

# LUXCHEM

LUXCHEM CORPORATION BERHAD

Registration No. 199101014102 (224414-D)

(Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-First Annual General Meeting ("31<sup>st</sup> AGM") of the Company will be held virtually through live streaming and online remote voting using Remote Participation and Voting ("RPV") facilities via TIH Online website at <https://tjh.online> from the Broadcast Venue at Tricor Business Centre, Manula 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia ("Broadcast Venue") on **Thursday, 25 May 2023, at 10.00 a.m.**, to transact the following businesses:

### AGENDA

#### AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon. (Please refer to Explanatory Note 1)
- To approve the payment of respective Directors' fees for the financial year ending 31 December 2023:
  - RM50,000.00 for Datuk Kwan Foh Kwai
  - RM50,000.00 for Mr Tan Teck Kiong
  - RM50,000.00 for Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali
  - RM40,000.00 for Madam Chen Moi Kew
- To approve the payment of Directors' Benefits up to an amount of RM36,000.00 for the financial year ending 31 December 2023.
- To re-elect the following Directors who are retiring by rotation in accordance with Clause 76(3) of the Constitution of the Company and, who being eligible, offer themselves for re-election:
  - Mr Tan Teck Kiong
  - Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali
- To re-appoint Messrs BDO PTL as Auditors of the Company for the financial year ending 31 December 2023 and to authorise the Directors to fix their remuneration.

#### AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions, with or without modifications:

- SPECIAL RESOLUTION**  
**WAIVER OF PRE-EMPTIVE RIGHTS PURSUANT TO SECTION 85 OF THE COMPANIES ACT 2016**  
"THAT pursuant to Section 85 of the Companies Act 2016 ("the Act") read together with Clause 12(3) of the Constitution of the Company and subject to passing Ordinary Resolution 9 – Authority to Issue and Allot Shares of the Company pursuant to Sections 75 and 76 of the Act, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares in the Company ranking equally to the existing issued shares in the Company arising from any issuance of new shares in the Company to the allottees.  
AND THAT the Directors be and are hereby authorised to issue any new shares (including rights or options over subscription of such shares) and with such preferred, deferred, or other special rights or such restrictions, whether with regard to dividend, voting, return of capital, or otherwise, for such consideration and to any person as the Directors may determine."  
**ORDINARY RESOLUTION**  
**AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**  
"THAT contingent upon the passing of the Special Resolution on waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 ("the Act") and subject always to the Act, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Act, to allot shares in the Company from time to time at such price, upon such terms and conditions, and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares issued pursuant to this Ordinary Resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on the Bursa Securities AND FURTHER THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company."  
**ORDINARY RESOLUTION**  
**PROPOSED RENEWAL OF SHARE BUY-BACK MANDATE**  
"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such requirements of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:
  - the aggregate number of issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
  - the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase, ("Proposed Share Buy-Back").AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:
  - the conclusion of the next Annual General Meeting of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
  - the expiration of the period within which the next annual general meeting of the Company is required by law to be held; or
  - revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting, whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be authorised by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:
  - To cancel all or part of the Purchased Shares;
  - To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
  - To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
  - To resell all or part of the treasury shares;
  - To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
  - To transfer all or part of the treasury shares as purchase consideration;
  - To sell, transfer or otherwise use the shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; and/or
  - To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities."
- To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

#### By Order of the Board

WONG WAI FOONG (SSM PC NO. 202008001472) (MAICSA 7001358)

CHEN MOI KEW (SSM PC NO. 202008001043) (MIA 6359)

LIM YOU JING (SSM PC NO. 202108000369) (MAICSA 7075638)

