



**NESTCON BERHAD**  
[Registration No. 202001008684 (1365004-W)]  
(Incorporated in Malaysia)

## NOTICE OF THIRD ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Third Annual General Meeting ("3<sup>rd</sup> AGM") of the Company will be held as a fully virtual meeting through live streaming and online remote voting from the broadcast venue at S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, 40460 Kota Kemuning, Shah Alam, Selangor ("Broadcast Venue") using Remote Participation and Voting ("RPV") facilities provided by Propoll Solutions Sdn Bhd ("Propoll") via its Propoll Online website at [www.propollsolutions.com.my](http://www.propollsolutions.com.my) (Domain Registration No.: D1A403203) on Monday, 29 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.
- To approve the payment of Non-Executive Directors' fees for an amount of up to RM204,000.00 payable to Non-Executive Directors on a monthly basis for the period from 30 May 2023 until the next Annual General Meeting ("AGM") of the Company, in such proportions and manner as the Directors may determine as follows:

No	Type of Director	Non-Executive Directors' Fees of the Company (RM)
1	Chairman of the Board	60,000.00
2	Independent Non-Executive Directors	144,000.00
	Total	204,000.00

AND THAT to approve the Non-Executive Directors' benefits (excluding Directors' fees) for an amount of up to RM20,000.00 payable to Non-Executive Directors for the period from 30 May 2023 until the next AGM of the Company, in such manner as the Directors may determine as follows:

No	Type of Director	Non-Executive Directors' Benefits (excluding Directors' Fees) of the Company (RM)
1	Chairman of the Board	5,000.00
2	Independent Non-Executive Directors	15,000.00
	Total	20,000.00

- To re-elect the following Directors who retire pursuant to Clause 82 of the Company's Constitution and being eligible, have offered themselves for re-election:
  - Ms. Lim Joo Seng; and
  - Mr. Ong Yong Chuan.
- To re-appoint Messrs. Ecovis Malaysia PLT as the Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.

#### AS SPECIAL BUSINESS

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

##### 5. ORDINARY RESOLUTION

###### - AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016

"THAT subject always to the Companies Act 2016 (the "Act"), the Constitution of the Company and the ACE Market Listing Requirements ("AMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and approvals of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act 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 or 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 discretion 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 shares issued 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 the existing shareholders of the Company do hereby waive their pre-emptive rights pursuant to Section 85(1) of the Act read together with Rule 7.08 of the AMLR of Bursa Securities and the Company's Constitution to be offered the New Shares to be allotted and issued under the Proposed General Mandate, which rank equally with the existing issued shares in the Company;

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

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

THAT the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation for such new Shares on Bursa Securities;

AND 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 to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

- To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and/or the Companies Act 2016.

BY ORDER OF THE BOARD

**TEO SOON MEI** (SSM PC No. 201908000235) (MAICSA 7018590)  
Company Secretary

Kuala Lumpur  
Dated: 28 April 2023

#### Explanatory Notes on Ordinary and Special Businesses:

##### 1. Item 1 of the Agenda

This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. As such, this Agenda item is not put forward for voting.

##### 2. Item 2 of the Agenda

Section 230(1) of the Companies Act 2016 provides that the fees of the directors and any benefits payable to the directors including any compensation for loss of employment of a director or former director of a public company or a listed company and its subsidiaries, shall be approved at a general meeting.

The Company had, at its Second (2<sup>nd</sup>) Annual General Meeting ("AGM") held on 22 June 2022, obtained approval from the shareholders in respect of the Non-Executive Directors' fees and benefits for the period from 1 January 2022 until the next AGM of the Company to be held in 2023:

	The Company	
	Directors' Fees (RM)	Meeting Allowance and Claimable Benefits (RM)
Chairman of the Board	90,000.00	9,000.00
Independent Non-Executive Directors	216,000.00	27,000.00
Total ("Column 1")	306,000.00	36,000.00

[Please refer to Explanatory Note 1]

[Please refer to Explanatory Note 2]  
[Ordinary Resolution 1]

The Directors' fees and meeting allowance and claimable benefits payable to the Chairman of the Board and Independent Non-Executive Directors of the Company for the financial year ended 31 December 2022 had not exceeded the amount as set out in Column 1 that were approved by the shareholders at the 2<sup>nd</sup> AGM of the Company in 2022. Details of the Directors' Remuneration for the financial year ended 31 December 2022 are enumerated in the Corporate Governance Report 2022 of the Company.

