



NOTICE OF THE 63RD ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 63rd Annual General Meeting (AGM) of LPI Capital Bhd (LPI) will be held on Friday, 5 April 2024 at 10.00 a.m. and will be conducted as a virtual AGM at the Broadcast Venue at 29th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur, Malaysia.

The 63rd AGM will be held for the following purposes:

AGENDA

As Ordinary Business

- To lay before the meeting the Audited Financial Statements for the financial year ended 31 December 2023 and the Reports of the Directors and Auditors thereon. (Please refer to Explanatory Note 1)
- To re-elect the following Directors who retire by rotation in accordance with Clause 89 of the Company's Constitution and who being eligible, offer themselves for re-election:
 - Mr. Tee Choon Yeow Ordinary Resolution 1
 - Dato' Chia Lee Kee Ordinary Resolution 2
- To re-elect Encik Mohamed Raslan Bin Abdul Rahman who retires in accordance with Clause 94 of the Company's Constitution and who being eligible, offer himself for re-election. Ordinary Resolution 3
- To approve the payment of Directors' Fees and Board Committee Chairman Fee of RM1,325,000 for the financial year ended 31 December 2023. Ordinary Resolution 4
(Please refer to Explanatory Note 3)
- To approve the payment of Directors' Benefit on Allowances for Directors amounting to RM352,500 for the financial year ended 31 December 2023. Ordinary Resolution 5
(Please refer to Explanatory Note 4)
- To approve the Directors' Benefit on Insurance Coverage for Non-Executive Directors from 63rd AGM to 64th AGM of the Company. Ordinary Resolution 6
(Please refer to Explanatory Note 5)
- To re-appoint Messrs. KPMG PLT as Auditors of the Company for the financial year ending 31 December 2024 and to authorise the Directors to fix the Auditors' remuneration. Ordinary Resolution 7

By Order of the Board

KONG THIAN MEE
(MAICSA 7024050)/ SSM PC No.: 202008001185
Company Secretary

Kuala Lumpur
29 February 2024

NOTES:

1. The AGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (RPV) facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd's TIIH Online website at <https://tiih.online>. Please follow the procedures provided in the Administrative Notes of LPI AGM in order to register, participate and vote remotely via the RPV facilities.
2. The Broadcast Venue of the AGM is strictly for the purpose of complying with Section 327 of the Companies Act, 2016. Members/proxies are not allowed to attend the AGM in person at the Broadcast Venue on the day of the AGM.
3. Only depositors whose names appear in the Record of Depositors as at 27 March 2024 shall be regarded as members and entitled to attend, speak (questions posted to the Board via real time submission of typed texts) and vote (collectively, "participate") at the meeting via RPV facilities.
4. A member entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies (or in the case of a corporation, a duly authorised representative) to attend and vote in his stead. A proxy may but need not be a member of the Company.
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, 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.
6. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
7. 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 the Securities Industry (Central Depositories) Act, 1991 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.
8. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
9. The instrument appointing a proxy must be deposited at 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, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia no later than 3 April 2024 at 10.00 a.m. You can also have the option to submit the proxy appointment electronically via Tricor's TIIH Online website at <https://tiih.online> no later than 3 April 2024 at 10.00 a.m.
10. A member who has appointed a proxy or attorney or authorised representative to participate at this 63rd AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV facilities via TIIH Online website at <https://tiih.online>.
11. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of Meeting will be put to vote by poll.

EXPLANATORY NOTES:

1. The Audited Financial Statements are for discussion only as they do not require shareholders' approval pursuant to the provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016. Hence, this matter will not be put for voting.
2. The profiles of Directors seeking re-election are set out in the Board of Directors' Profiles section of the Company's Integrated Annual Report 2023.

The Board, on the recommendation of the Nomination and Remuneration Committee, supported the re-election of the retiring Directors. The Board and the Nomination and Remuneration Committee had reviewed the assessment results of the Board Evaluation Exercise conducted for the financial year ended 31 December 2023 and were satisfied with the performance and contributions of the retiring Directors that they had effectively discharged their duties and responsibilities well.

3. The breakdown of the proposed payment of Directors' Fees and Board Committee Chairman Fee of RM1,325,000 for the financial year ended 31 December 2023 is as set out below:

Each Director's Fees and Board Committee Chairman Fee (per annum)		
Chairman	Chairman of Audit Committee and Nomination and Remuneration Committee	Other Directors
RM300,000	RM200,000	RM165,000

4. The breakdown of the proposed payment of Directors' Allowances amounting to RM352,500 for the financial year ended 31 December 2023 is as set out below:

Meeting Attendance Allowances (per meeting attended)	Per Member
• Board Meeting	RM1,500
• Audit Committee Meeting	RM1,500
• Risk, Compliance and Sustainability Committee Meeting	RM1,500
• Nomination and Remuneration Committee Meeting	RM1,500