Company Secretaries

Petaling Jaya

6 April 2023

#### NOTES:

##### (i) Notes on the Appointment of Proxy

- The 31<sup>st</sup> AGM of the Company will be held virtually through live streaming and online remote voting using RPV facilities via TIH Online website at <https://tjh.online>. Please refer to the Administrative Details of the 31<sup>st</sup> AGM for the procedures to register, participate and vote remotely through the RPV facilities.
- In compliance with Section 327(2) of the Companies Act 2016, the Chairman shall be at the main venue of the meeting in Malaysia and in accordance with Clause 52(3) of the Company's Constitution which allows a meeting of members to be held at more than one venue, using any technology or method that allows all members of the Company to participate and exercise the members' right to participate and vote at the meeting. Shareholders, proxies (if any) and corporate representatives **WILL NOT BE ALLOWED** to be physically present nor enter the Broadcast Venue.
- Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 31<sup>st</sup> AGM through the RPV facilities via TIH Online website at <https://tjh.online>. Please follow the Procedures for RPV facilities provided in the Administrative Details of the 31<sup>st</sup> AGM and read the notes below in order to participate remotely through RPV facilities.
- Members may submit questions to the Board of Directors prior to the 31<sup>st</sup> AGM via TIH Online website at <https://tjh.online> by selecting "e-Services" to login, pose questions and submit electronically no later than Tuesday, 23 May 2023 at 10.00 a.m. or to use the query box to transmit questions to the Chairman/Board through the RPV facilities during live streaming.
- For the purpose of determining who shall be entitled to attend this General Meeting through RPV facilities, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at 17 May 2023. Only a member whose name appears on this Record of Depositors shall be entitled to attend this General Meeting through the RPV facilities or appoint a proxy to attend, speak and vote on his/her/its behalf.
- A member entitled to attend and vote at this General Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple authorised owners in nominee 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 owner in an omnibus account defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this 31<sup>st</sup> AGM through the RPV facilities must request his/her proxy to register himself/herself for the RPV facilities at TIH Online website at <https://tjh.online>. Please follow the Procedures for the RPV facilities in the Administrative Details of the 31<sup>st</sup> AGM.
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:
  - In hard copy form**  
In the case of an appointment made in hard copy form, this proxy form must be deposited at the Share Registrar's Office, 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 alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
  - Online**  
In the case of an appointment made via online lodgement facility, please login to the link website at <https://tjh.online> and select "e-Services" to login. Please refer to the Administrative Guide on how to register to TIH Online and submit your Form of Proxy electronically.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the General Meeting 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.

- Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
- Last date and time for lodging this proxy form is **Tuesday, 23 May 2023 at 10.00 a.m.**
- A corporate member who has appointed a representative, please deposit the **ORIGINAL or DULY CERTIFIED** certificate of appointment 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 or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur. The certificate of appointment should be executed in the following manner:
  - 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.
  - 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:
    - at least two (2) authorised officers, of whom one shall be a director; or
    - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

#### (ii) Explanatory Notes

##### Ordinary Business

- Item 1 of the Agenda - Audited Financial Statements for the financial year ended 31 December 2022**  
This item is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval from the shareholders for the Audited Financial Statements. Hence, this item on the Agenda is not put forward for voting.
- Ordinary Resolutions 1, 2, 3, 4 and 5 – Payment of Directors' Fees and Benefits**  
Pursuant to Section 230(1) of the Act, the fees of the directors and any benefits payable to the directors shall be approved at a general meeting.  
On 16 February 2023, the Remuneration Committee had reviewed the Directors' fees and benefits for the financial year ending 31 December 2023, taking into consideration the market trends for similar positions, time commitment and responsibilities of the respective Directors.  
The Directors' fees for the financial year ending 31 December 2023 amounting to a total of RM190,000.00 will be paid by the Company to the respective Directors if the proposed Ordinary Resolutions 1, 2, 3, and 4 are passed by the shareholders at the 31<sup>st</sup> AGM.  
The proposed structure of the Directors' benefits for the financial year ending 31 December 2023 is as follows:

Type of Benefits	Amount
<b>Meeting Attendance Allowance</b>	
Board Committee and Board Meeting Allowances	RM1,000.00 per day
<b>Insurance Premium</b>	
Professional Indemnity	RM15,000.00

Payment of the Directors' benefits will be made by the Company to the respective Directors as and when incurred if the proposed Ordinary Resolution 5 is passed by the shareholders at the 31<sup>st</sup> AGM. In the event the Directors' fees and benefits proposed are insufficient, approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