The Company is seeking shareholders' approval for the payment of Non-Executive Directors' fees for an amount up to RM204,000.00 and Non-Executive Directors' benefits for an amount up to RM20,000.00 payable to the Non-Executive Directors on a monthly basis for the period from 30 May 2023 until the next AGM of the Company under Ordinary Resolution 1.

The estimated Directors' fees proposed for the financial period from 30 May 2023 until the next AGM of the Company are derived based on the current Board size.

The benefits payable to the Directors comprising of meetings allowances based on actual attendance of meetings by the Directors and other claimable benefits including reimbursable expenses incurred in the course of carrying out their duties as Directors. The payment of benefits to the Directors will be made by the Company on a monthly basis and/or as and when incurred.

Ordinary Resolution 1 is to facilitate payment of Directors' fees and benefits for the financial year 2023/2024.

- Item 5 of the Agenda

Ordinary Resolution 5 is to seek a renewal of the general mandate for allotment and issuance of shares by the Company from time to time and to 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 shares allotted pursuant to this resolution does not exceed the prescribed limit under the AMLR of Bursa Securities ("General Mandate").

However, pursuant to Section 85(1) of the Act, Clause 52 of the Company's Constitution and Rule 7.08 of AMLR of Bursa Securities, the New Shares will have to be offered to the existing shareholders of the Company unless there is a direction to the contrary given in the general meeting of the Company. Should the existing shareholders of the Company approve the proposed Ordinary Resolution 5, they are waiving their pre-emptive rights pursuant to Section 85(1) of the Act, which then would allow the Directors to issue New Shares to any person without having to offer the said New Shares equally to all existing shareholders of the Company prior to the issuance. This will result in a dilution to the shareholding percentage of the existing shareholders of the Company.

The purpose of this 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 for fund raising activities, including but not limited to placement of shares for the purpose of funding the Company's current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or such other purposes as the Directors may deem fit in the best interest of the Company, provided that the aggregate number of shares or convertible securities issued must not be more than 10% of the total number of issued shares. This General Mandate, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next AGM of the Company.

The Board of Directors of the Company is of the view that the General Mandate is in the best interest of the Company and its shareholders as it will provide flexibility to the Company to issue New Shares without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time. It will also enable the Directors to take swift action in case of a need to issue and allot New Shares in the Company fund raising activities, including but not limited to further placement of shares for the purpose of funding the Company's 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 applications as the Directors may deem fit in the best interest of the Company and its shareholders, provided that the aggregate number of shares or convertible securities issued must not be more than 10% of the total number of issued shares of the Company.

The proposed Ordinary Resolution 5 is a renewal of the previous year's mandate. As of the date of this Notice, the Company had issued 26,000,000 and 12,250,000 new ordinary shares at an issue price of RM0.36 and RM0.435 per ordinary share respectively pursuant to the Private Placement of up to 10% of the issued ordinary shares in the Company ("Private Placement") based on the Previous Mandate granted to the Directors at the 2<sup>nd</sup> AGM of the Company held on 22 June 2022. Details of the total proceeds raised from the Private Placement and its utilisation of proceeds are disclosed in the Company's Annual Report 2022.

#### Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 May 2023 (General Meeting Record of Depositors) shall be entitled to attend, participate and vote at the 3<sup>rd</sup> AGM, or to appoint proxy(ies) to attend, participate and vote on their behalf.
- The 3<sup>rd</sup> AGM of the Company will be held as a fully virtual meeting through live streaming and online remote voting using Remote Participation and Voting ("RPV") facilities provided by Propoll Solutions Sdn Bhd ("Propoll") via its Propoll Online website at <http://www.propollsolutions.com.my>. Please refer to the Administrative Guide for the 3<sup>rd</sup> AGM which is available at the Company's website at <http://www.nestcon.my/> for the procedures to register, participate and vote remotely at the 3<sup>rd</sup> AGM through the RPV facilities.
- Shareholders are to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 3<sup>rd</sup> AGM using the RPV.
- The Broadcast Venue of the 3<sup>rd</sup> AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairperson of the meeting to be at the main venue of the meeting. The Broadcast Venue is to inform shareholders where the electronic AGM production and streaming would be conducted from. No shareholder(s)/ proxy(ies) from the public will be physically present at the meeting venue on the day of the 3<sup>rd</sup> AGM.
- A member who is entitled to attend and vote at the 3<sup>rd</sup> AGM shall be entitled to appoint not more than two (2) proxies to attend, participate and vote on his/her behalf at the 3<sup>rd</sup> AGM. A proxy may but need not be a member of the Company, and need also not be an advocate, an approved company auditor or a person approved by the registrar of the Company. Where a member appoints two (2) proxies to attend the 3<sup>rd</sup> AGM, the member shall specify the proportion of his/her shareholding to be represented by each proxy, failing which the appointment shall be invalid.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, he/she may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. The appointment of two (2) proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. The appointment of two (2) or more proxies in respect of any particular Omnibus Account shall be invalid unless the exempt authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- The instrument appointing a proxy and the power of attorney or other authority, if any, shall be in writing under the hand of appointer or of his attorney duly authorised in writing or a copy of that power of attorney, certified by an advocate and solicitor, or where the appointer is a corporation, either under the corporation's common seal or under the hand of an officer or attorney duly authorised. Any alteration in the proxy form must be initialled.
- The instrument appointing a proxy may be made via hardcopy 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 3<sup>rd</sup> AGM or at any adjournment thereof:
  - In Hardcopy Form  
The Proxy Form shall 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, Wilayah Persekutuan Kuala Lumpur, Malaysia or alternatively, at the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia.
  - By Electronic Means  
The Proxy Form can be electronically submitted via Tricor's Online website at <https://tiitb.online>. Kindly refer to the Procedure for Electronic Submission of Proxy form or via email at the Share Registrar's email address at [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com).

- Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Securities, all the resolutions set out in this Notice of 3<sup>rd</sup> AGM will be put to vote by poll.
- Those Proxy Forms which are indicated with "N" in the spaces provided to show how the votes are to be cast will also be accepted. Any alteration in the Proxy Form must be initialled.

#### Personal Data Privacy:

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, speak and vote at the 3<sup>rd</sup> AGM and/or any adjournment thereof, a member of the Company:

- consents to the collection, use and disclose of the member's personal data by the Company (or its agents) for the purpose of processing and the administration by the Company (or its agents) of proxies and representatives appointed for the 3<sup>rd</sup> AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 3<sup>rd</sup> AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");
- warrants that the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclose of the proxy(ies) and/or representative(s) personal data by the Company for the Purposes; and
- 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.



**NESTCON BERHAD**

[Registration No.: 202001008684 (1365004-W)]  
(Incorporated in Malaysia)

**ADMINISTRATIVE DETAILS FOR SHAREHOLDERS PARTICIPATING THE THIRD ANNUAL GENERAL MEETING OF NESTCON BERHAD (“3<sup>RD</sup> AGM”)**

Day, Date	:	Monday, 29 May 2023
Time	:	10:00 a.m.
Broadcast Venue	:	S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, 40460 Kota Kemuning, Shah Alam, Selangor
Online Meeting Platform	:	<a href="http://www.propollsolutions.com.my">www.propollsolutions.com.my</a> provided by Propoll Solutions Sdn Bhd (“ <b>Propoll</b> ”) (Domain Registration No. D1A403203)

**MODE OF MEETING**

In ensuring the well-being and safety of the Company’s employees and members, in light of the continuing COVID-19 cases, the 3<sup>rd</sup> AGM of Nestcon Berhad (“**the Company**”) shall be conducted in a virtual basis at the Broadcast Venue through live streaming and online remote voting using the Remote Participation and Voting Facilities (“**RPV Facilities**”). This is in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued and revised by the Securities Commission Malaysia on 7 April 2022 to encourage listed companies, wherever possible, to continue leveraging technology to conduct their general meetings to facilitate communication and engagements with shareholders.

The Broadcast Venue of the 3<sup>rd</sup> AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the meeting to be present at the main venue on the day of the AGM.

**NO SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES/ATTORNEYS** from the public shall be physically present nor admitted at the Broadcast Venue on the day of the 3<sup>rd</sup> AGM.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants at the 3<sup>rd</sup> AGM. Hence, participants are to ensure that internet connectivity throughout the duration of the meeting is maintained.

**RPV FACILITIES**

Shareholders are to participate, speak (in the form of real-time submission of typed texts) and vote remotely (collectively, “**participate**”) at the 3<sup>rd</sup> AGM using the RPV Facilities provided by Propoll Solutions Sdn Bhd, the Poll Administrator of the 3<sup>rd</sup> AGM, via its website at [www.propollsolutions.com.my](http://www.propollsolutions.com.my) (Domain Registration No. D1A403203) (“**Propoll Portal**”).

