



## MAGNA PRIMA BERHAD

(Registration No. 199501040315 (369519-P))  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Magna Prima Berhad (“MPB” or “Company”) will be held at Ideal Convention Centre – IDCC Shah Alam, Level 7, Jalan Pahat L 15/L, Seksyen 15, 40200 Shah Alam, Selangor Darul Ehsan on Tuesday, 16 April 2024 at 11.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:-

#### ORDINARY RESOLUTION

**PROPOSED JOINT DEVELOPMENT BETWEEN TWINICON (M) SDN BHD (“TWINICON”), A WHOLLY-OWNED SUBSIDIARY OF THE COMPANY, AND GOLDEN RAINBOW VIEW SDN BHD (“GOLDEN RAINBOW”) FOR THE DEVELOPMENT OF FIVE PARCELS OF ADJOINING FREEHOLD LAND HELD UNDER GERAN 4628 TO 4632, LOT 124 TO LOT 128, SEKSYEN 44, CITY AND DISTRICT OF KUALA LUMPUR, WILAYAH PERSEKUTUAN KUALA LUMPUR (“PROPOSED JOINT DEVELOPMENT”)**

**“THAT** subject to the approvals of all relevant regulatory authorities and/or third parties being obtained (where required), and the conditions precedent in the conditional development agreement dated 18 January 2024 entered into between Twinicon (as landowner) and Golden Rainbow (as developer) in relation to the Proposed Joint Development (“**Development Agreement**”) being obtained/fulfilled or waived (as the case may be), approval be and is hereby given for Twinicon to undertake the Proposed Joint Development, in accordance with the terms and conditions as stipulated in the Development Agreement;

**THAT** the board of directors of Twinicon be and is hereby empowered and authorised to execute, sign, deliver and cause to be delivered the Development Agreement and all such other agreements, undertakings, indemnities, transfers, extensions, assignments, deeds, confirmations, declarations, guarantees, documents and/or arrangements, with any party or parties, and to do all such acts and matters as they may consider necessary or expedient in order to implement, finalise, give full effect to and complete the Proposed Joint Development under the terms and conditions of the Development Agreement, with full powers to negotiate, approve, agree and/or assent to any conditions, revaluations, modifications, variations and/or amendments thereto in any manner as they may deem fit and/or may be required or imposed by the relevant authorities, including to enter into any supplemental agreement(s) in connection with the Development Agreement and/or the Proposed Joint Development, and to deal with all matters incidental, ancillary to and/or relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient in the best interest of the Company;

**THAT** any and all actions taken by the board of directors of the Company (“**Board**”) and/or Twinicon in connection with the Development Agreement to date or as may be incidental to, ancillary to or expedient in connection with the Proposed Joint Development be and are hereby approved and ratified;

**AND THAT** the Board be and is hereby authorised to utilise the proceeds to be raised from the Proposed Joint Development for such purposes and in such manner as set out in the circular to shareholders of the Company dated 27 March 2024 and the Board be and is hereby authorised with full power to vary the manner and/or purpose of the utilisation of such proceeds in the manner as the Board may deem fit, necessary and/or expedient, subject to the approvals of the relevant authorities (where required) and in the best interest of the Company.”

By Order of the Board

**MAGNA PRIMA BERHAD**

**TAN TONG LANG (MAICSA 7045482 / SSM PC NO. 202208000250)**

**THIEN LEE MEE (LS0010621 / SSM PC NO. 201908002254)**

Company Secretaries

Kuala Lumpur

27 March 2024

#### Notes:-

- A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company.
- Where a member appoints two (2) or more proxies, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
- Where a member of the Company is an exempt authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 (“**Central Depositories Act**”) which is exempted from compliance with the provision of subsection 25A(1) of the Central Depositories Act 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.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing, or if the appointor is a corporation, either under the corporation’s common seal or under the hand of an officer or attorney duly authorised.
- The appointment of a proxy may be made in a hard copy form or by electronic form 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 EGM 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 at the office of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia.
  - By electronic means  
The proxy form can be electronically submitted with the Share Registrar of the Company via email at [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com).
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the office of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia not less than forty-eight (48) hours before the time appointed for holding the EGM 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.
- For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative at the office of the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia not less than forty-eight (48) hours before the time appointed for holding the EGM. The certificate of appointment of authorised representative should be executed in the following manner:
  - If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - at least two (2) authorised officers, of whom one shall be a director; or
    - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- For the purpose of determining a member who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 5 April 2024. Only members whose name appears on the Record of Depositors as at 5 April 2024 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.
- All the resolutions set out in this Notice of Meeting will be put to vote by poll.
- The Personal Data Protection Act, 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us or our agents your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/ or disclosure of any personal data of or relating to you for the purposes of issuing this Notice of Meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and/or authorisation of all persons whose personal data you have disclosed and/or processed, in connection with the foregoing.