- Ordinary Resolutions 6 and 7 – Re-election of Directors who retire in accordance with Clause 76(3) of the Constitution of the Company**  
Mr Tan Teck Kiong and Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 31<sup>st</sup> AGM. Pursuant to Practice 5.7 of the Malaysian Code on Corporate Governance 2021 ("MCCG"), the profiles of both Directors are set out on pages 11 to 12 of the Annual Report 2022. For the purpose of determining the eligibility of both Directors to stand for re-election at the 31<sup>st</sup> AGM, the Board had through its Nominating Committee ("NC"), considered, assessed and deliberated on the suitability of the said Directors to be re-elected as Directors of the Company based on the results of the assessment of the aforementioned Directors for the financial year ended 31 December 2022. Based on the recommendation of NC, the Board supports the re-election of the aforementioned Directors with the following justifications:  
**Ordinary Resolution 6: Re-election of Mr Tan Teck Kiong as Independent Non-Executive Director**  
Mr Tan Teck Kiong fulfils the requirements of independence set out in Practice Note 13 of the Listing Requirements. He remains objective and independent in expressing his view and participating in Board deliberations and decision-making.  
Mr Tan Teck Kiong has vast experience in legal services, and is able to provide the Board with a diverse set of expertise and perspective as well as contributed to the Board deliberations, time commitment and his ability to act in the best interests of the Company in decision-making.  
Mr Tan Teck Kiong has exercised his due care and carried out his professional duties proficiently during his tenure as Independent Non-Executive Director of the Company.  
**Ordinary Resolution 7: Re-election of Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali as Independent Non-Executive Director**  
Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali fulfils the requirements of independence set out in Practice Note 13 of the Listing Requirements. He has remained objective and independent in expressing his view and participating in Board deliberations and decision-making.  
Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali has vast experience in audit and financial advisory services, and is able to provide the Board with a diverse set of expertise and perspective.  
Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali has exercised his due care and carried out his professional duties proficiently during his tenure as Independent Non-Executive Director of the Company.  
Based on the above, the Board collectively agreed that both Directors had met the criteria as prescribed by Paragraph 2.20A of the Listing Requirements on character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors. The Board was also satisfied with the fit and proper assessment completed by the retiring Directors.
- Ordinary Resolution 8 – Re-appointment of Auditors**  
The Audit and Risk Management Committee ("ARMC") had at its meeting held on 16 February 2023 assessed the suitability and independence of the External Auditors and recommended the re-appointment of BDO PTL as External Auditors of the Company for the financial year ending 31 December 2023.  
The Board has in turn reviewed the recommendation of the ARMC and recommended the same to be tabled to the shareholders for approval at the 31<sup>st</sup> AGM.

#### Special Business

- Special Resolution: Waiver of Pre-emptive Rights**  
The Special Resolution is pertaining to the waiver of pre-emptive rights pursuant to Section 85 of the Act. By voting in favour of the Special Resolution, the shareholders of the Company would be waiving their statutory pre-emptive right. The Special Resolution, if passed, would allow the Directors to issue new shares to any person without having to offer the new Company shares to be issued equally to all existing shareholders of the Company prior to its issuance.
- Ordinary Resolution 9 - Authority to issue and allot shares pursuant to Sections 75 and 76 of the Act**  
Subject to the passing of the Special Resolution on waiver of pre-emptive rights pursuant to Section 85 of the Act, the proposed Ordinary Resolution 9, if passed, would renew the mandate granted to the Directors at the 30<sup>th</sup> AGM held on 26 May 2022 ("30<sup>th</sup> AGM") and provide flexibility to the Directors to undertake fundraising activities, including but not limited to placement of shares for the purpose of funding the Company's future investment project(s), working capital and/or acquisition(s), by the issuance of shares in the Company to such persons at any time as the Directors may deem fit provided that the aggregate number of shares issued pursuant to the mandate does not exceed ten per centum (10%) of the total number of the issued shares (excluding treasury shares) of the Company for the time being, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is earlier.  
As at the date of this Notice, the Company did not issue and allot any shares pursuant to the mandate granted to the Directors at the 30<sup>th</sup> AGM as there was no requirement for such fundraising activities.
- Ordinary Resolution 10 – Proposed Renewal of Share Buy-Back Mandate**  
The proposed Ordinary Resolution 10, if passed will empower the Company to renew its existing authorisation to purchase its own ordinary shares through Bursa Securities up to ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares). Please refer to the Statement to Shareholders in relation to the Proposed Renewal of Share Buy-Back Mandate dated 6 April 2023 for further information.

