



Malayan United Industries Berhad

Registration No: 196001000140 (3809-W)
Incorporated in Malaysia

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“**EGM**”) of Malayan United Industries Berhad (“**MUI**” or the “**Company**”) will be held virtually through live streaming from the Broadcast Venue at Ballroom 2, Level 1, Corus Hotel Kuala Lumpur, Jalan Ampang, 50450 Kuala Lumpur on Monday, 28 November 2022 at 3.00 p.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following ordinary resolution:

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF A LOT OF FREEHOLD LAND IN WINDERMERE, CUMBRIA, ENGLAND, THE UNITED KINGDOM TOGETHER WITH A HOTEL ERECTED THEREON, BY BELSFIELD LLP (“VENDOR”), A 61.11%-OWNED LIMITED LIABILITY PARTNERSHIP OF MUI HELD VIA ITS SUBSIDIARIES TO BELSFIELD PROPCO LIMITED AND BELSFIELD OPCO LIMITED (COLLECTIVELY, “PURCHASERS”), FOR A DISPOSAL CONSIDERATION OF UP TO GBP15,100,000 TO BE SATISFIED ENTIRELY IN CASH (“PROPOSED DISPOSAL”)

“THAT subject to the approvals being obtained from all relevant parties and/or authorities, approval be and is hereby given to the Vendor to dispose of the business of operating the trade of the 62-room hotel erected on the Property carried on by the Vendor to the Purchasers for the Disposal Consideration subject to and upon the terms and conditions of the conditional sale and purchase agreement dated 19 August 2022 entered into between the Vendor and the Purchasers;

AND THAT the Board of Directors of MUI (“**Board**”) 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 Disposal 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 Disposal 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

Lee Chik Siong (MAICSA 7054334, SSM PC No. 202008000770)
Wong Shuk Fuen (MIA 12985, SSM PC No. 202008004207)
Joint Company Secretaries

Kuala Lumpur
11 November 2022

Notes:

1) *The EGM of the Company will be held on a fully virtual basis through live streaming and online remote voting via the Remote Participation and Voting (“RPV”) facilities provided by Tricor Investor & Issuing House Services Sdn Bhd which are available on its TIH Online website at <https://tjih.online>. Please refer to the Administrative Guide to Shareholders for the detailed steps on the RPV facilities.*

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the EGM.

No members or proxies shall be allowed to be physically present at the Broadcast Venue on the day of the EGM.

2) *Only members whose names appear on the Record of Depositors as at 21 November 2022 shall be entitled to attend and vote at the meeting or appoint proxy(ies) to attend and vote on their behalf.*

3) *A member entitled to attend and vote may not appoint more than two proxies to attend and vote at the same meeting. A member who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, may appoint one proxy only in respect of each securities account it holds. Where a member is an exempt authorised nominee to 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 two or more proxies are appointed, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which the appointments shall be invalid.*

5) *The Form of Proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if such appointor is a corporation, under its common seal or under the hand of the attorney.*

6) *The Form of Proxy must be deposited in the following manner, not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof:*

(i) Hardcopy form (applicable for all members)

The original signed Form of Proxy must be deposited with the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia 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.

(ii) TIH Online

You may also submit the Form of Proxy electronically via TIH Online website at <https://tjih.online> by following the procedures provided in the Administrative Guide for this EGM.

7) *Pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by way of poll.*



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EXTRAORDINARY GENERAL MEETING (“EGM”) ADMINISTRATIVE GUIDE

Day, Date : Monday, 28 November 2022
Time : 3.00 p.m.
Online Meeting Platform : <https://tiih.online>
Broadcast Venue : Ballroom 2, Level 1, Corus Hotel Kuala Lumpur, Jalan Ampang, 50450 Kuala Lumpur

PROCEDURES FOR REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) who wish to participate in the EGM remotely using the RPV facilities are to follow the requirements and procedures as summarised below:

