



INGENIEUR  
INGENIEUR GUDANG BERHAD

**INGENIEUR GUDANG BERHAD**  
**(FORMERLY KNOWN AS DYNACIATE GROUP BERHAD)**  
(Registration No.: 200601012544 (732294-W))  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Ingenieur Gudang Berhad (formerly known as Dynaciate Group Berhad) ("**IGB**" or "**Company**") will be held at Greens III, Sports Wing, Jalan Kelab Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Monday, 5 September 2022 at 2.00 p.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

### ORDINARY RESOLUTION

**PROPOSED DISPOSAL BY INGENIEUR EPCM SDN. BHD. (FORMERLY KNOWN AS DYNACIATE SPI SDN. BHD.) ("IESB"), A WHOLLY-OWNED SUBSIDIARY OF IGB, OF TWO (2) CONTIGUOUS PARCELS OF FREEHOLD LAND AND INDUSTRIAL PROPERTIES ERECTED THEREON LOCATED WITHIN KAWASAN PERINDUSTRIAN VALDOR, SUNGAI JAWI, PULAU PINANG, MALAYSIA FOR A TOTAL CASH CONSIDERATION OF RM80.0 MILLION ("PROPOSED PENANG PROPERTY DISPOSAL")**

"THAT subject to the approval and consent being obtained from all relevant authorities and/or parties (where applicable), approval be and is hereby given to IESB to dispose the freehold land held under GM448, Lot 1628 and GM450, Lot 1630, both in Mukim 12, Tempat Ladang Valdor, Daerah Seberang Perai Selatan, Negeri Pulau Pinang together with the buildings erected thereon, for a total cash consideration of RM80.0 million, subject to the terms set out in the conditional sale and purchase agreement dated 7 June 2022 in relation to the Proposed Penang Property Disposal.

THAT the proceeds arising from the Proposed Penang Property Disposal be utilised for the purposes set out in Section 3 of the Circular to shareholders in relation to the Proposed Penang Property Disposal dated 19 August 2022, and the Board of Directors of the Company ("**Board**") be authorised with full powers to vary the manner and/or purposes of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient in the best interest of the Company;

AND THAT the Board be and is hereby authorised to take all steps, to do all acts, deeds and things and to execute, sign and deliver for and on behalf of the Company all such documents and to enter into any deeds, agreements, arrangements, transfers and/or indemnities as they may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to and to complete the Proposed Penang Property Disposal, with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board to implement, finalise and give full effect to the Proposed Penang Property Disposal."

### By Order of the Board

**LEONG SUE CHING**

Company Secretary (MAICSA 7040814)

(SSM PC No.: 201908001823)

Kuala Lumpur

19 August 2022

### Notes:

1. A member may appoint up to two (2) proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company. If the proxy is not a member, the proxy need not be an advocate, an approved company auditor or a person approved by the Companies Commission of Malaysia.
2. Where a member appoints more than one (1) proxy, he shall specify the proportion of his holdings to be represented by each proxy, failing which the appointment shall be invalid.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, such member may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares in the Company standing to the credit of the said securities account.
4. Where a member of the Company 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.
5. If the appointor is a corporation, this form must be executed under its common seal or under the hand of an attorney duly authorised.
6. To be valid, this form which is duly completed must be deposited at the registered office of the Company at No. 9A, Jalan Medan Tuanku, Medan Tuanku, 50300 Kuala Lumpur, Wilayah Persekutuan, not less than forty eight (48) hours before the time for holding the meeting 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/their 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).
7. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at 29 August 2022 and only a Depositor whose name appear on such Record of Depositors of the Company shall be entitled to attend, speak and vote at the meeting.



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## **ADMINISTRATIVE GUIDE**

### **EXTRAORDINARY GENERAL MEETING (“EGM”) OF INGENIEUR GUDANG BERHAD (FORMERLY KNOWN AS DYNACIATE GROUP BERHAD) (“THE COMPANY”)**

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Date : Monday, 5 September 2022  
Time : 2.00 p.m. or at any adjournment thereof  
Venue : Greens III, Sports Wing, Jalan Kelab Tropicana, Tropicana  
Golf & Country Resort,  
47410 Petaling Jaya,  
Selangor Darul Ehsan

The Company places paramount importance on the well-being and safety of all stakeholders including shareholders, proxies, Directors, staff and other attendees, and the following precautionary measures will be taken for the conduct of the EGM :-

#### **a) Conduct of EGM**

For safety purposes, the Company reserves the right to carry out the acts as may deemed necessary for the safety of our stakeholders including :-

- (i) To limit the number of physical attendees at the venue;
- (ii) To refuse entry for attendees with Covid-19 symptoms (which include fever, cough, breathlessness) and/or displaying symptoms of being unwell;
- (iii) Attendees are required to wear a face mask at all times;
- (iv) Attendees are advised to observe/maintain social distancing among each other throughout the Meeting;
- (v) No door gift will be provided to the members of proxies at the Meeting venue;
- (vi) The Company will closely monitor the situation and reserves the right to take further measures as and when appropriate in order to minimise any risks to the Meeting.

We seek the understanding and cooperation of shareholders/proxies to minimise the risks of spread of Covid-19 for the interest of public health.

#### **b) Recording/Photography**

By participating in this EGM, you agree that no part of the Meeting proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means without prior written consent of the Company. The Company reserves the right to take appropriate legal actions against any person who violates this rule.

#### **c) Appointment of Proxy(ies)**



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Shareholders are strongly encouraged to appoint the Chairman of the EGM as their proxy to attend and vote at the EGM on their behalf by submitting the proxy form with predetermined voting instructions.

For the purpose of determining whether a member shall be entitled to attend the EGM via RPEV facilities, the Company shall refer to the Record of Depositors and only a depositor whose name appears on the Record of Depositors as at **29 August 2022** shall be entitled to attend the said meeting or appoint proxies to participate and /or vote on his/ her behalf.

The Company will be closely monitoring the evolving Covid-19 situation and reserves the right to take further measures or short-notice arrangements as and when appropriate in order to minimise any risk to the EGM and/or its stakeholders. Any material developments will be announced on the Bursa Securities and members are advised to check the Company's announcement(s) made via Bursa Securities regularly for updates in respect of the EGM and/or material developments.