



**REACH ENERGY BERHAD**  
(Registration No. 201301004557 (1034400-D))  
(Incorporated in Malaysia)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“**EGM**”) of Reach Energy Berhad (“**REB**” or “**Company**”) will be conducted on a virtual basis through live streaming from the broadcast venue located at Level 12, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia via Remote Participation and Electronic Voting (“**RPEV**”) through the online meeting platform at <https://meeting.boardroomlimited.my> provided by Boardroom Share Registrars Sdn. Bhd. in Malaysia on Thursday, 15 December 2022 at 10.00 a.m. or at any adjournment thereof for the purpose of considering and if thought fit, passing the following resolutions with or without modifications:

### **ORDINARY RESOLUTION 1**

**PROPOSED SETTLEMENT OF DEBT AMOUNTING TO USD49,562,125.54 OR RM206,508,856.40 (RM1.00:USD0.24) VIA THE ISSUANCE OF 1,032,544,282 NEW ORDINARY SHARES IN THE COMPANY (“REB SHARE”) TO SUPER RACER LIMITED (“SRL” OR “OFFEROR”) AT AN ISSUE PRICE OF RM0.20 PER REB SHARE (“SETTLEMENT SHARES”) (“PROPOSED DEBT SETTLEMENT”)**

“**THAT** subject always to the Companies Act, 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and the approvals being obtained from the relevant regulatory authorities, the Directors be and are hereby authorised to allot and issue 1,032,544,282 new ordinary shares at RM0.20 per Settlement Share to SRL to settle the debt amounting to USD49,562,125.54 or RM206,508,856.40 (RM1.00:USD0.2400) owing to SRL.

**THAT** such Settlement Shares will, upon allotment and issuance, rank equally in all respects with the then existing REB Shares, except that the Settlement Shares will not be entitled to any dividends, rights, allotments and/or any other distributions that may be declared by the Company, the entitlement date of which is prior to the date of allotment of the Settlement Shares.

**THAT** pursuant to Section 85 of the Companies Act 2016, read together with Clause 47(1) of the Constitution of REB, approval be and is hereby given to irrevocably waive the pre-emptive rights of the shareholders of REB to be offered new shares ranking equally to the existing issued REB Shares, arising from the proposed issuance of the Settlement Shares.

**AND THAT** the Directors be and are hereby empowered and authorised to take all such necessary steps to give effect to the Proposed Debt Settlement with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities or deemed necessary by the Board, and to take all steps to do all such acts and matters as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed Debt Settlement.

## **ORDINARY RESOLUTION 2**

**PROPOSED EXEMPTION FOR THE OFFEROR AND MR. CHEUNG SIU FAI (“MR CHEUNG”), BEING THE PERSON ACTING IN CONCERT WITH SRL (“PAC”) UNDER SUBPARAGRAPH 4.08(1)(B) OF THE RULES ON TAKE-OVERS, MERGERS AND COMPULSORY ACQUISITIONS (“RULES”) FROM THE OBLIGATION TO UNDERTAKE A MANDATORY TAKE-OVER OFFER FOR THE REMAINING REB SHARES NOT ALREADY HELD BY THEM UPON COMPLETION OF THE PROPOSED DEBT SETTLEMENT (“PROPOSED EXEMPTION”)**

“**THAT** subject to the passing of the Ordinary Resolution 1 and the approvals of Securities Commission Malaysia (“**SC**”) being obtained and/ or other relevant authorities or parties including such conditions as may be imposed by the SC, approval be and is hereby given to SRL and the PAC of SRL, Mr Cheung, to be exempted from the obligation to undertake a mandatory take-over offer to acquire all the remaining REB Shares not already held by them after the Proposed Debt Settlement, in accordance with subparagraph 4.08(1)(b) of the Rules;

**AND THAT** the Directors be and are hereby authorised to do all such acts and things, execute all such documents and to enter into all such transactions, arrangements and agreements as the Board deems necessary and expedient in order to implement, finalise and/or give full effect to and complete the Proposed Exemption; and where applicable with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required by the relevant regulatory authorities or as the Board may deem necessary or expedient to implement, finalise and/or give full effect to and complete the Proposed Exemption.”