#### STATEMENT ACCOMPANYING NOTICE OF 31<sup>st</sup> ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

##### [Ordinary Resolutions 6 to 7]

- The Directors who retire pursuant to Clause 76(3) of the Constitution of the Company and being eligible to offer themselves for re-election at the 31<sup>st</sup> AGM are Mr Tan Teck Kiong and Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali ("Retiring Directors").

The profile of the Retiring Directors who are standing for re-election as per Agenda Item 4 of the Notice of 31<sup>st</sup> AGM are as follows:

<b>A. TAN TECK KIONG</b>	
(Independent Non-Executive Director)	
<b>Nationality</b>	: Malaysian
<b>Age</b>	: 65
<b>Gender</b>	: Male
<b>Date of Appointment</b>	: 13 March 2020
<b>Length of Tenure (as at 31 December 2022)</b>	: 2 years 9 months

Mr Tan Teck Kiong holds a B.A. Accounting Degree from the University of Kent, Canterbury, United Kingdom and a Degree in Law from the Polytechnic of Central London. He is a Barrister-at-law (Lincoln's Inn) and was called to the Malaysian Bar on 29 October 1983.

##### DIRECTORSHIP/RELEVANT APPOINTMENTS (Other than Luxchem Corporation Berhad)

- Nil

##### RELEVANT EXPERIENCE

Mr Tan Teck Kiong was appointed as an Independent Non-Executive Director of the Company on 13 March 2020. With over 30 years of working experience in legal services, he specialises in Corporate Banking and Commercial Litigation as well as Divorce matters. He began with Messrs Abdul Aziz, Ong & Co as legal assistant in 1983. Subsequently, he held the position as Senior Litigation Lawyer of Messrs Kadir, Tan & Ramli in 1985 and thereafter the Litigation Partner of Messrs Tunku Mukhrizah & Partners in 1991. He was appointed as the Independent and Non-Executive Director of Golden Land Berhad on 13 October 2016. Subsequently, he was re-designated as the Chairman of Golden Land Berhad on 24 November 2017 until 12 October 2022. He is currently the Litigation Partner of Messrs Heley Hassan, Tan & Partners since 1999. Mr Tan does not hold any shares in the Company. He has no family relationship with any Director and/or major shareholder of the Company and does not have any business or other relationship which could pose a conflict of interest with the Company or interfere with exercise of his judgement in the Company. He acts in best interest of the Company. The Board hereby supports and recommends the re-election of Mr Tan Teck Kiong as the Independent Non-Executive Director of the Company for the shareholders' approval.

##### B. ENCIK TAUFIQ AHMAD @ AHMAD MUSTAPHA BIN GHAZALI

(Independent Non-Executive Director)	
<b>Nationality</b>	: Malaysian
<b>Age</b>	: 75
<b>Gender</b>	: Male
<b>Date of Appointment</b>	: 13 March 2020
<b>Length of Tenure (as at 31 December 2022)</b>	: 2 years 9 months

##### QUALIFICATION

Encik Taufiq Ahmad @ Ahmad Mustapha bin Ghazali is a member of the Malaysian Institute of Accountants, a Fellow of the Chartered Association of Certified Accountants (UK), a Fellow of the Institute of Chartered Accountants (England and Wales) and a member of the Malaysian Institute of Certified Public Accountants. He holds a Master's degree in Business Administration (MBA) from the University of Leicester, England and MSc degree in International Business Administration from the School of Oriental and African Studies, University of London, England.

