



SL INNOVATION CAPITAL BERHAD
(Registration No. 201101044035 (972155-K))
(Incorporated in Malaysia)

NOTICE OF TENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Tenth (10th) Annual General Meeting (“AGM”) of SL Innovation Capital Berhad (the “Company”) will be conducted virtually through live streaming from the broadcast venue at Meeting Room, 23-1, Block D1, Jalan PJU 1/41, Dataran Prima, 47301 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 21 June 2022 at 10.00 a.m. or at any adjournment thereof for the following purposes:

AS ORDINARY BUSINESS

- 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 1)*
- To approve the payment of Directors’ fees and other benefits payable up to RM100,000 to be divided amongst the Directors in such manner as the Directors may determine for the period from 10th AGM until the conclusion of the next AGM of the Company. *Ordinary Resolution 1*
- To re-elect Mr Soon Seng Teck who is retiring pursuant to Clause 165 of the Company’s Constitution and being eligible, has offered himself for re-election. *Ordinary Resolution 2*
- To re-appoint Messrs. TGS TW PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *Ordinary Resolution 3*

AS SPECIAL BUSINESS

To consider and, if thought fit, pass with or without modifications the following resolution:

- AUTHORITY TO ALLOT SHARES PURSUANT TO SECTION 75 AND SECTION 76 OF THE COMPANIES ACT 2016** *Ordinary Resolution 4*

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue and allot shares of the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to this resolution must be not more than 100% of the total number of issued shares, of which the aggregate number of shares issued other than on pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities; AND THAT such authority shall continue in force until the conclusion of the next AGM of the Company.”

- To transact any other ordinary business for which due notice have been given.

By Order of the Board,

TAN TONG LANG (SSM PC NO. 202208000250 & MAICSA 7045482)
THIEN LEE MEE (SSM PC NO. 201908002254 & LS0009760)
Company Secretaries

Selangor Darul Ehsan
23 May 2022

Notes:

- Please refer to the Administrative Guide for the procedures to register and participate in the virtual meeting. Shareholders will only be allowed to attend the 10th AGM strictly by way of Zoom on the day of the meeting.
- A member of the Company entitled to attend and vote at this meeting may appoint proxy(ies) (or in case of a corporation, a duly authorised representative) to attend and vote on his stead. A proxy may but need not be a member of the Company.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, the proxy form shall be executed either under its common seal or under the hand of an officer or attorney duly authorised.
- Where a member appoints more than one (1) proxy, he shall specify the proportion of his shareholdings to be represented by each proxy. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 which holds ordinary shares in the Company for multiple beneficial owners in one 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.
- The instrument appointing a proxy must be deposited at the Company’s Share Registrar’s Office, Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor not less than forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof.
- Only the member whose names appear on the Record of Depositors as at 13 June 2022 shall be entitled to attend and vote at this meeting or appoint proxy(ies) to attend and vote on their behalf.

Explanatory Notes:

- Audited Financial Statements for the Financial Year Ended 31 December 2021**
This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval from the shareholders for the audited financial statements. As such, this item is not put forward for voting.
- Ordinary Resolution 4: Authority to Allot Shares Pursuant to Section 75 and Section 76 of the Companies Act 2016**
The Ordinary Resolution 4, if passed, is proposed for the purpose of granting the Company a renewed general mandate (“General Mandate”) under Sections 75 and 76 of the Companies Act 2016 and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities.
The Ordinary Resolution 4, if passed, will give the Directors of the Company authority to issue ordinary shares in the Company at any time in their absolute discretion without convening a general meeting. The authorisation, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company, or during the expiration of period within which the next AGM is required by law to be held, whichever is earlier.
The General Mandate, if granted, 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 investment project(s), working capital and/or acquisitions.
As at the date of this Notice, the Company has not issued any ordinary shares pursuant to the general mandate that was granted by the shareholders at the 9th AGM of the Company held on 29 June 2021 and hence, no proceeds were raised therefrom.



SL INNOVATION CAPITAL BERHAD
(Registration No. 201101044035 (972155-K))
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDES FOR THE SHAREHOLDERS OF SL INNOVATION CAPITAL BERHAD ON THE TENTH (10TH) ANNUAL GENERAL MEETING (“10TH AGM”)

Date : Tuesday, 21 June 2022
Time : 10.00 a.m.
Broadcast Venue : Meeting Room, 23-1, Block D1, Jalan PJU 1/41, Dataran Prima, 47301 Petaling Jaya, Selangor Darul Ehsan

In light of the coronavirus (COVID-19) outbreak, governmental decrees and in the best interest of public health and health of safety of our Board of Directors, employees and shareholders, the 10th AGM will be held virtually *via* an application known as Zoom (“**Zoom**”). For safety reasons, shareholders will not be allowed to attend the 10th AGM in person at the broadcast venue on the day of the meeting. Participation of the shareholders/proxy(ies) at the 10th AGM shall be strictly by way of Zoom only.

For the purpose of determining a member who shall be entitled to attend the 10th AGM, the Company shall request from Bursa Malaysia Depository Sdn Bhd a copy of the Record of Depositors (“**ROD**”) as at 13 June 2022. Only a depositor/shareholder whose name appears on the ROD as at 13 June 2022 shall be entitled to attend the 10th AGM or to appoint proxy(ies) to attend and/or vote on his/her behalf.

