

TECHBOND®

YOUR TECHNICAL BONDING PARTNER

TECHBOND GROUP BERHAD

(Registration No. 201601019667 (1190604-M))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“**EGM**”) of Techbond Group Berhad (“**TGB**” or the “**Company**”) will be held at Danau 3, Level 1, Kota Permai Golf & Country Club, No. 1, Jalan 31/100A, Kota Kemuning, Seksyen 31, 40460 Shah Alam, Selangor Darul Ehsan on Wednesday, 22 February 2023 at 2.00 p.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution with or without any modifications:-

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY TECHBOND GROUP BERHAD OF UP TO 100.00% EQUITY INTEREST IN MALAYAN ADHESIVES AND CHEMICALS SDN BHD (“MAC”) FOR A TOTAL CASH CONSIDERATION OF UP TO APPROXIMATELY RM57.25 MILLION (“PROPOSED ACQUISITION”)

“**THAT** subject to the approvals of all relevant authorities and/or parties being obtained in respect of the Proposed Acquisition, approval be and is hereby given to the Company to acquire up to 100.00% equity interest in MAC from the shareholders of MAC named in the Register of Members for a total cash consideration of up to approximately RM57.25 million, subject to the terms and conditions of the separate agreements entered or to be entered into with them, as the case may be, in relation to the Proposed Acquisition.

AND THAT the Board of Directors of TGB 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 the Proposed Acquisition with full power to assent to any modification, revaluation, variation, arrangement, condition 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 in any manner as it may deem fit or necessary or expedient in the best interest of the Company to implement, finalise, complete and give full effect to the Proposed Acquisition.”

BY ORDER OF THE BOARD

Ong Wai Leng (SSM PC No. 202208000633) (MAICSA 7065544)
Nadiah Ili Binti Adnan (SSM PC No. 202008001698) (MAICSA 7062952)
Company Secretaries

Kuala Lumpur
7 February 2023

NOTES:

- (1) A member of a Company shall be entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote at meeting of members of the Company. A member may appoint not more than two (2) proxies in relation to a meeting, provided that the member specifies the proportion of the member’s shareholdings to be represented by each proxy. A proxy may but need not be a member of the Company.
- (2) Where a Member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”), 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.

- (3) For a member of the Company who is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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. An exempt authorised nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- (4) Where a member or the authorised nominee appoints more than two (2) proxies, or where an exempt authorised nominee appoints more than one (1) proxy in respect of each omnibus account to attend and vote at the same meeting, the appointments shall be invalid unless the proportion of shareholdings to be represented by each proxy is specified in the instrument appointing the proxies.
- (5) The instrument appointing a proxy shall be in writing signed by the appointor or by his attorney who is authorised in writing. In the case of a corporation, the instrument appointing proxy(ies) must be made either under its common seal or signed by an officer or an attorney duly authorised.
- (6) The instrument appointing a proxy either in writing or in electronic form shall be deposited at the Company’s Share Registrar, 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or via TIH Online at <https://tjh.online> not less than forty-eight (48) hours before the time set for the meeting or any adjournment thereof. Kindly refer to the Administrative Guide for further information on electronic submission of proxy form.
- (7) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the share registrar in accordance with Note (6) above not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting 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 notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- (8) For a corporate member who has appointed a representative, please deposit the ORIGINAL OR DULY CERTIFIED certificate of appointment with the share registrar in accordance with Note (6) above. The certificate of appointment should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment 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 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.
- (9) For the purpose of determining a member who shall be entitled to attend and vote at the meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company a Record of Depositors as at Wednesday, 15 February 2023 and only a depositor whose name appears on the Record of Depositors shall be entitled to attend the meeting or appoint proxies to attend and vote in his stead.



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(Registration No. 201601019667 (1190604-M))
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ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”)

Date & Time : Wednesday, 22 February 2023 at 2.00 p.m.
Venue of Meeting : Danau 3, Level 1, Kota Permai Golf & Country Club, No. 1, Jalan 31/100A, Kota Kemuning, Seksyen 31, 40460 Shah Alam, Selangor Darul Ehsan.