##### DIRECTORSHIP/RELEVANT APPOINTMENTS (Other than Luxchem Corporation Berhad)

- Nil

##### RELEVANT EXPERIENCE

Encik Taufiq Ahmad @ Ahmad Mustapha Bin Ghazali was appointed as an Independent Non-Executive Director of the Company on 13 March 2020. He has more than 30 years of professional working experience, including being a partner of a Big Four accounting firm. His areas of specialisation are audit and financial advisory services and currently is a partner of an accounting practice. Encik Taufiq Ahmad @ Ahmad Mustapha Bin Ghazali does not hold any shares in the Company. He has no family relationship with any Director and/or major shareholder of the Company and does not have any business or other relationship which could pose a conflict of interest with the Company or interfere with exercise of his judgement in the Company. He acts in best interest of the Company. The Board hereby supports and recommends the re-election of Encik Taufiq Ahmad @ Ahmad Mustapha Bin Ghazali as the Independent Non-Executive Director of the Company for the shareholders' approval.

# LUXCHEM

LUXCHEM CORPORATION BERHAD  
Registration No. 199101014102 (224414-D)  
(Incorporated in Malaysia)

## THIRTY-FIRST ANNUAL GENERAL MEETING (31<sup>st</sup> AGM) ADMINISTRATIVE DETAILS

---

**Date** : Thursday, 25 May 2023  
**Time** : 10.00 a.m.  
**Broadcast Venue** : Tricor Business Centre, Manuka 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

Dear Shareholders of Luxchem Corporation Berhad (“Luxchem” or “the Company”)

### 31<sup>ST</sup> AGM

The 31<sup>st</sup> AGM of the Company will be conducted virtually in accordance with the revised ‘Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers’ issued by the Securities Commission Malaysia on 7 April 2022, as the country entered into the “Transition to Endemic” phase. In this respect, the Company will continue to leverage technology, to ensure that the 31<sup>st</sup> AGM supports meaningful engagement between the Board/Management and Shareholders of the Company.

Please find the below requirements for the 31<sup>st</sup> AGM:

- The 31<sup>st</sup> AGM will be conducted virtually from the Broadcast Venue **through live streaming and online remote voting** via Remote Participation and Voting (“RPV”) facilities, which are available on **TIIH Online** website at <https://tiih.online>.
- The Broadcast Venue is the main venue in Malaysia where the Chairman of the meeting will be physically present in accordance with Section 327(2) of the Companies Act 2016 and Clause 52(3) of the Constitution of the Company. As such, shareholder(s), proxy(ies), authorised representative(s) or attorney(s) are **NOT ALLOWED** to be physically present at the Broadcast Venue.
- We **strongly encourage** you to attend the 31<sup>st</sup> AGM via the RPV facilities. You may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 31<sup>st</sup> AGM.
- Shareholders are advised to check the Company’s website at [luxchem.com.my](http://luxchem.com.my) and Bursa’s website at [www.bursamalaysia.com](http://www.bursamalaysia.com) from time to time for any changes to the administrative details on the 31<sup>st</sup> AGM 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.

### REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

- The RPV facilities are available at **TIIH Online** website at <https://tiih.online>.
- Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 31<sup>st</sup> AGM using RPV facilities from Tricor Investor & Issuing House Services Sdn. Bhd.
- Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

## PROCEDURES TO REMOTE PARTICIPATION AND VOTING VIA RPV FACILITIES

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 31<sup>st</sup> AGM using the RPV facilities:

	Procedure	Action
<b>BEFORE THE DAY OF 31<sup>st</sup> AGM</b>		
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none"> <li>Using your computer, access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services” select “Create Account by <b>Individual Holder</b>”. Refer to the tutorial guide posted on the homepage for assistance.</li> <li>Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li> <li>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.</li> </ul>
(b)	Submit your request to attend 31 <sup>st</sup> AGM remotely	<ul style="list-style-type: none"> <li>Registration is open from Thursday, 6 April 2023 until the day of 31<sup>st</sup> AGM on Thursday, 25 May 2023. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 31<sup>st</sup> AGM to ascertain their eligibility to participate the 31<sup>st</sup> AGM using the RPV.</li> <li>Login with your user ID (i.e. e-mail address) and password and select the corporate event: <b>“(REGISTRATION) LUXCHEM 31<sup>st</sup> AGM”</b></li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select “Register for Remote Participation and Voting”.</li> <li>Review your registration and proceed to register.</li> <li>System will send an <b>e-mail to notify</b> that your registration for remote participation is received and will be verified.</li> <li>After verification of your registration against the Record of Depositors as at <b>17 May 2023</b>, the system will send you an <b>e-mail after 23 May 2023 to approve or reject</b> your registration for remote participation. <i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV facilities).</i></li> </ul>
<b>ON THE DAY OF THE 31<sup>st</sup> AGM (25 MAY 2023)</b>		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> <li>Login with your user ID (i.e. e-mail address) and password for remote participation at the 31<sup>st</sup> AGM at any time from <b>9.00 a.m.</b> i.e. 1 hour before the commencement of meeting <b>at 10.00 a.m.</b> on <b>Thursday, 25 May 2023.</b></li> </ul>
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> <li>Select the corporate event: <b>“(LIVE STREAM MEETING) LUXCHEM 31<sup>st</sup> AGM”</b> to engage in the proceedings of the AGM remotely.</li> <li>If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will try to respond to questions submitted by remote participants during the 31<sup>st</sup> AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.</li> </ul>
(e)	Online Remote Voting	<ul style="list-style-type: none"> <li>Voting session commences <b>from 10.00 a.m. on Thursday, 25 May 2023</b> until a time when the Chairman announces the completion of the voting session of the 31<sup>st</sup> AGM.</li> <li>Select the corporate event:</li> </ul>

		<p><b>“(REMOTE VOTING) LUXCHEM 31<sup>st</sup> AGM”</b> or if you are on the live stream meeting page, you can select <b>“GO TO REMOTE VOTING PAGE”</b> button below the Query Box.</p> <ul style="list-style-type: none"> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select the CDS account that represents your shareholdings.</li> <li>• Indicate your votes for the resolutions that are tabled for voting.</li> <li>• Confirm and submit your votes.</li> </ul>
(f)	End of remote participation	<ul style="list-style-type: none"> <li>• Upon the announcement by the Chairman on the closure of the 31<sup>st</sup> AGM, the live streaming will end.</li> </ul>

**Note to users of the RPV facilities:**

1. Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to **TIIH Online** on the day of meeting will indicate your presence at the virtual meeting.
2. 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.
3. In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

**NO BREAKFAST / LUNCH PACK, DOOR GIFT OR FOOD VOUCHER**

There will be **no distribution** of breakfast / lunch packs, door gifts or food vouchers during the 31<sup>st</sup> AGM since the meeting is being conducted on a virtual basis.

**GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)**

Only a depositor whose name appears on the ROD as at **17 May 2023** shall be entitled to attend, speak and vote at the 31<sup>st</sup> AGM or appoint proxies to attend and/or vote on his/her behalf.

**ANNUAL REPORT 2022**

- The Company’s Annual Report 2022 is available at the Company’s website at <http://luxchem.com.my/luxchem-31-agm.html> and Bursa Malaysia’s website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company’s announcements.
- You may request for a printed copy of the Annual Report 2022 at <https://tiih.online> by selecting **“Request for Annual Report / Circular”** under the **“Investor Services”**.
- Kindly consider the environment before you decide to request for the printed copy of the Annual Report. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

**PROXY**

- The 31<sup>st</sup> AGM will be conducted via virtual meeting, if you are unable to attend the meeting via RPV facilities on 25 May 2023, you may appoint the Chairman of the meeting as proxy and indicate the voting instructions in the Proxy Form.