PROCEDURES TO PARTICIPATE IN THE VIRTUAL MEETING

As shareholders/proxy(ies) are not allowed to attend the 10th AGM in person at the broadcast venue on the day of the meeting, all the shareholders/proxy(ies) who wish to attend the 10th AGM are required register and follow the procedures as summarised below:

1. Shareholders/proxy(ies) without Zoom account are required to register a Zoom account with their email address at <https://zoom.us/freesignup/>. The email address used for registration of Zoom account needs to be activated *via* Zoom account activation email. **IMPORTANT - Only the said activated email address will be used to register and attend the 10th AGM.**
2. For registration purpose, the shareholders/proxy(ies) are required to access the link provided below and register with your full name as per NRIC (*for Malaysian*) or Passport (*for Foreigner*) at least 48 hours before the 10th AGM or any adjournment thereof:

<https://us06web.zoom.us/meeting/register/tZltc-6hrTovGd1loEuDffDTfll6yYaOQC9R>
3. The shareholders/proxy(ies) will receive a confirmation email with the necessary details for the 10th AGM upon admin verification of their information based on the final Record of Depositors (ROD) dated 13 June 2022.

FOR PROXY(IES)/CORPORATE SHAREHOLDERS/NOMINEES ACCOUNTS

As the 10th AGM will be conducted virtually, members who are unable to participate in this 10th AGM may appoint proxy(ies) or the Chairman of the meeting as their proxy and indicate the voting instructions in the proxy form.

The proxy form has to be submitted to the Company’s Registered Office at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor not less than forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof.

ENQUIRY

For further enquiries, kindly contact the Company’s Share Registrar at 03-7890 0638.

BASIC REQUIREMENTS FOR PARTICIPATION IN THE 10TH AGM VIA ZOOM

1. A smartphone, computer or laptop which has a speaker, a microphone and a webcam.



SL INNOVATION CAPITAL BERHAD
 [Registration No. 201101044035 (972155-K)]
 (Incorporated in Malaysia)

PROXY FORM

No. of shares held	
CDS Account No.	

I/We I.C./Passport/Company No.
 of
 contact number.....and email address.....
 being a member/members of SL INNOVATION CAPITAL BERHAD hereby appoint
 I.C./Passport/Company No.
 of
 contact numberand email address.....
 and/or failing him/her, I.C./Passport/Company No.
 of
 contact numberand email address.....
 or* the CHAIRMAN OF THE MEETING* as *my/our Proxy(ies) to vote for *me/us and act on *my/our behalf at the
 Tenth (10th) Annual General Meeting (“AGM”) of the Company to be conducted virtually through live streaming
 from the broadcast venue at Meeting Room, 23-1, Block D1, Jalan PJU 1/41, Dataran Prima, 47301 Petaling Jaya,
 Selangor Darul Ehsan on Tuesday, 21 June 2022 at 10.00 a.m. or at any adjournment thereof.

*My/our Proxy(ies) is(are) to vote as indicated below:

No.	Ordinary Resolutions	*For	*Against
1.	To approve the payment of Directors’ fees and other benefits payable up to RM100,000 to be divided amongst the Directors in such manner as the Directors may determine for the period from 10 th AGM until the conclusion of the next AGM of the Company.		
2.	To re-elect Mr Soon Seng Teck as Director.		
3.	To re-appoint Messrs. TGS TW PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.		
4.	<u>As Special Business:</u> Authority to allot shares pursuant to Section 75 and Section 76 of the Companies Act 2016.		

* Strike out whichever not applicable.

[Please indicate with (X) in the space provided how you wish your vote to be casted. If no specific direction as to voting is given, the Proxy will vote or abstain at his(her) discretion.]

Dated this.....day of.....2022

Name of Proxy	Proportion of Shares Held
1.	
2.	
Total Number of Shares Held	

.....
 (Signature(s) and/or Common Seal of Shareholder, when applicable)

Fold this flap for sealing

Notes:

- (1) *Please refer to the Administrative Guide for the procedures to register and participate in the virtual meeting. Shareholders will only be allowed to attend the 10th AGM strictly by way of Zoom on the day of the meeting.*
- (2) *A member of the Company entitled to attend and vote at this meeting may appoint proxy(ies) (or in case of a corporation, a duly authorised representative) to attend and vote on his stead. A proxy may but need not be a member of the Company.*
- (3) *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, the proxy form shall be executed either under its common seal or under the hand of an officer or attorney duly authorised.*
- (4) *Where a member appoints more than one (1) proxy, he shall specify the proportion of his shareholdings to be represented by each proxy. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.*
- (5) *Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 which holds ordinary shares in the Company for multiple beneficial owners in one 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.*
- (6) *The instrument appointing a proxy must be deposited at the Company's Share Registrar's Office, Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor not less than forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof.*
- (7) *Only the member whose names appear on the Record of Depositors as at 13 June 2022 shall be entitled to attend and vote at this meeting or appoint proxy(ies) to attend and vote on their behalf.*

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AFFIX STAMP

The Share Registrar of
SL INNOVATION CAPITAL BERHAD
[Registration No. 201101044035 (972155-K)]
c/o Aldpro Corporate Services Sdn Bhd
Level 5, Block B, Dataran PHB,
Saujana Resort, Section U2,
40150 Shah Alam, Selangor

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