### **BY ORDER OF THE BOARD**

**CHEN BEE LING**  
**(MAICSA 7046517)**  
**SSM PC NO. 202008001623**  
**TAN LAI HONG**  
**(MAICSA 7057707)**  
**SSM PC NO. 202008002309**

Company Secretaries  
Selangor Darul Ehsan  
25 November 2022

**Notes:**

1. The EGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting ("RPEV") facilities provided by Boardroom Share Registrars Sdn Bhd at <https://meeting.boardroomlimited.my>. Please follow the procedures as set out in the Administrative Guide in order to register, participate and vote remotely via RPEV facilities.
2. The venue of the EGM is the Online Meeting Platform which is located in Malaysia being the main venue and is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chair of the EGM of the Company to be present at the main venue in Malaysia. Shareholders/Proxies/Corporate Representatives are required to participate the meeting through Online Meeting Platform on the day of the meeting.
3. In regard of deposited securities, only members whose names appears in the Record of Depositors as at 6 December 2022 shall be eligible to attend the EGM and to speak and vote thereat.
4. A member of the Company who is entitled to attend and vote at the EGM shall be entitled to appoint any person as his(her) proxy to attend and vote in his(her) stead. There shall be no restriction as to the qualification of the proxy. A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to speak at the EGM.
5. A member of the Company may appoint not more than two (2) proxies to attend the EGM. Where a member appoints two (2) proxies, the member shall specify the proportion of his(her) shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
6. The instrument appointing a proxy shall be in writing (in the common or usual form) under the hands of the member or of his(her) attorney duly authorised in writing or if the member is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised. If the instrument appointing a proxy is executed by an officer or attorney duly authorised in writing, supporting documents are to be produced on the day of the EGM for verification by the Company Secretary.
7. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account to attend and vote at the EGM.
8. 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"), such Exempt Authorised Nominee may appoint multiple proxies in respect of each omnibus account it holds. The appointment of multiple proxies shall be invalid unless the authorised nominee or Exempt Authorised Nominee specifies the proportion of its shareholdings to be represented by each proxy it has appointed.
9. The instrument of appointing a proxy or proxies may be deposited at the office of the Share Registrar's office at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan or at its website at <https://investor.boardroomlimited.com> ("Submit eProxy Form") not less than 48 hours before the EGM. Please refer to the "Administrative Guide" for the EGM for the steps of the eProxy Lodgement.
10. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements, all resolutions set out in the Notice of EGM will be put to vote on a poll.



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**ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF REACH ENERGY BERHAD**

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**Mode of Meeting**

- Meeting Platform** : <https://meeting.boardroomlimited.my>
- Day and Date** : Thursday, 15 December 2022
- Time** : 10.00 a.m.
- Broadcast Venue** : Level 12, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
- Mode of Communication** :
  - 1) Typed text in the Meeting Platform. The messaging window facility will be opened concurrently with the Virtual Meeting Portal, one (1) hour before the EGM, that is from 9.00 a.m. on Thursday, 15 December 2022.
  - 2) Alternatively, you may also submit your questions in advance to [info@reachenergy.com.my](mailto:info@reachenergy.com.my) by 10.00 a.m. on 13 December 2022 (48 hours before the commencement of the EGM).

The EGM of the Company will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Electronic Voting (“RPEV”) facility which is available on Boardroom Share Registrars Sdn Bhd (“Boardroom”)’s website at <https://meeting.boardroomlimited.my>. With the online meeting platform, shareholders may exercise their rights as a member to participate (including to pose questions to the Board and/or Management of the Company) and vote at the EGM, safely from their home.

The Securities Commission Malaysia had on 7 April 2022, revised the Guidance Note and Frequently Asked Questions (“FAQs”) on the conduct of General Meetings for Listed Issuers which was originally issued on 18 April 2020 (the “Guidance Note”), to allow general meetings to be conducted virtually.

In line with the Malaysian Code on Corporate Governance Practice 13.3, by conducting a virtual meeting, this would facilitate grater shareholder participation as it facilitate electronic voting and remote shareholders’ participation.





