



NOTICE OF NINETEENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Nineteenth (“19th”) Annual General Meeting (“AGM”) of TAFI Industries Berhad (“TAFI” or the “Company”) will be conducted entirely on a fully virtual basis through the online meeting platform of TIIH Online website at <https://tiah.online> (Domain registration number with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn Bhd, Malaysia on Wednesday, 24th May 2023 at 11.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions: -

AGENDA

AS ORDINARY BUSINESS

1. To receive the Directors’ Report, Audited Financial Statements and Auditors’ Report for the financial year ended 31st December 2022. (Please refer to Note 1)
2. To approve the payment of Directors’ fees and Directors’ benefits for an amount not exceeding RM5.0 million for the period from 1st January 2023 till the date of the next AGM of the Company. (Ordinary Resolution 1)
3. To re-elect the following Directors who retire in accordance with Clause 77(2) of the Constitution of the Company: -
 - (i) Mr Teh Soon Hin (Ordinary Resolution 2)
 - (ii) Mr Leong Boon Tik (Ordinary Resolution 3)
 - (iii) Mr Leong Sher-How (Ordinary Resolution 4)
4. To re-appoint Messrs. Ecovis Malaysia PLT as Auditors of the Company and authorise the Directors to fix their remuneration. (Ordinary Resolution 5)

AS SPECIAL BUSINESS

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

5. **AUTHORITY TO ISSUE AND ALLOT SHARES OF THE COMPANY PURSUANT TO SECTIONS 75 & 76 OF THE COMPANIES ACT 2016** (Ordinary Resolution 6)

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option of offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such New Shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed General Mandate”).

THAT such approval on the Proposed General Mandate shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting of the Company held after the approval was given;
- (b) the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
- (c) revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT pursuant to Section 85 of the Companies Act, read together Clause 12(3) of the Constitution of the Company, approval be and is given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares of the Company arising from issuance of New Shares pursuant to the Proposed General Mandate.

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

6. PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

(Ordinary Resolution 7)

“THAT, subject always to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), approval be and is hereby given to the Company and its subsidiaries (collectively the “Group”) to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 5(a) of the Circular to Shareholders dated 25th April 2023, provided that such transactions and/or arrangements are (“Proposed Renewal of Shareholders’ Mandate”):-

- (a) necessary for the Group’s day-to-day operations
- (b) are undertaken in the ordinary course of business, at arm’s length basis, on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally available to the public; and
- (c) not detrimental to the minority shareholders of the Company;

THAT the Proposed Renewal of Shareholders’ Mandate shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company at which time it will lapse, unless by a resolution passed at said AGM, such authority is renewed; or
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“Act”) (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the best interest of the Company to give effect to the Proposed Renewal of Shareholders' Mandate."

7. PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

(Ordinary Resolution 8)

"THAT, subject always to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), approval be and is hereby given to the Company and its subsidiaries (collectively the "Group") to enter into and give effect to the additional recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 5(b) of the Circular to Shareholders dated 25th April 2023, provided that such transactions and/or arrangements are ("Proposed New Shareholders' Mandate"):-

- (a) necessary for the Group's day-to-day operations
- (b) are undertaken in the ordinary course of business, at arm's length basis, on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally available to the public; and
- (c) not detrimental to the minority shareholders of the Company;

THAT the Proposed New Shareholders' Mandate shall continue to be in full force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time it will lapse, unless by a resolution passed at said AGM, such authority is renewed; or
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the best interest of the Company to give effect to the Proposed New Shareholders' Mandate."

8. To transact any other business of which due notice shall have been given in accordance with the Companies Act, 2016.

**BY ORDER OF THE BOARD
TAFI INDUSTRIES BERHAD**

WONG SIEW YEEN (MAICSA 7018749) (SSM PC No. 202008001471)
CHONG LAY KIM (LS0008373) (SSM PC No. 202008001920)

Kuala Lumpur
Company Secretaries

25th April 2023

NOTES:

1. IMPORTANT NOTICE

- (a) Members are to attend, speak (including posing questions to the Board in the form of real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the AGM of the Company by using the Remote Participation and Voting Facilities (“**RPV**”) provided by Tricor Investor & Issuing House Services Sdn Bhd (“**Tricor**”) at its TIIH Online website at <https://tiih.online>.
- (b) Please refer to the Procedures to Remote Participation and Voting via RPV in the Administrative Guide for the AGM in order to participate remotely via RPV.