Procedure		Action
BEFORE THE EGM DAY		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none">Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services”. Refer to the tutorial guide posted on the homepage for assistance.Registration as a user will be approved within one working day and you will be notified via e-mail.If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b)	Submit your registration for RPV facilities	<ul style="list-style-type: none">Registration is open from Friday, 11 November 2022 until the day of EGM on Monday, 28 November 2022. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate the EGM using the RPV facilities.Login with your user ID and password and select the corporate event: “(REGISTRATION) MUI EGM 2022 (2)”.Read and agree to the Terms & Conditions and confirm the Declaration.Select “Register for Remote Participation and Voting”.Review your registration and proceed to register.System will send an e-mail to notify that your registration for remote participation is received and will be verified.After verification of your registration against the General Meeting Record of Depositors, the system will send you an e-mail after to approve your registration for remote participation and the procedures to use the RPV facilities are detailed therein. In the event your registration is not approved, you will also be notified via email. <p><i>(Note: Please ensure to allow sufficient time required for the approval as a new user of TIIH Online as well as the registration for RPV facilities in order for you to login to TIIH Online and participate in the EGM remotely).</i></p>
ON THE DAY OF THE EGM		
(c)	Login to TIIH Online	<ul style="list-style-type: none">Login with your user ID and password for remote participation at the EGM at any time from 2.00 p.m. i.e., 60 minutes before the commencement of the EGM on Monday, 28 November 2022 at 3.00 p.m.

(d)	Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAM MEETING) MUI EGM 2022 (2)” to engage in the proceedings of the EGM remotely. If you have any question for the Chairman/ Board, you may use the query box to transmit your question. The Chairman/ Board will endeavour to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible time, after the meeting.
(e)	Online Remote Voting	<ul style="list-style-type: none"> The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. Voting session commences from 3.00 p.m. on Monday, 28 November 2022 until a time when the Chairman announces the end of the session. Select the corporate event: “(REMOTE VOTING) MUI EGM 2022 (2)” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
(f)	End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the closure of the EGM, the live streaming will end.

Note to users of the RPV facilities:

- Should your registration for RPV facilities be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd’s (“**Tricor**”) Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

Shareholders who appoint proxy(ies) or attorney(s) or corporate representative(s) to participate via RPV facilities at the EGM must ensure that the duly executed proxy forms (“**Form of Proxy**”) and/ or documents relating to the appointments of proxy(ies)/ attorney(s)/ corporate representative(s) (“**Appointment Documents**”) are deposited in the following manner no later than **Saturday, 26 November 2022 at 3.00 p.m.:**

(i) Hardcopy form (applicable for all members)

The original signed Form or Proxy and/ or Appointment Documents must be deposited with Tricor at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia 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.

(ii) TIIH Online

You may also submit the Form of Proxy electronically via <https://tiih.online> by the following procedures:

	Procedure	Action
i. Steps for Individual Shareholders		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> Using your computer, please access the website at https://tiih.online. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance. If you are already a user with TIIH Online, you are not required to register again.

(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • After the release of the Notice of EGM by the Company, login with your username (i.e., email address) and password. • Select the corporate event: “MUI EGM 2022 (2) – SUBMISSION OF PROXY FORM”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf. • Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your vote. • Review and confirm your proxy(ies) appointment. • Print the Form of Proxy for your record.
ii. Steps for Corporation or Institutional Shareholders		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access TIIH Online at https://tiih.online • Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within 1 to 2 working days. • Proceed to activate your account with the temporary password given in the email and re-set your own password. <p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/ she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • Login to TIIH Online at https://tiih.online • Select the corporate exercise name: “MUI EGM 2022 (2) – SUBMISSION OF PROXY FORM” • Read and agree to the Terms & Conditions and Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Submit the proxy appointment file. • Login to TIIH Online, select corporate exercise name: “MUI EGM 2022 (2) – SUBMISSION OF PROXY FORM”. Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

Please ensure ALL the particulars as required in the Form of Proxy are completed, signed and dated accordingly.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the EGM at <https://tiih.online> by selecting “e-Services” to login, pose questions and submit electronically not later than **Saturday, 26 November 2022 at 3.00 p.m.** The Board will endeavour to answer the questions received at the EGM.

NO RECORDING OR PHOTOGRAPHY

By participating at the EGM, you agree that no part of the EGM 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 whether it is mechanical, electronical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 8:30 a.m. to 5:30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299
Fax Number : +603-2783 9222
Email : is.enquiry@my.tricorglobal.com

PERSONAL DATA POLICY

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the Share Owner of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The Share Owner agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the Share Owner's breach of warranty.