**Online Registration Procedure**

1. All shareholders including (i) individual shareholders; (ii) corporate shareholders; (iii) authorized nominees; and (iv) exempt authorised nominees shall use the RPEV facilities to participate and vote remotely at the EGM. You will be able to view a live webcast of the meeting, ask questions and submit your votes in real time whilst the meeting is in progress.
2. Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants. Therefore, kindly ensure that connectivity for the duration of the meeting is maintained.
3. Kindly follow the steps below to request for your login ID and password and usage of the RPEV facilities:

| Procedure   | Action   |
|---|--|
| Before the day of the EGM   |  |
| 1. Register online with Boardroom Smart Investor Portal (“BSIP”)<br><br><i>(for first time registration only)</i> | <i>[Note: If you have already signed up with BSIP, you are not required to register. You may proceed to Step 2.]</i> <ol style="list-style-type: none"> <li>a. Access website <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a></li> <li>b. Click &lt;&lt;Register&gt;&gt; to sign up as a user.</li> <li>c. Complete registration and upload softcopy of MyKAD/Identification Card (front and back) or Passport in JPEG, PNG or PDF format.</li> <li>d. Please enter a valid email address and mobile number.</li> <li>e. You will receive an email from BSIP for email address verification. Click “<b>Verify E-mail Address</b>” in the e-mail received to continue with the registration.</li> <li>f. Once your email address is verified, you will be re-directed to BSIP for verification of mobile number. Click “<b>Request OTP Code</b>” and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click “Enter” to complete the process. Your registration will be verified and approved within one</li> </ol> |

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|  | business day and an email notification will be provided. |
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| Procedure   | Action   |
|---|--|
| <b>Before the day of the EGM</b>                                  |  |
| 2. Submit request for remote participation (user ID and password) | <p><i>(Note: Registration for remote access will be opened on Thursday, 24 November 2022. Please note that the closing time to submit your request is not less than forty-eight (48) hours before the time of holding the EGM, i.e. latest by Tuesday, 13 December 2022 at 10.00 a.m.)</i></p> <p>Individual Members</p> <ol style="list-style-type: none"> <li>Log in to <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a>, using your user ID and password.</li> <li>Click "Meeting Event" and select from the list of Companies "<b>REACH ENERGY BERHAD EXTRAORDINARY GENERAL MEETING</b>" and click "Enter".</li> <li>Read and accept the General Terms and Conditions.</li> <li>Enter your CDS Account Number and thereafter submit your request.</li> </ol> <p>Appointment of proxy by individual member</p> <ol style="list-style-type: none"> <li>Log in to <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a>, using your user ID and password.</li> <li>Select "<b>REACH ENERGY BERHAD EXTRAORDINARY GENERAL MEETING</b>" from the list of Meeting Event and click "Enter"</li> <li>Read and accept the General Terms and Conditions.</li> <li>Enter your CDS Account Number and number of securities held.</li> <li>Insert your proxy details</li> <li>Indicate you're your voting instructions (FOR or AGAINST), otherwise your proxy will decide your vote.</li> <li>Review and confirm your proxy appointment.</li> <li>Click "<b>Submit</b>"</li> <li>Download or print the eProxy Form acknowledgement.</li> </ol> <p>Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee</p> <ol style="list-style-type: none"> <li>Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy (as the case may be) to submit the request.</li> <li>Please provide a copy of Corporate Representative's MyKAD/Identification Card (front and back) or Passport in JPEG, PNG or PDF format as well as his/her email address.</li> </ol> |
| 3. Email notification   | <ol style="list-style-type: none"> <li>You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified.</li> <li>Upon system verification against the EGM Record of Depositors as at 6 December 2022, you will receive an email from Boardroom on 13 December 2022 either approving or rejecting your registration for remote participation.</li> <li>If your registration is approved, you will also receive your remote access user ID and password in the same email from Boardroom after the closing date.</li> <li>Please note that the closing date and time to submit your request is by Tuesday, 13 December 2022 at 10.00 a.m.</li> </ol>  |

| Procedure                    | Action   |
|------------------------------|--|
| <b>On the EGM day</b>        |  |
| 4. Login to Meeting Platform | <ol style="list-style-type: none"> <li>The EGM virtual meeting portal will be opened for login at Thursday, 15 December 2022 at 9.00 a.m. which can be accessed via one of the following methods:- <ul style="list-style-type: none"> <li>➤ Launch Lumi Online platform by scanning the QR Code provided in the email notification;</li> <li>➤ Access to Lumi Online platform via website at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a></li> </ul> </li> <li>Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 3 above.</li> </ol>                 |
| 5. Participate               | <p><i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition.]</i></p> <ol style="list-style-type: none"> <li>To view the live webcast, select the broadcast icon. </li> <li>To ask a question during the EGM, select the messaging icon. </li> <li>Type your message within the chat box, once completed click the send button. </li> </ol> |
| 6. Voting                    | <ol style="list-style-type: none"> <li>Once voting has been opened, the polling icon will appear with the resolutions and your voting choices. </li> </ol>  |