Shareholders may use the Q&A platform in Zoom Cloud Meetings App to submit questions in real time during the 3<sup>rd</sup> AGM. Shareholders may also submit questions to the Board of Directors (“**Board**”) prior to the 3<sup>rd</sup> AGM by emailing to [ir@nestcon.my](mailto:ir@nestcon.my) no later than 10:00 a.m. on 27 May 2023 or via the Q&A platform in the Propoll Portal from 10:00 a.m. on 22 May 2023 up to 29 May

2023, 9:30 a.m.. If there is time constraint in answering the questions during the 3<sup>rd</sup> AGM, the answers will be published in Nestcon Berhad's corporate website at [www.nestcon.com.my](http://www.nestcon.com.my) under Investor Relations' page, after the 3<sup>rd</sup> AGM.

If you wish to submit your questions through the Q&A platform via the Propoll Portal, you must first register as a user at the Propoll Portal. Thereafter, you may select "**My Virtual Meeting**" under the Main Menu and click on the Q&A platform to post your question(s).

## PROCEDURES FOR RPV FACILITIES

Shareholders/proxies/corporate representatives/attorneys who wish to participate in the 3<sup>rd</sup> AGM remotely using the RPV Facilities, are to follow the requirements and procedures as summarised below:

Procedures	Action
<b>Before the day of the 3<sup>rd</sup> AGM</b>	
(i) Register as a User	<ul style="list-style-type: none"> <li>• Access the Propoll Portal at <a href="http://www.propollsolutions.com.my">www.propollsolutions.com.my</a></li> <li>• Click &lt;&lt;<b>Login/Register</b>&gt;&gt; followed by &lt;&lt;<b>Register New User</b>&gt;&gt; to register as a new user.</li> <li>• Complete the registration by filling up the information required and upload a clear copy of your MyKAD (both front and back page) or Passport.</li> <li>• Read and agree to the terms &amp; conditions and thereafter, submit your registration.</li> <li>• Please enter a valid email address in order for you to receive the verification email from the Propoll Portal.</li> <li>• Your registration will be verified and approved by the Propoll Portal. Once approved, an email notification will be sent to you.</li> <li>• If you are already a user with the Propoll Portal, you are not required to register again.</li> </ul>
(ii) Submit your Question	<ul style="list-style-type: none"> <li>• You may pre-submit your questions:               <ol style="list-style-type: none"> <li>(i) using the Propoll Portal from 10:00 a.m. on 22 May 2023 up to 29 May 2023, 9:30 a.m. or</li> <li>(ii) to the Board prior to the 3<sup>rd</sup> AGM by emailing to <a href="mailto:ir@nestcon.my">ir@nestcon.my</a> no later than 10:00 a.m. on 27 May 2023.</li> </ol> </li> </ul>
<b>On the day of the 3<sup>rd</sup> AGM</b>	
(iii) Login to Propoll Portal at <a href="http://www.propollsolutions.com.my">www.propollsolutions.com.my</a>	<ul style="list-style-type: none"> <li>• Login with your user ID and password for remote participation at the 3<sup>rd</sup> AGM at any time from 9:30 a.m., i.e. 30 minutes before the commencement of the 3<sup>rd</sup> AGM.</li> <li>• If you have forgotten your password, you can reset it by clicking on "Forgot Password".</li> </ul>
(iv) Participate through Live Streaming	<ul style="list-style-type: none"> <li>• Select &lt;&lt;<b>My Virtual Meeting</b>&gt;&gt; under Main Menu.</li> <li>• Click &lt;&lt;<b>Join Meeting</b>&gt;&gt; located next to the event.</li> <li>• Please click on the video link and key in the password provided to you in the email notification from the Propoll Portal in order to join the live streaming of the 3<sup>rd</sup> AGM.</li> <li>• If you have any question(s) during the 3<sup>rd</sup> AGM, you may use the Q&amp;A platform in Zoom Cloud Meetings App to submit your question(s). The Chairman of the 3<sup>rd</sup> AGM ("<b>Chairman</b>") / Board / Management will try to respond to all relevant questions submitted during the 3<sup>rd</sup> AGM. If there is time constraint in answering the questions during the 3<sup>rd</sup> AGM, the responses will be published in Nestcon</li> </ul>

- Berhad's website at the earliest possible time after the end of the 3<sup>rd</sup> AGM.
  - If you are using a smartphone to participate in the 3<sup>rd</sup> AGM, please download Zoom Cloud Meetings App from the Google Play Store or App Store before the 3<sup>rd</sup> AGM.
  - Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
- (v) Online Remote Voting
  - Please select the <<**Voting**>> option located next to <<**Join Meeting**>> to indicate your votes for the resolutions that are tabled for voting.
  - Voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman.
  - Please cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
- (vi) End of the RPV Facilities
  - The RPV Facilities will end and the Q&A platform will be disabled the moment the Chairman announces the closure of the 3<sup>rd</sup> AGM.