Board Committees Membership Allowance (per month)	RM3,000 per Director
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5. Proposed Directors' Benefit on Insurance Coverage for Non-Executive Directors is as per following:

Insurance

- (i) Hospitalisation and Surgical Insurance
- (ii) Personal Accident Insurance
- (iii) Travel Insurance



I/ We _____ NRIC (New)/ Company No. : _____
(INSERT FULL NAME IN BLOCK CAPITAL)

of _____
(FULL ADDRESS)

being a member/ members of **LPI CAPITAL BHD**, hereby appoint* _____
(INSERT FULL NAME IN BLOCK CAPITAL)

NRIC (New) No. : _____ of _____
(FULL ADDRESS)

and _____ NRIC (New) No. : _____
(INSERT FULL NAME IN BLOCK CAPITAL)

of _____
(FULL ADDRESS)

or failing him, the Chairman of the Meeting as *my/ our proxy/ proxies to participate and vote for *me/ us on *my/ our behalf, at the 63rd Annual General Meeting of the Company to be held on Friday, 5 April 2024 at 10.00 a.m. at the Broadcast Venue at 29th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur, or any adjournment thereof, to vote as indicated below :-

NO.	RESOLUTION	FOR	AGAINST
Ordinary Business			
1.	Re-election of Mr. Tee Choon Yeow as Director.		
2.	Re-election of Dato' Chia Lee Kee as Director.		
3.	Re-election of Encik Mohamed Raslan Bin Abdul Rahman as Director.		
4.	Approval of payment of Directors' Fees and Board Committee Chairman Fee.		
5.	Approval of payment of Directors' Allowances.		
6.	Approval of Insurance Coverage for Non-Executive Directors.		
7.	Re-appointment of Messrs. KPMG PLT as Auditors of the Company and authority to the Directors to fix the Auditors' remuneration.		

(Please indicate with an "X" in the space provided above on how you wish your vote to be cast. If you do not do so, the Proxy(ies) will vote or abstain from voting at his discretion.)

Dated this _____ day of _____ 2024

No. of ordinary shares held	:	
CDS Account No.	:	
Proportion of shareholdings to be represented by proxies	: First Proxy : _____%	Second Proxy : _____%
Contact No.	:	

Signature of Member/ Common Seal

Notes:

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- A member entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies (or in the case of a corporation, a duly authorised representative) to attend and vote in his stead. A proxy may but need not be a member of the Company.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, 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 appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings 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 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 the Securities Industry (Central Depositories) Act, 1991 which is exempted from compliance with the provisions of subsection 25A(1) of the said Act.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy must be deposited at 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, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia no later than 3 April 2024 at 10.00 a.m. You can also have the option to submit the proxy appointment electronically via Tricor's TIIH Online website at <https://tiih.online> no later than 3 April 2024 at 10.00 a.m.
- A member who has appointed a proxy or attorney or authorised representative to participate at this 63rd AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV facilities via TIIH Online website at <https://tiih.online>.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of Meeting will be put to vote by poll.

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STAMP

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

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LPI CAPITAL BHD 196201000175 (4688-D)
(Incorporated in Malaysia)

**63RD ANNUAL GENERAL MEETING (AGM)
ADMINISTRATIVE NOTES**

Date : Friday, 5 April 2024
Time : 10.00 a.m.
Broadcast Venue : 29th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur, Malaysia

1. CONDUCT OF MEETING

The AGM will be conducted as a virtual AGM through live streaming and online remote voting. The meeting platform is <https://tjih.online>. **Members/proxies are not allowed to attend the AGM in person at the Broadcast Venue on the day of the AGM.**

2. ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only Members whose names appear in the Record of Depositors as at 27 March 2024 (General Meeting Record of Depositors) shall be entitled to participate and vote at the AGM.

3. MODE OF COMMUNICATION

Members may submit questions to the Board of Directors prior to the AGM through online platform provided by Tricor Investor & Issuing House Services Sdn Bhd (Tricor) via its TIH Online website at <https://tjih.online> by selecting “e-Services” to login, pose questions and submit electronically no later than 10.00 a.m. on Wednesday, 3 April 2024, or may use the query box to transmit questions to the Board of Directors via Remote Participation and Voting (RPV) facilities during live streaming of the AGM.

4. NO DOOR GIFT

There will be **NO** distribution of door gift to Members/proxies who participate in the AGM.

