

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“EGM”) of ACME Holdings Berhad (“ACME” or the “Company”) will be held on a fully virtual basis through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities at the online meeting platform provided by Braxton Consulting Sdn Bhd in Malaysia via its website at www.registrar-braxton.com.my (Domain registration number D1A459047) on Tuesday, 30 August 2022 at 11.30 a.m. or immediately after the 32nd annual general meeting of the Company (which will be held on the same day at 10.30 a.m.), whichever is later, or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following special resolution:

SPECIAL RESOLUTION

PROPOSED REDUCTION OF THE ISSUED SHARE CAPITAL OF ACME OF RM160,000,000 PURSUANT TO SECTION 117 OF THE COMPANIES ACT 2016 (“ACT”) (“PROPOSED SHARE CAPITAL REDUCTION”)

“THAT subject to the approvals being obtained from all relevant parties and/or authorities (where applicable) pursuant to Section 117 of the Act, the Board of Directors of ACME (“Board”) be and is hereby given the authority and approval to reduce the share capital of the Company via the cancellation of the issued share capital by RM160,000,000 and for the credit arising from such cancellation to be used to set-off against the accumulated losses of the Company while the remaining balance, if any, will be credited to the retained earnings of the Company which shall be used in a manner to be determined by the Board at a later date and in the best interest of the Company as permitted by the relevant and applicable laws as well as the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as may be necessary, expedient and/or appropriate to implement and give full effect to the Proposed Share Capital Reduction with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Share Capital Reduction and to do all such things as the Board may consider necessary or expedient in the best interest of the Company.”

By Order of the Board

WONG YEE LIN (MIA 15898)
SSM Practicing No: 201908001793
HING POE PYNG (MAICSA 7053526)
SSM Practicing No: 202008001322
Joint Company Secretaries

Date: 8 August 2022

Notes:

1. A member entitled to attend and vote is entitled to appoint one or more proxies to attend, vote and speak in his stead, and a proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. The proxy so appointed shall be entitled to vote on any matter which may properly come before the meeting.
2. A member shall be entitled to appoint a maximum of two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
3. Where a member is an Exempt Authorised Nominee 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.
4. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with the shares of the Company. The appointment of two (2) proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
5. The instrument appointing the proxy shall be in writing, executed by or on behalf of the appointor. In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
6. The instrument appointing a proxy must be deposited at the registered office, 51-8-A Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 George Town, Penang not less than 24 hours before the time for holding the meeting or any adjournments thereof PROVIDED that in the event the member(s) duly executes the Proxy Form but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/his proxy, provided always that the rest of the Proxy Form, other than the particulars of the proxy have been duly completed by the member(s). Proxy Form via facsimile or electronic mail will not be accepted.
7. For the purpose of determining a member who shall be entitled to attend the meeting, the Company shall be requesting the Depository to issue a General Meeting Record of Depositors as at 23 August 2022. Only Depositors whose names appear on the Record of Depositors as at 23 August 2022 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his behalf.
8. The resolution as set out in this notice of extraordinary general meeting is to be voted by poll.

PERSONAL DATA POLICY

By submitting the duly executed Proxy Form, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the EGM, and any adjournment thereof.

ADMINISTRATIVE GUIDE FOR THE FULLY VIRTUAL EXTRAORDINARY GENERAL MEETING (“EGM”)

The Company has appointed Braxton Consulting Sdn Bhd as the Poll Administrator to conduct the EGM using the Remote Participation and Voting (“RPV”) Facilities provided by the same company via its website at www.registrar-braxton.com.my (Domain registration number D1A459047) (“Braxton Portal”).

