



revenue
GROUP BERHAD

REVENUE GROUP BERHAD

(201701034150 (1248321-D))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of Revenue Group Berhad (“REVENUE” or the “Company”) will be held at Ballroom I & II, Main Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 6 December 2022 at 10.30 a.m. or immediately after the conclusion or adjournment (as the case maybe) of the 5th Annual General Meeting of REVENUE which will be held at the same venue and on the same date at 10.00 a.m., whichever is later, or at any adjournment thereof, for the purpose of transacting the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED BONUS ISSUE OF UP TO 105,567,870 WARRANTS B IN REVENUE (“WARRANT(S) B”) ON THE BASIS OF 1 WARRANT B FOR EVERY 6 EXISTING ORDINARY SHARES HELD IN REVENUE (“REVENUE SHARE(S)”) ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE OF WARRANTS”)

“THAT subject to approvals of all relevant authorities being obtained, the Board of Directors of the Company (“Board”) be and is hereby authorised to issue up to 105,567,870 Warrants B to the shareholders of the Company whose names appear in the Record of Depositors of the Company on an entitlement date to be determined and announced by the Board (“Entitlement Date”), on the basis of 1 Warrant B for every 6 existing REVENUE Shares held;

THAT the Board be and is hereby authorised to issue and allot such appropriate number of new REVENUE Shares arising from the exercise of the Warrants B by the holders of the Warrants B in accordance with the provisions of a deed poll to be executed (“Deed Poll B”);

THAT the new REVENUE Shares to be issued arising from the exercise of the Warrants B will, upon allotment and issuance, rank equally in all respects with each other, except that such new REVENUE Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distributions that may be declared, made or paid to the shareholders, the Entitlement Date of which precedes the date of allotment and issuance of such new REVENUE Shares;

THAT the Board be and is hereby authorised to deal with any fractional entitlements from the Proposed Bonus Issue of Warrants, if any, in such a manner at its absolute discretion as the Board may deem fit and expedient and in the best interest of the Company;

THAT the Warrants B be constituted under the Deed Poll B and the Board be and is hereby authorised to enter into and execute the Deed Poll B with full powers 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, and subject to all provisions and adjustments contained in the Deed Poll B, to assent to any modifications and/or amendment to the exercise price, exercise period and/or number of Warrants B as may be required or permitted to be revised as consequence of any adjustments under the provisions of the Deed Poll B with full power to implement and give effects to the terms and conditions of the Deed Poll B, and to take all steps as the Board deems fit or expedient in order to implement, finalise and give full effect to the Deed Poll B;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Bonus Issue of Warrants with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants.”

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482 / SSM PC No. 202208000250)
HENG CHIANG POOH (MAICSA 7009923 / SSM PC No. 201908001771)
THIEN LEE MEE (LS0010621 / SSM PC No. 201908002254)
Company Secretaries
Selangor
17 November 2022

Notes:

1. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. Where a member appoints more than one proxy to attend and vote at the Meeting, such appointment shall be invalid unless he/she shall specify the proportion of his/her holdings to be represented by each proxy.
2. 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 authorized nominee may appoint in respect of each omnibus account it holds. An “exempt authorized nominee” refers to an authorised nominee defined under Securities Industry (Central Depositories) Act, 1991 (“SICDA”) which is exempted from compliance with the provisions subsection 25A(1) of SICDA.
3. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under the corporation’s Seal or under the hand of an officer or an attorney duly authorised.
4. The appointment of a proxy may be made in a hard copy form or by electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding this EGM at which the person named in the appointment proposes to vote:
 - (i) In hard copy form
In the case of an appointment made in hard copy form, this proxy form must be deposited with the Company’s Share Registrar at Aldpro Corporate Services Sdn Bhd at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia.
 - (ii) By electronic means
The proxy form can be electronically submitted with the Share Registrar of the Company at admin@aldpro.com.my.
5. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 28 November 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, vote and speak on his/her behalf.
6. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at Aldpro Corporate Services Sdn Bhd at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding this EGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notariably and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
7. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Aldpro Corporate Services Sdn Bhd at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor Darul Ehsan, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
8. Pursuant to Paragraph 8.29A of the MMLR of Bursa Securities, all resolutions set out in this Notice of EGM will be put to vote by way of poll.
9. The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us or our agents your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/ or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and/or authorisation of all persons whose personal data you have disclosed and/or processed, in connection with the foregoing.