2. APPOINTMENT OF PROXY

- (a) For the purpose of determining who shall be entitled to attend in this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 18th May 2023. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this AGM via RPV.
- (b) A member entitled to participate in this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
- (c) A member of the Company who is entitled to participate in this AGM of the Company may appoint not more than two (2) proxies to participate instead of the member at this AGM.
- (d) If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- (e) 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.
- (f) 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 authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- (g) 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.
- (h) A member who has appointed a proxy or attorney or authorised representative to participate at this AGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV via TIIH Online website at <https://tiih.online> Procedures for RPV can be found in the Administrative Guide for the AGM.
- (i) 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 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, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned AGM 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.
- (j) 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 AGM or adjourned AGM 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, the proxy form must be deposited with the Company’s Share Registrar, 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, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

By electronic form

In the case of an appointment made via electronic mean, the proxy form can be electronically submitted to the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd via TIIH Online. The website to access TIIH Online is <https://tiih.online> (Kindly refer to the Administrative Guide for the AGM).

- (k) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- (l) Last date and time for lodging the proxy form is Monday, 22nd May 2023 at 11:00 a.m.
- (m) For a corporate member who has appointed a representative instead of a proxy to participate in this AGM, please deposit the ORIGINAL certificate of appointment executed in the manner as stated in the proxy form if this has not been lodged at the Company's Share Registrar earlier.
- (n) It is important that you read the Administrative Guide for the conduct of this AGM.
- (o) Shareholders are advised to check the Company's website at <https://welcome.tafi.com.my> and announcements from time to time for any changes to the administration of this AGM that may be necessitated by changes to the directive safety and precautionary requirements and guidelines prescribed by the Government of Malaysia, the Ministry of Health, the Malaysia National Security Council, Securities Commission Malaysia and/other relevant authorities.

EXPLANATORY NOTES:

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR of Bursa Securities"), all resolutions set out in the Notice of 19th AGM will be put to vote on a poll.

1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31st DECEMBER 2022

The audited financial statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 ("CA2016") for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put for voting.

2. ORDINARY RESOLUTION 1: PAYMENT OF DIRECTORS' FEES AND BENEFITS

Section 230(1) of the CA2016 provides that the fees of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting.

The proposed Directors' fees and Directors' benefits for the period from 1st January 2023 till the date of the next AGM of the Company will be paid upon shareholders' approval at the forthcoming AGM. In the event the proposed amount is insufficient, due to enlarged Board size or more meetings, shareholders' approval will be sought for the shortfall.

3. ORDINARY RESOLUTIONS 2 TO 4: RE-ELECTION OF DIRECTORS

Clause 77(2) of the Constitution of the Company provides that one-third of the Directors of the Company for the time being shall retire by rotation at an AGM of the Company and shall then be eligible for re-election.

The Directors standing for re-election at the AGM pursuant to Clause 77(2) of the Constitution of the Company are: -

- (i) Mr Teh Soon Hin
- (ii) Mr Leong Boon Tik
- (iii) Mr Leong Sher-How

The Board has through the Nominating Committee, considered the assessment of the aforesaid Directors and agreed that they meet the criteria as prescribed by Paragraph 2.20A of the MMLR of Bursa Securities on character, experience, integrity, competence and time to effectively discharge their roles as Directors. All of them have also met the relevant requirements under the fit and proper assessment.

The aforesaid Directors have abstained from deliberations and decision on their own eligibility and suitability to stand for re-election at the relevant Board meetings. The profiles of the Directors who are standing for re-election under Ordinary Resolutions 2 and 4 are set out in the Board of Directors' profile of the 2022 Annual Report.

4. ORDINARY RESOLUTION 5: RE-APPOINTMENT OF AUDITORS

The Board has through the Audit Committee, considered the re-appointment of Ecovis Malaysia PLT as Auditors of the Company. The factors considered by the Audit Committee in making the recommendation to the Board to table the resolution on re-appointment of the Auditors at the 19th AGM are disclosed in the Corporate Governance Overview Statement of the 2022 Annual Report.

5. ORDINARY RESOLUTION 6: PROPOSED AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE NEW ORDINARY SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

The proposed Ordinary Resolution 6, if passed, will empower the Directors of the Company to issue and allot ordinary shares of the Company from time to time and grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of such shares allotted pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being ("Proposed General Mandate").

The authority for the Proposed General Mandate will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next Annual General Meeting ("AGM") or the expiration of the period within which the next

AGM is required by law to be held, whichever is earlier.

This proposed resolution is a renewal of the previous year's mandate. The mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.