- You may also submit the Proxy Form electronically via **TIIH Online** website at <https://tiih.online> no later than **Tuesday, 23 May 2023** at **10.00 a.m.** Please do read and follow the procedures to submit Proxy Form electronically below.
- You may submit your Proxy Form to the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**") by fax at 03-2783 9222 or e-mail to [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com). However, please ensure that the **Original Proxy Form** is deposited at Tricor's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur 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, not less than forty-eight (48) hours before the time appointed for holding the 31<sup>st</sup> AGM or any adjournment thereof, otherwise the Proxy Form shall not be treated as valid.

## POLL VOTING

- The Voting at the 31<sup>st</sup> AGM will be conducted by 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 and Scrutineer Solutions Sdn. Bhd. as Scrutineers to verify the poll results.
- Shareholders can proceed to vote on the resolutions at any time from the commencement of the 31<sup>st</sup> AGM at 10.00 a.m but before the end of the voting session which will be announced by the Chairman of the Meeting. Kindly refer to "Procedures to Remote Participation and Voting via RPV Facilities" provided for guidance on how to vote remotely via **TIIH Online**.
- Upon completion of the voting session for the 31<sup>st</sup> AGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

## ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via **TIIH Online** website are summarised below:

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

(b)	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> <li>• After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.</li> <li>• Select the corporate event: <b>“LUXCHEM 31<sup>st</sup> AGM – SUBMISSION OF PROXY FORM”</b>.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.</li> <li>• Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint Chairman as your proxy.</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your votes.</li> <li>• Review and confirm your proxy(ies) appointment.</li> <li>• Print the proxy form for your record.</li> </ul>
-----	---------------------------------------	---

Steps for Corporation or Institutional Shareholders	
(a)	<p>Register as a User with TIIH Online</p> <ul style="list-style-type: none"> <li>• Access TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li> <li>• Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects <b>“Create Account by Representative of Corporate Holder”</b>.</li> <li>• Complete the registration form and upload the required documents.</li> <li>• Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li> <li>• Proceed to activate your account with the temporary password given in the email and re-set your own password.</li> </ul> <p>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 the persons stated under <b>“ENQUIRY”</b> section below if you need clarifications on the user registration.</p>
(b)	<p>Proceed with submission of Proxy Form</p> <ul style="list-style-type: none"> <li>• Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a></li> <li>• Select the corporate exercise name: <b>“LUXCHEM 31<sup>st</sup> AGM – SUBMISSION OF PROXY FORM”</b>.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Proceed to download the file format for <b>“SUBMISSION OF PROXY FORM”</b> in accordance with the Guidance Note set therein.</li> <li>• Prepare the file for the appointment of proxy(ies) by inserting the required data.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select <b>“Submit”</b> to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>

## PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

The Board recognises that the 31<sup>st</sup> AGM is a valuable opportunity for the Board to engage with shareholders. In order to enhance the efficiency of the proceedings of the 31<sup>st</sup> AGM, shareholders may in advance, before the 31<sup>st</sup> AGM, submit questions to the Board of Directors via **TIIH Online** website at <https://tiih.online>, by selecting “e-Services” to login, post your questions and submit it electronically no later than **Tuesday, 23 May 2023 at 10.00 a.m.**. The Board of Directors will endeavor to address the questions received at the 31<sup>st</sup> AGM.

## RECORDING OR PHOTOGRAPHY

Strictly **NO** unauthorised recording or photography of the proceedings of the 31<sup>st</sup> AGM is allowed.

## ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

### Tricor Investor & Issuing House Services Sdn. Bhd.

General/Fax No/Email : +603 - 2783 9299 / +603 - 2783 9222 / [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)  
Ms Lim Lay Kiow : +603 - 2783 9232 / [Lay.Kiow.Lim@my.tricorglobal.com](mailto:Lay.Kiow.Lim@my.tricorglobal.com)  
Pn. Zakiah Wardi : +603 - 2783 9287 / [Zakiah@my.tricorglobal.com](mailto:Zakiah@my.tricorglobal.com)  
Mr Keith Lim : +603 - 2783 9240 / [Keith.Lim@my.tricorglobal.com](mailto:Keith.Lim@my.tricorglobal.com)