**Notes to users of the RPV Facilities:**

- (a) *Should your registration to join the 3<sup>rd</sup> AGM be approved, we will make available to you the rights to join the live streamed 3<sup>rd</sup> AGM and to vote remotely using the RPV Facilities. Your login to the Propoll Portal on the day of the 3<sup>rd</sup> AGM will indicate your presence at the 3<sup>rd</sup> AGM.*
- (b) *If you encounter any issue with your online registration at the Propoll Portal, please call +6016-439 7718/+6010-526 5490 or e-mail to [propollsolution@gmail.com](mailto:propollsolution@gmail.com) for assistance.*

**PROXY**

1. The 3<sup>rd</sup> AGM will be conducted on a fully virtual basis. If you are unable to participate the 3<sup>rd</sup> AGM, you may appoint your proxy or the Chairman as proxy and indicate the voting instructions in the Proxy Form.
2. If you wish to appoint proxy(ies) to participate in the 3<sup>rd</sup> AGM using the RPV Facilities, please submit your Proxy Form, either by hand or by post to the following address, not less than 48 hours before the time appointed for holding the 3<sup>rd</sup> AGM or any adjournment thereof, otherwise the Proxy Form shall be treated as invalid:

**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  
 Wilayah Persekutuan Kuala Lumpur

3. You can also have the option to submit the proxy appointment electronically via TIIH Online at website <https://tiih.online> before the Proxy Form submission cut-off time as mentioned in the above. For further information on the electronic submission of Proxy Form, kindly refer to the Annexure to Proxy Form.
4. Corporate representatives of corporate shareholders must deposit their original certificate of appointment of corporate representative to **Tricor Investor & Issuing House Services Sdn Bhd** not less than 48 hours before the time appointed for holding the 3<sup>rd</sup> AGM or any adjournment thereof, in order to participate in the 3<sup>rd</sup> AGM via the RPV Facilities.

5. Attorneys appointed by power of attorney are to deposit their power of attorney to **Tricor Investor & Issuing House Services Sdn Bhd** not less than 48 hours before the time appointed for holding the 3<sup>rd</sup> AGM or any adjournment thereof, in order to participate in the 3<sup>rd</sup> AGM via the RPV Facilities.
6. Shareholders who have appointed a proxy or attorney or authorised representative to participate at the 3<sup>rd</sup> AGM via the RPV Facilities must ensure that his/her proxy or attorney or authorised representative register himself/herself at the Propoll Portal prior to the 3<sup>rd</sup> AGM.

## **POLL VOTING**

1. The voting at the 3<sup>rd</sup> AGM will be conducted by poll in accordance with Rule 8.29A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. Nestcon Berhad has appointed Propoll Solutions Sdn Bhd as Poll Administrator to conduct the poll by way of online remote voting using the RPV Facilities and Symphony Corporate Services Sdn Bhd as Scrutineers to verify the poll results.
2. The online remote voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman. Please refer to item (v) above for the online remote voting procedures using the RPV Facilities.
3. Upon completion of the voting session, the Scrutineers will verify the poll results followed by the declaration of results by the Chairman.

## **REVOCAION OF PROXY**

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in the 3<sup>rd</sup> AGM by yourself, please write in to **Tricor Investor & Issuing House Services Sdn Bhd** to revoke the earlier appointed proxy 48 hours before the time appointed for holding the 3<sup>rd</sup> AGM.

## **RECORDING**

Unauthorised recording of the proceedings of the 3<sup>rd</sup> AGM is strictly prohibited.

## **RECORD OF DEPOSITORS (“ROD”) FOR THE 3<sup>RD</sup> AGM**

Only shareholders whose names appear on the ROD as at 19 May 2023 shall be entitled to participate or appoint proxy(ies) to participate at the 3<sup>rd</sup> AGM via the RPV Facilities.

## **NO DOOR GIFT**

There will be **NO** door gift to be provided for participating at the 3<sup>rd</sup> AGM.

## **ENQUIRIES**

If you have any enquiry relating to the 3<sup>rd</sup> AGM, please contact any of the following person during office hours from 9:00 a.m. to 6:00 p.m. on Mondays to Fridays:

- (a) Mr. Eric Tan (Tel: +6016-439 7718/+6010-526 5490 or E-mail: propollsolution@gmail.com)

## **PERSONAL DATA PRIVACY**

By lodging and subscribe for a user account with Propoll Portal for appointing a proxy(ies) and/or representative(s) to participate and vote remotely at the 3<sup>rd</sup> AGM using the RPV Facilities, the shareholder/proxy holder/representative(s) accepts and agrees to the personal data privacy terms.