By voting in favour of the Proposed General Mandate, the shareholders of the Company would be waiving their statutory preemptive right. The Proposed General Mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company to any person under the Proposed General Mandate without having to offer the new Company shares to be issued equally to all existing shareholders of the Company prior to issuance, for fund raising exercise including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or other circumstances arise which involve grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other application as the Directors may deem fit in the best interest of the Company.

As at the date of this notice, the Company did not implement its proposal for new allotment of shares under the general mandate pursuant to Section 75 and 76 of the Companies Act 2016 which was approved by shareholders at the 18th AGM held on 18th May 2022 and lapse at the conclusion of the 19th AGM to be held on 24th May 2023. As at the date of this notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

6. ORDINARY RESOLUTION 7: PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The proposed Ordinary Resolution 7, if passed, will renew the authority given to the Company and its subsidiaries ("TAFI Group") to enter into recurrent related party transactions of a revenue or trading nature which are necessary for TAFI Group's day-to-day operations with the respective related parties, subject that the transactions are transacted in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

7. ORDINARY RESOLUTION 8: PROPOSED NEW SHAREHOLDERS' MANDATE FOR ADDITIONAL RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The proposed Ordinary Resolution 8, if passed, will recognise TAFI Group to enter into new recurrent related party transactions of a revenue or trading nature which are necessary for the TAFI Group's day-to-day operations with the respective related parties, subject that the transactions are transacted in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

ANNUAL REPORT AND CIRCULAR TO SHAREHOLDERS

Should you require a printed copy of the 2022 Annual Report and Circular to Shareholders, kindly request through the online system at our Share Registrar ("TIIH Online"), Tricor Investor & Issuing House Services Sdn Bhd, at website <https://tiih.online> by selecting "Request for Annual Report" under the Investor Services. Alternatively, you may also make your request through email to our Share Registrar (is.enquiry@my.tricorglobal.com).

The printed copy of the 2022 Annual Report and Circular to Shareholders shall be provided to the shareholders within four (4) market days from the date of receipt of their written request.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.



TAFI INDUSTRIES BERHAD
Registration No. 200401002432 (640935-P)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR THE NINETEENTH ANNUAL GENERAL MEETING (“19TH AGM”)

Date and Time : **Wednesday, 24th May 2023, 11.00 a.m.**
Online Meeting Platform : TIIH Online, provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia via its website, <https://tiih.online>
(Domain registration number with MYNIC: D1A282781)

1. MODE OF MEETING

The Company’s 19th AGM will be conducted entirely on a fully virtual basis **through live streaming**.

2. SHAREHOLDERS’ PARTICIPATION AT THE 19TH AGM VIA REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the 19th AGM using RPV facilities provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”).

The RPV facilities are available on Tricor’s **TIIH Online** website at <https://tiih.online>.

Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

3. PROCEDURES FOR RPV VIA RPV FACILITIES

Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 19th AGM using the RPV facilities:

Procedure		Action
BEFORE THE 19TH AGM DAY		
(a)	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” by selecting “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 email.If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
(b)	Submit your request to attend 19 th AGM remotely	<ul style="list-style-type: none">Registration is open from Tuesday, 25th April 2023 until the day of AGM on Wednesday, 24th May 2023. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 19th AGM to ascertain their eligibility to participate the 19th AGM using the RPV facilities.Login with your user ID (i.e. e-mail address) and password and select the corporate event: “(REGISTRATION) TAFI 19TH AGM”.Read and agree to the Terms & Conditions and confirm the Declaration.Select “Register for Remote Participation and Voting”.Review your registration and proceed to register.System will send an e-mail to notify that your registration for remote participation is received and will be verified.After verification of your registration against the Record of Depositors as at 18th May 2023, the system will send you an e-mail after 19th May 2023 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV.)</i></p>

ON THE DAY OF THE 19TH AGM		
(a)	Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the 19th AGM at any time from 10.00 a.m., i.e. an hour before the commencement of the 19th AGM on Wednesday, 24th May 2023 at 11.00 a.m.
(b)	Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: “(LIVE STREAMING MEETING) TAFI 19TH AGM” to engage in the proceedings of the 19th AGM remotely. If you have any question for the Chairman/ Board, you may use the query box to transmit your question. The Chairman/ Board will endeavor to respond to questions submitted by remote participants during the 19th AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
(c)	Online Remote Voting	<ul style="list-style-type: none"> Voting session commences from 11.00 a.m. on Wednesday, 24th May 2023 until a time when the Chairman announces the end of the voting session of the 19th AGM. Select the corporate event: “(REMOTE VOTING) TAFI 19TH AGM” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
(d)	End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the closure of the 19th AGM, the live streaming will end.