PROCEDURES TO PARTICIPATE IN RPV FACILITIES

The procedures to participate in RPV Facilities are as follows:-

Procedure		Action
BEFORE THE DAY OF THE EGM		
(i)	Register as user	<ul style="list-style-type: none"> • Access the Braxton Portal at www.registrar-braxton.com.my • Click <<Login/Register>> followed by <<Register New User>> to register as a new user. • Complete the registration by filling up the information required and upload a clear copy of your MyKAD (both front and back page) or Passport. • Read and agree to the terms & conditions and thereafter, submit your registration. • Please enter a valid email address in order for you to receive the verification email from the Braxton Portal. • Your registration will be verified and approved by the Braxton Portal. Once approved, an email notification will be sent to you. • If you are already a user with the Braxton Portal, you are not required to register again.
(ii)	Submit your Question	<ul style="list-style-type: none"> • You may pre-submit your questions by using the Braxton Portal from 12:00 noon on 24 August 2022 up to 11:00 am on 30 August 2022.
ON THE DAY OF THE EGM		
(iii)	Login to Braxton Portal at www.registrar-braxton.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the EGM at any time from 11.00 am, i.e. 30 minutes before the commencement of the EGM. • If you have forgotten your password, you can reset it by clicking on “Forgot Password”.
(iv)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select <<My Virtual Meeting>> under Main Menu. • Click <<Join Meeting>> in order to join the live streaming of the EGM. • If you have any question(s) during the EGM, you may use the Q&A platform in Zoom Cloud Meetings App to submit your question(s). The Chairman of the EGM (“Chairman”) / Board / Management will try to respond to all relevant questions submitted during the EGM. • If you are using a smartphone to participate in the EGM, please download Zoom Cloud Meetings App from the Google Play Store, or App Store before the EGM. • Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.

Procedure		Action
ON THE DAY OF THE EGM		
(v)	Online Remote Voting	<ul style="list-style-type: none"> • Please select the <<Voting>> option located next to <<Join Meeting>> to indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman. • Please cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
(vi)	End of the RPV Facilities	<ul style="list-style-type: none"> • The RPV Facilities will end and the Q&A platform will be disabled the moment the Chairman announces the closure of the EGM.

Notes to users of the RPV Facilities:-

- (a) Should your registration to join the EGM be approved, we will make available to you the rights to join the live streamed EGM and to vote remotely using the RPV Facilities. Your login to the Braxton Portal on the day of the EGM will indicate your presence at the EGM.
- (b) If you encounter any issue with your online registration at the Braxton Portal, please call +6010-526 5490 or e-mail to propollsolution@gmail.com for assistance.

Enquiry

If you have any enquiry or require any assistance before or during the EGM, please contact the Share Registrar during office hours (Monday to Friday).

Braxton Consulting Sdn Bhd
198501008643 (141091-W)
51-8-A Menara BHL
Jalan Sultan Ahmad Shah
10050 George Town
Pulau Pinang

Telephone : +604 3736616 or +6010-526 5490 (Eric Tan)
Fax : +604 3736615
Email : enquiry@braxton.com.my



PROXY FORM

No. of shares held	
CDS Account No.	

*I / We..... *NRIC / Company No.
 (Full Name in Block Letters)

of being a *Member / Members of
 (Full Address)

ACME Holdings Berhad, hereby appoint (Proxy 1)
 (Full Name in Block Letters)

*NRIC / Passport No. of.....

 (Full Address)

and* / or failing him/ her *(Proxy 2), *NRIC / Passport
 (Full Name in Block Letters)

No of
 (Full Address)

and*/or failing him*, the Chairman of the Meeting, as *my / our proxy / proxies to attend and vote for *me/ us and on *my/ our behalf at the Extraordinary General Meeting of the Company to be held on a fully virtual basis through live streaming and online remote voting using Remote Participation and Voting (“RPV”) facilities at the online meeting platform provided by Braxton Consulting Sdn Bhd in Malaysia via its website at www.registrar-braxton.com.my (Domain registration number D1A459047) on Tuesday, 30 August 2022 at 11.30 a.m. or immediately after the 32nd annual general meeting of the Company (which will be held on the same day at 10.30 a.m.), whichever is later, or at any adjournment thereof as indicated below :

AGENDA

Special Resolution	For	Against
1. Proposed Share Capital Reduction		

Please indicate with an “X” in the spaces provided above as to how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion.

The proportion of *my/our holding to be represented by *my/our proxies are as follows:-

Proxy 1	%
Proxy 2	%
	<u>100%</u>

In the case of a vote taken by a show of hands, the First Proxy shall vote on *my/our behalf.

As witness my hand this day of , 2022.

* Strike out whichever is inapplicable

 Signature of Member (s)/ Common Seal

Notes:

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Fold this flap for sealing

Then fold here



The Company Secretaries
ACME HOLDINGS BERHAD
Company No. 198901012432 (189740-X)
51-8-A Menara BHL Bank
Jalan Sultan Ahmad Shah
10050 Georgetown, Penang
Malaysia.

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