5. POLL VOTING

- The voting at the 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 as Poll Administrator to conduct the poll voting via its TIIH Online website at <https://tjih.online> and Deloitte Business Advisory Sdn Bhd as Scrutineers to verify the poll results.
- Shareholders/proxies/corporate representatives/attorneys can proceed to vote remotely on the resolutions and submit your votes at any time from the commencement of the AGM at 10.00 a.m. and before the end of the voting session which will be announced by the Chairman of the meeting.
- Upon completion of the voting session for the AGM, the Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

6. PROCEDURES FOR RPV FACILITIES

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

	Procedure	Action
	Before the day of the AGM	
(a)	Register as a user with TIIH Online	<ul style="list-style-type: none">• Access the website at https://tjih.online. Register as a user under the “e-Services”. Select the “Sign Up” button followed by “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance.• Registration as a user will be approved within one 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 RPV registration	<ul style="list-style-type: none">• Registration is open from Thursday, 29 February 2024 until the day of AGM on Friday, 5 April 2024. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the AGM to ascertain their eligibility to participate the AGM using RPV.• Login in with your user ID (i.e. e-mail address) and password and select the corporate event: “(REGISTRATION) LPI CAPITAL BHD 63RD AGM”.

		<ul style="list-style-type: none"> • 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 General Meeting ROD as at 27 March 2024, the system will send you an e-mail on or after 3 April 2024 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for the approval of new user of TIIH Online and registration for the RPV.)</i></p>
On the day of the AGM		
(c)	Login to TIIH Online	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the AGM at any time from 9.00 a.m. i.e. 1 hour before the commencement of meeting at 10.00 a.m. on Friday, 5 April 2024.
(d)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select the corporate event: “(LIVE STREAM MEETING) LPI CAPITAL BHD 63RD AGM” to engage in the proceedings of the 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 AGM.
(e)	Online Remote Voting	<ul style="list-style-type: none"> • Voting session commences from 10.00 a.m. on Friday, 5 April 2024 until a time when the Chairman announces the end of the session. • Select the corporate event: “(REMOTE VOTING) LPI CAPITAL BHD 63RD 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.

		<ul style="list-style-type: none"> • Confirm and submit your votes.
(f)	End of remote participation	Upon the announcement by the Chairman on the conclusion of the AGM, the Live Streaming will end.

Notes to users of the RPV facilities :-

1. Should your registration for RPV be approved, we will make available to you the right to join the live streamed 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 that you use.
3. In the event you encounter any issue with logging-in, connection to the live streamed 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 for assistance.

7. APPOINTMENT OF PROXY

- In view that the AGM will be conducted as a virtual meeting, a member can appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the form of proxy.
- A shareholder who has appointed a proxy(ies) or attorney(s) or authorised representative(s) to participate at the AGM via RPV must request his/her proxy(ies) or attorney or authorised representative to register himself/herself for RPV via TIIH Online website at <https://tiih.online>. Please refer to the Procedures for RPV.
- The appointment of a proxy may be made in the following manner and must be received by the Company via its Share Registrar, Tricor not less than 48 hours before the time set for the AGM or no later than Wednesday, 3 April 2024 at 10.00 a.m. :-
 - By electronic means via online
The proxy appointment must be made via Tricor's TIIH Online website at <https://tiih.online>.

The procedures and actions required are as follows :-

Procedures	Actions
i. <u>Steps for Individual Shareholders</u>	
Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access the website at https://tiih.online. Register as a user under the “e-Services”. Please do 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.
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: “LPI CAPITAL BHD 63RD 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(s) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. • Review and confirm your proxy(s) appointment. • Print proxy form for your record.

ii. Steps for corporation or institutional shareholders

Register as a User with TIIH Online

- Access TIIH Online at <https://tiih.online>.
- Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the “Sign Up” button followed by “**Create Account by Representative of Corporate Holder**”.
- Complete the registration form and upload the required documents.
- Registration will be verified, and you will be notified by email within one (1) to two (2) working days.
- Proceed to activate your account with the temporary password given in the email and re-set your own password.

(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.)

Proceed with submission of form proxy

- Login to TIIH Online at <https://tiih.online>.
- Select the corporate event name: “**LPI CAPITAL BHD 63RD 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.
- Login to TIIH Online, select corporate event name: “**LPI CAPITAL BHD 63RD 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.

- By electronic means via email
The form of proxy must be received via email at Tricor's email address at is.enquiry@my.tricorglobal.com.
- By electronic means via facsimile
The form of proxy must be received via facsimile at Tricor's fax no. 03-2783 9222.
- In hard copy form
The form of proxy must be deposited at the office of the 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 its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

8. INTEGRATED ANNUAL REPORT 2023

- The Company's Integrated Annual Report 2023 is available on the Company's website at <https://www.lpicapital.com/financial-reports/annual-report>
- You may request for a printed copy of the Integrated Annual Report 2023 at <https://tiih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services". However, we hope you would consider the environmental and sustainability concerns, before requesting for the printed copy of the Integrated Annual Report 2023.

9. ENQUIRY

If you have any enquiries, please contact our Share Registrar 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 : +603-2783 9299
Fax Number : +603-2783 9222
Email : is.enquiry@my.tricorglobal.com

The Company may at its discretion make any changes to the above arrangements in the event of unforeseen circumstances.