Note to users of the RPV facilities:

- (a) 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.
- (b) 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.
- (c) 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 011-4080 5616 / 011-4080 3168 / 011-4080 3169 / 011-4080 3170 or e-mail to tiih.online@my.tricorglobal.com for assistance.

4. ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Record of Depositors as at **18th May 2023** shall be eligible to participate in the 19th AGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her/its behalf.

In view that the 19th AGM will be conducted on a virtual basis, a member can appoint the Chairman of the Meeting as his/her/its proxy and indicate the voting instruction in the Proxy Form.

If you wish to participate in the 19th AGM yourself, please do not submit any Proxy Form for the 19th AGM. You will not be allowed to participate in the 19th AGM together with a proxy appointed by you.

Accordingly, proxy forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the 19th AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Monday, 22nd May 2023 at 11:00 a.m.**

i. In hard copy form

- a) By hand or post to the office of the 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 alternatively its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur; or
- b) By fax at 03-2783 9222 or e-mail to is.enquiry@my.tricorglobal.com.

ii. By electronic means via TIIH Online

All shareholders can have the option to submit proxy forms electronically via TIIH Online and the steps to submit are summarised below:

Procedure		Action
i. Steps for Individual Shareholders		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> Using your computer, please access the website at https://tiih.online. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance. If you are already a user with TIIH Online, you are not required to register again.
(b)	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. Select the corporate event: “TAFI 19TH AGM – SUBMISSION OF PROXY FORM” Read and agree to the Terms & Conditions and confirm the Declaration. Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf. Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint Chairman as your proxy. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. Review and confirm your proxy(ies) appointment. Print proxy form for your record.
ii. Steps for Corporation or Institutional Shareholders		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none"> Access TIIH Online at https://tiih.online Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”. Complete the registration form and upload the required documents. Registration will be verified, and you will be notified by email within 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>
(b)	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> Login to TIIH Online at https://tiih.online Select the corporate exercise name: “TAFI 19TH AGM – SUBMISSION OF PROXY FORM”. Agree to the Terms & Conditions and Declaration. Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. Prepare the file for the appointment of proxies by inserting the required data. Submit the proxy appointment file. Login to TIIH Online, select corporate exercise name: “TAFI 19TH AGM – SUBMISSION OF PROXY FORM”. Proceed to upload the duly completed proxy appointment file. Select “Submit” to complete your submission. Print the confirmation report of your submission for your record.

5. **VOTING AT MEETING**

The voting at the AGM will be conducted on a poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia”). The Company has appointed Tricor to conduct the poll voting electronically (“e-voting”) and Quantegic Services Sdn Bhd as Independent Scrutineers to verify the poll results.

Shareholders can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the 19th AGM at 11.00 a.m. Kindly refer to “Procedures to Remote Participation and Voting via RPV” provided above for guidance on how to vote remotely via TIIH Online.

6. **RESULTS OF THE VOTING**

The resolutions proposed at the 19th AGM and the results of the voting will be announced at the 19th AGM and subsequently via an announcement made by the Company through Bursa Malaysia at www.bursamalaysia.com.

7. **PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS**

The Board recognises that the 19th AGM is a valuable opportunity for the Board to engage with shareholders. In order to enhance the efficiency of the proceedings of the 19th AGM, shareholders may in advance, before the 19th AGM, submit questions to the Board of Directors via Tricor’s TIIH Online website at <https://tiah.online>, by selecting “e-Services” to login, post your questions and submit it electronically no later than Monday, 22nd May 2023 at 11.00 a.m. The Board of Directors will endeavor to address the questions received at the 19th AGM.

8. **ANNUAL REPORT AND CIRCULAR/STATEMENT TO SHAREHOLDERS**

The Annual Report and Circular/Statement to Shareholders are available on the Company’s website at <https://welcome.tafi.com.my/> and Bursa Malaysia’s website at www.bursamalaysia.com under Company’s announcements.

You may request for a printed copy of the Annual Report and/or the Circular/Statement to Shareholders at <https://tiah.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/Circular/Statement to Shareholder. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

8. **ENQUIRY**

If you have any enquiries on the above, please contact the Share Registrar 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 Line / Fax No. : +603 - 2783 9299 / +603 - 2783 9222
Email : is.enquiry@my.tricorglobal.com



TAFI INDUSTRIES BERHAD

Registration No. 200401002432 (640935-P)
(Incorporated in Malaysia)

CDS Account No.

