued and allotted and/or transferred shall not exceed 5% of the total number of issued Frontken Shares (excluding treasury shares, if any) at any point in time throughout the duration of the Proposed Share Grant Plan and that such new Frontken Shares to be issued upon vesting of the SGP Grants will, upon allotment and issuance, rank equally in all respects with the existing Frontken Shares in issue, save and except that the new Frontken Shares will not be entitled to any dividends, rights, allotments and/or other forms of distribution that may be declared, made or paid to the shareholders, the entitlement date of which precedes the date of allotment and issuance of the new Frontken Shares;

THAT, the Board be and is hereby authorised to do all such acts and things and to execute all such documents and enter into all such transactions, arrangements and agreements, deeds or undertakings, to make such rules or regulations, or impose such terms and conditions or delegate part of its power and to generally exercise such powers and perform such acts as may be necessary or expedient in order to give full effect to the Proposed Share Grant Plan and the terms of the By-Laws;

THAT, the Board will establish a trust to be administered by the trustee to be appointed by the Company from time to time (“Trustee”) (“Trust”) in accordance with the trust deed to be executed between the Trustee and the Company (“Trust Deed”), and to authorise the Trustee to accommodate any transfer of Frontken Shares to the central depository system accounts of the Grantees established by Bursa Malaysia Depository Sdn Bhd (“Bursa Depository”) at the time when the Company shall direct, subscribe for and/or purchase the necessary Frontken Shares, to be entitled from time to time to the extent permitted by the law as set out under the By-Laws to accept funding and/or assistance, financial or otherwise from the Company and/or any companies within the Group; and

AND THAT, the Board be and is hereby authorised to add, modify and/or amend the Proposed Share Grant Plan, By-Laws and all rules, regulations and administration relating to the Proposed Share Grant Plan and/or administration thereof, from time to time as may be permitted by the authorities or deemed necessary by the relevant regulatory authorities or the Board or any committee established to administer the Proposed Share Grant Plan, provided that such additions, modifications and/or amendments are effected and permitted in accordance with the provisions of the By-Laws.”

ORDINARY RESOLUTIONS 2 TO 3

PROPOSED GRANTING OF FRONTKEN SHARES PURSUANT TO THE PROPOSED SHARE GRANT PLAN

“THAT, subject to the passing of Ordinary Resolution 1 as well as the approvals of all relevant authorities for the Proposed Share Grant Plan, approval is given to the Board to issue and/or transfer such number of Frontken Shares as allowed under the Proposed Share Grant Plan to each of the following Executive Directors, namely:-

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|------|-------------------|-----------------------|
| (i) | Ng Wai Pin | Ordinary Resolution 2 |
| (ii) | Dr Tay Kiang Meng | Ordinary Resolution 3 |

from time to time in accordance with the By-Laws **PROVIDED ALWAYS THAT:-**

- (a) he shall not participate in the deliberation or discussion of his, as well as that of the persons connected with him, under the Proposed Share Grant Plan; and
- (b) not more than 10% (or such other percentage as may be permitted by Bursa Malaysia Securities Berhad (“Bursa Securities”)) of the total number of Frontken Shares to be issued under the Proposed Share Grant Plan shall be allocated to him, who either singly or collectively through persons connected with him, holds 20% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued Frontken Shares (excluding treasury shares, if any),

subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions to the By-Laws of the Proposed Share Grant Plan and any prevailing guidelines issued by Bursa Securities, the Main Market Listing Requirements of Bursa Securities or any other relevant authorities as mentioned from time to time.”

By Order of the Board

MAH LI CHEN (MAICSA 7022751) (PC NO. 202008002006)
CHEW MEI LING (MAICSA 7019175) (PC NO. 201908003178)
Company Secretaries

Kuala Lumpur
17 May 2022

Notes:-

- 1) A member entitled to attend, speak and vote at this meeting is entitled to appoint a proxy/proxies to attend, speak and vote in his/her stead. A proxy need not be a member of the Company.
- 2) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- 3) Where the appointer is a corporation, this form must be executed under its common seal, if any or under the hand of an officer or attorney duly authorised.
- 4) The instrument appointing a proxy or proxies must be deposited at the office of the Share Registrar of the Company situated 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, Malaysia or via TIIH Online at <https://tiah.online> not less than forty-eight (48) hours before the time fixed for convening the Meeting or any adjournment thereof. Please refer to the Administrative Guide for further information on submission via TIIH Online.
- 5) For the purpose of determining a member who shall be entitled to attend, speak and vote at the EGM, the Company shall request Bursa Malaysia Depository Sdn Bhd to issue a Record of Depositors as at 3 June 2022. Only a depositor whose name appears on the Record of the Depositor as at 3 June 2022 shall be entitled to attend, speak and vote at this EGM or appoint proxies to attend, speak and/or vote on his/her behalf.
- 6) All resolutions at the EGM or any adjournment thereof shall be voted by poll.