A. SAFETY MEASURES IN LIGHT OF CORONAVIRUS DISEASE 2019 (COVID-19) INFECTION

In transitioning to the endemic phase of COVID-19, the following steps will be taken for shareholders, proxies and others who will be attending the EGM in order to minimize the risks of spreading the COVID-19 virus:

1. If you are unwell with sore throat/fever/flu/cough/shortness of breath or any symptoms of the Covid-19, you will not be allowed to attend the EGM. You are strongly advised to appoint a proxy or the Chairman of the meeting to attend and vote at the EGM on your behalf.
2. All persons must practice proper hygiene including the use of hand sanitizer and must advised to wear a face mask before entering the meeting venue.
3. Shareholders are advised to check the Company’s website at www.techbond.com.my and Bursa’s website at www.bursamalaysia.com from time to time for any changes to the administration of the EGM that may be necessitated by changes to the directives, safety and precautionary requirements and guidelines prescribed by the Government of Malaysia, the Ministry of Health, the Malaysian National Security Council, Securities Commission Malaysia and/or other relevant authorities.

For safety purposes, the Company requires all shareholders/proxies and the attendees to sanitize their hands and wear a face mask before the meeting and throughout the EGM as well as maintain social distancing throughout the meeting.

B. REGISTRATION ON THE DAY OF EGM

1. Registration will commence at 1.00 p.m. at Danau 3, Level 2, Kota Permai Golf & Country Club, No. 1, Jalan 31/100A, Kota Kemuning, 40460 Shah Alam, Selangor Darul Ehsan.
2. Please present your original National Registration Identity Card (NRIC) or Passport to the registration staff for verification.
3. You will be given an identification wristband printed with passcode upon registration and only be allowed to enter the meeting hall if you are wearing the identification wristband. Please retain the identification wristband for voting. There will be no replacement in the event you lose or misplace the identification wristband.
4. Registration must be done in person. No person is allowed to register on behalf of another.
5. The registration counter will handle verification of identity, registration and revocation of proxy/proxies.

C. ELECTRONIC LODGEMENT OF FORM OF PROXY

The procedures to lodge your Proxy Form electronically via Tricor’s TIIH Online website are summarised below:

Procedure	Action
A) Steps for Individual Shareholders	
i. Register as a user with TIIH Online	<ul style="list-style-type: none"> Using your computer, access to website at https://tiih.online. Register as a user under the “e-Services”. select the “Sign Up” button and followed by “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance. Registration as a user will be approved within one (1) 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.
ii. Proceed with submission of form of proxy	<ul style="list-style-type: none"> After the release of the Notice of Meeting by the Company, login with your username (i.e. email address) and password. Select the corporate event: “TECHBOND EGM 2023 - SUBMISSION OF PROXY FORM”. Read and agree to the Terms and Conditions and confirm the Declaration. Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman as your proxy. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. Review and confirm your proxy(s) appointment. Print the form of proxy for your record.
B) Steps for Corporation or Institutional Shareholders	
i. 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 the “Sign Up” button and followed by “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 one (1) to two (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>
ii. Proceed with submission of form of proxy	<ul style="list-style-type: none"> Login to TIIH Online at https://tiih.online. Select the corporate event: “TECHBOND EGM 2023 - SUBMISSION OF PROXY FORM”. Read and agree to the Terms and Conditions and confirm the 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. Login to TIIH Online, select corporate event name: “TECHBOND EGM 2023 - SUBMISSION OF PROXY FORM”. Proceed to upload the duly completed proxy appointment file. Select “Submit” to complete your submission. Print the form of proxy for your record.

D. VOTING AT THE MEETING

- The voting at the EGM will be conducted on a poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the poll by way of electronic voting (e-voting) and a scrutineer has been appointed to verify the poll results.
- E-voting for each of the resolution as set out in the Notice of EGM will take place only upon the conclusion of the deliberations of all the businesses to be transacted at the EGM. The registration for attendance will be closed, to facilitate commencement of the poll.

3. Each shareholder/proxy will be directed to the e-voting kiosk for voting using tablet where he/she must produce the identification wristband issued to him/her during registration for the EGM.

E. NO DOOR GIFT/FOOD VOUCHER/REFRESHMENT

There will be **no distribution/provision of door gifts or food vouchers or refreshment** for the EGM in order to ensure social distancing and as a measure to reduce crowds in accordance with the Covid-19 guidelines by the Ministry of Health.

We would like to thank our members for your kind co-operation and understanding in these challenging times.

F. GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

Only a depositor whose name appears on the ROD as at **15 February 2023** shall be entitled to attend, speak and vote at the EGM or appoint proxies to attend and/or vote on his/her behalf.

G. RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the EGM is allowed.

H. ENQUIRY

If you have any enquiries prior to the meeting, you may contact the Share Registrar as follows during office hours (9.00 a.m. to 5.00 p.m.) from Monday to Friday:

Tricor Investor & Issuing House Services Sdn. Bhd.

Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia
Telephone No.: 603-2783 9299