No. of Shares held

PROXY FORM

I/We _____ Tel: _____
[Full name in block, NRIC/Passport/Company No.]

of _____
being member(s) of **TAFI INDUSTRIES BERHAD** ("TAFI"), hereby appoint:

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address:			

and/ or*(delete as appropriate)

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address:			

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf at the Nineteenth Annual General Meeting ("AGM") of the Company that will be conducted entirely on a fully virtual basis through the online meeting platform of TIIH Online website at <https://tiih.online> provided by Tricor Investor & Issuing House Services Sdn Bhd, Malaysia on **Wednesday, 24th May 2023 at 11.00 a.m.** or at any adjournment thereof, and to vote as indicated below:

Item	Agenda			
1	To receive the Directors' Report, Audited Financial Statements and the Auditors' Report for the financial year ended 31 st December 2022			
Item	Description of Resolutions	Resolutions	For	Against
2	To approve the payment of Directors' fees and Directors' benefits for an amount not exceeding RM5.0 million for period from 1 st January 2023 until the next Annual General Meeting of the Company	Ordinary Resolution 1		
3	To re-elect the following Directors who retire in accordance with Clause 77(2) of the Company's Constitution: -			
	(i) Mr Teh Soon Hin	Ordinary Resolution 2		
	(ii) Mr Leong Boon Tik	Ordinary Resolution 3		
	(iii) Mr Leong Sher-How	Ordinary Resolution 4		
4	To re-appoint of Messrs. Ecovis Malaysia PLT as the Auditors of the Company and to authorise the Directors to fix their remuneration	Ordinary Resolution 5		
5	To approve the Proposed Authority to Directors to Allot and Issue New Ordinary Shares pursuant to Sections 75 and 76 of the Companies Act 2016	Ordinary Resolution 6		
6	To approve the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature	Ordinary Resolution 7		
7	To approve the Proposed New Shareholders' Mandate for Additional Recurrent Related Party Transactions of a Revenue or Trading Nature	Ordinary Resolution 8		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signed this _____ day of _____

Signature(s) of Member(s) /Common Seal

*Manner of execution:

- (a) If you are an individual member, please sign where indicated.
- (b) If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- (c) If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
 - (i) At least two (2) authorised officers, of whom one shall be a director; or
 - (ii) Any director and/or authorised officer sign accordance with the laws of the country under which your corporation is incorporated.

NOTES: -

IMPORTANT NOTICE

- (i) Members are to attend, speak (including posing questions to the Board in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the AGM of the Company by using the Remote Participation and Voting Facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") at its TIIH Online website at <https://tiih.online>.
- (ii) Please refer to the Procedures to Remote Participation and Voting via RPV in the Administrative Guide for the AGM in order to participate remotely via RPV.

APPOINTMENT OF PROXY

- (a) For the purpose of determining who shall be entitled to attend in this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 18th May 2023. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this AGM via RPV.
- (b) A member entitled to participate in this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
- (c) A member of the Company who is entitled to participate in this AGM of the Company may appoint not more than two (2) proxies to participate instead of the member at this AGM.
- (d) If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- (e) 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.
- (f) 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 authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- (g) 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.
- (h) A member who has appointed a proxy or attorney or authorised representative to participate at this AGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV via TIIH Online website at <https://tiih.online> Procedures for RPV can be found in the Administrative Guide for the AGM.
- (i) 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 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, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned AGM 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.
- (j) 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 AGM or adjourned AGM 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, the proxy form must be deposited with the Company's Share Registrar, 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, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

By electronic form

In the case of an appointment made via electronic mean, the proxy form can be electronically submitted to the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd via TIIH Online. The website to access TIIH Online is <https://tiih.online> (Kindly refer to the Administrative Guide for the AGM).

- (k) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- (l) Last date and time for lodging the proxy form is Monday, 22nd May 2023 at 11.00 a.m.
- (m) For a corporate member who has appointed a representative instead of a proxy to participate in this AGM, please deposit the ORIGINAL certificate of appointment executed in the manner as stated in the proxy form if this has not been lodged at the Company's Share Registrar earlier.
- (n) It is important that you read the Administrative Guide for the conduct of this AGM.
- (o) Shareholders are advised to check the Company's website at <https://welcome.tafi.com.my> and announcements from time to time for any changes to the administration of this AGM that may be necessitated by changes to the directive safety and precautionary requirements and guidelines prescribed by the Government of Malaysia, the Ministry of Health, the Malaysia National Security Council, Securities Commission Malaysia and other relevant authorities.

PLEASE FOLD HERE

Affix
stamp

TAFI INDUSTRIES BERHAD
c/o Share Registrar
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

PLEASE FOLD HERE