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|----|----------------------|--|
|    |                      | <p>b. To vote, please select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.</p> <p>c. To change your vote, re-select another voting direction.</p> <p>d. If you wish to cancel your vote, please press "Cancel".</p> |
| 7. | End of Participation | <p>a. Upon the announcement by the Chairman on the closure of the EGM, the live webcast will end and the Messaging window will be disabled.</p> <p>b. You can now logout from the virtual meeting platform.</p>  |

#### Lodgement of Proxy Form

1. If you are unable to attend the EGM via RPEV facilities and wish to appoint the Chairman of the EGM as your proxy to vote on your behalf, please deposit your Proxy Form at the office of the Poll Administrator, Boardroom at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time of holding the EGM, i.e. latest by Tuesday, 13 December 2022 at 10.00 a.m.. Any alteration to the Form of Proxy must be initialed.
2. Alternatively, the proxy appointment may also be lodged electronically at <https://investor.boardroomlimited.com>, which is free and available to all individual shareholders, not less than forty-eight (48) hours before the time of holding the EGM, i.e. latest Tuesday, 13 December 2022 at 10.00 a.m. For further information, kindly refer to the "Online Registration Procedure" above:

#### Revocation of Proxy

If you have submitted your Proxy Form prior to the EGM and subsequently decide to appoint another person or wish to participate in the EGM yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy(ies) at least forty-eight (48) hours before the EGM. On revocation, your proxy(ies) will not be allowed to participate in the EGM. In such event, you should advise your proxy(ies) accordingly.

#### Entitlement to Participate and Vote Remotely

1. A shareholder whose name appears on the Record of Depositors as at 6 December 2022 shall be eligible to participate the meeting or appoint proxy(ies) to participate on his/ her behalf.
2. If a shareholder is unable to participate at the EGM, he/she may also appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form.

#### Voting Procedure

1. Voting will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn Bhd ("Boardroom") as the Poll Administrator to conduct the poll by way of electronic voting (e-Voting) and Independent Scrutineer to verify the poll results.
2. e-Voting for the resolution set out in the Notice of EGM will take place immediately after questions on all resolutions have been addressed.
3. Members and proxies are required to use one of the following methods to vote remotely:
  - a. Launch Lumi Online platform by scanning the QR code given to you in the email along with your remote participation User ID and Password; or
  - b. Access to Lumi Online platform via website URL. <https://meeting.boardroomlimited.my>.
4. During the EGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of poll.
5. The Scrutineer will verify the poll result reports upon closing of the poll session by the Chairman. Thereafter, the Chairman will announce and declare whether the resolutions put to vote were successfully carried or otherwise.

#### Submission of Questions

1. Shareholders may submit questions in advance on the EGM resolution by logging in to Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> latest by Tuesday, 13 December 2022 at 10.00 a.m. Click "Submit Question" after selecting REACH ENERGY BERHAD EXTRAORDINARY GENERAL MEETING from "Meeting Event".
2. During the EGM, shareholders may also submit questions via the messaging box on Lumi Online platform until such time that Chairman decides.
3. The Board will endeavour to respond to Pre-EGM Meeting Questions and questions submitted on the day of the EGM. However, not all questions will be answered during the meeting. In such event, the responses will be posted on the Company's website as soon as practicable.

#### **Gift policy**

No gift voucher will be given to shareholders/ proxy holders who participate in the EGM.

#### **No Recording or Photography**

No recording or photography of the EGM proceedings is allowed without the prior written permission of the Company.

#### **Digital Copies of EGM Documents**

1. As part of our commitment to protect the environment from paper waste, the following documents can be accessed from our website at [www.reachenergy.com.my](http://www.reachenergy.com.my):

a. Notice of the EGM, Proxy Form and Administrative Guide

#### **Enquiry**

If you have any enquiries prior to the EGM, please contact the following during office hours from Monday to Friday (8.30 a.m. to 5.30. p.m.):-

#### **Boardroom Share Registrars Sdn. Bhd.**

Address : 11th Floor, Menara Symphony  
No. 5 Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia  
General Line : 603-7890 4700  
Fax Number : 603-7890 4670  
Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.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 member 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 member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.