



**Lotte Chemical Titan Holding Berhad (“Company”)**

(Registration no. 199101012045 (222357-P))  
(Incorporated in Malaysia)

**NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN that the 2024 Annual General Meeting (“2024 AGM”) of the Company will be held on a virtual basis through the TIH Online website at <https://tiah.online> or <https://tiah.com.my> (Domain registration number with MYNIC: D1A282781) on Tuesday, 30 April 2024 at 10.00 a.m. to transact the following business:**

**AGENDA**

1. To receive the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors who are retiring pursuant to Clause 100 of the Company’s Constitution:
  - i. Tan Sri Datuk (Dr.) Rafiah binti Salim **Resolution 1**
  - ii. Park Hyun Chul **Resolution 2**
3. To approve the payment of the following Directors’ Fees for the financial year ending 31 December 2024:
  - i. RM272,000 for Independent Non-Executive Chairman **Resolution 3**
  - ii. RM189,000 for each Independent Non-Executive Director (Please refer to Explanatory Note 3)
4. To approve the payment of Directors’ remuneration and benefits (excluding Directors’ Fees) to the Independent Non-Executive Directors up to an amount of RM243,000 with effect from 2024 Annual General Meeting until the next Annual General Meeting of the Company. (Please refer to Explanatory Note 4) **Resolution 4**
5. To appoint Messrs Ernst & Young PLT as Auditors of the Company in place of the retiring Auditors, Messrs KPMG PLT, and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors. (Please refer to Explanatory Note 5) **Resolution 5**

**As Special Business:**

6. To consider and if thought fit, to pass the following ordinary resolution: **Resolution 6**

**6.1 Ordinary Resolution**

**PROPOSED RENEWAL OF EXISTING SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING IN NATURE AND CONTRACTS ENTERED INTO FROM TIME TO TIME WHICH ARE NECESSARY OR WOULD FACILITATE THE DAY-TO-DAY OPERATIONS**

“THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the renewal of the existing shareholders’ mandate to the Company and/or its subsidiaries to enter into Recurrent Related Party Transactions of a revenue or trading in nature and contracts entered into from time to time with Related Party(ies) as specified in Section 2.3 of the Circular to Shareholders dated 29 March 2024 which are necessary for the day-to-day operations; in the ordinary course of business, based on normal commercial terms which are not more favourable to the Related Party(ies) than those generally available to the public and are not detrimental to minority shareholders of the Company (“Shareholders’ Mandate”) and such approval shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the forthcoming 2024 AGM at which the Shareholders’ Mandate is passed, at which time such Shareholders’ Mandate will lapse, unless by a resolution passed at the meeting, the authority for the Shareholders’ Mandate is renewed;
- (ii) the expiration of the period, within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“Act”) (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

**AND THAT** the Directors of the Company be authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the Shareholders’ Mandate.”

**By Order of the Board**

**Janet Phan Pui Li**  
(SSM PC No. 202108000484)  
(MACS 01841)

**Cynthia Gloria Louis**  
(SSM PC No. 201908003061)  
(MAICSA 7008306)  
Company Secretaries

Selangor Darul Ehsan  
29 March 2024

**Notes:**

1. Shareholders are to attend, participate, speak (in the form of real time submission of typed texts) and vote (collectively, “Participate”) remotely at the 2024 AGM via the Remote Participation and Voting facilities (“RPV”) provided by Tricar Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tiah.online>. Please refer to the Administrative Notes of the 2024 AGM for the procedures for RPV.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 23 April 2024 (General Meeting Record of Depositors) shall be entitled to Participate at this 2024 AGM.
3. A member entitled to Participate at the above meeting is entitled to appoint not more than two (2) proxies to attend and vote instead of him save for a member who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, may appoint at least one proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“omnibus account”), there is no limit to the number of proxies which such member may appoint in respect of each omnibus account it holds. There shall be no restriction as to the qualification of the proxy and a proxy duly appointed to Participate at a meeting of the Company shall have the same rights as the member to speak at the meeting.
4. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his holding(s) to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
6. The Form of proxy must be deposited at the office of the Company’s Share Registrar, Tricar 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, not less than forty-eight (48) hours before the time appointed for holding the 2024 AGM. The proxy appointment may also be submitted electronically via Tricar’s TIH Online website at <https://tiah.online> not less than forty-eight (48) hours before the time appointed for holding the 2024 AGM. For further information on the electronic submission of Form of Proxy, kindly refer to the Administrative Notes of the 2024 AGM.
7. A member who has appointed a proxy to Participate in the 2024 AGM via RPV must request his/her proxy to register himself/herself for RPV at TIH Online website at <https://tiah.online> in accordance to the procedures set out in the Administrative Notes.

**Explanatory Notes to Ordinary and Special Business**

**1. Item 1 of the Agenda - Audited Financial Statements for financial year ended 31 December 2023**

The Agenda No. 1 is meant for discussion only as Section 340(1)(a) of the Act does not require a formal approval of the shareholders for the audited financial statements. Hence, this item of the Agenda is not put forward for voting.

**2. Resolutions 1 and 2**

The Nomination and Remuneration Committee (“NRC”) has assessed each of the retiring Directors seeking re-election. Based on the annual performance evaluation and assessment of the retiring directors, the findings are as follows:

- i. The retiring Directors have met the criteria of the Company’s fit and proper policy that enabling them to effectively discharge their roles as directors of the Company.
- ii. The retiring directors have demonstrated their time commitment and level of contribution to effectively discharge their roles as directors and to act in the best interests of the Company.
- iii. The Directors provided fresh perspectives and valuable input during Board and Board Committees deliberations.
- iv. They are accomplished in their own fields and have the required competence and experience to provide valuable input during Board deliberations to meet business demands and the strategies of the Company.
- v. The retiring independent director has complied with the independence criteria as required by the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and she continues to bring independent judgement to Board discussions.
- vi. The retiring Directors have declared that they have not engaged in any business dealings or actions that could compromise their impartiality or create a conflict of interest with their roles within the LCT Group.
- vii. The Directors continue to be proactive in addressing sustainability risk, ESG issues and opportunities.
- viii. The number of directorships held by the retiring directors is less than 5 and does not impede their duties in LCT.

The Board endorsed the NRC’s recommendation on the re-election of the retiring directors.

The details and profiles of the retiring directors are set out in the Profile of Directors on pages 109 and 111 in the Company’s 2023 Integrated Annual Report.

**3. Resolution 3 – Directors’ fees**

The Company adopted the following fees for the Independent Non-Executive Directors:

	Directors’ Fees (RM per Director per annum)
Independent Chairman	272,000
Independent Director	189,000

**4. Resolution 4 – Directors’ remuneration and benefits**

The Directors’ remuneration and benefits (excluding Directors’ Fees) comprise meeting allowances and other emoluments payable to the Independent Non-Executive Directors from 2024 Annual General Meeting until the next Annual General Meeting of the Company (“the Relevant Period”).

The meeting allowance for Board and Board Committees meetings is stated below:

	Meeting allowance	
	Independent Chairman of Board/Committee (RM per Director per Meeting)	Independent Directors/Members of Committee (RM per Director per Meeting)
Board	3,000	2,000
Audit Committee	2,500	2,000
Risk Management Committee	2,500	2,000
Nomination and Remuneration Committee	2,500	2,000

In determining the estimated total meeting allowances for the Relevant Period, the Board has considered various factors, among others, the size of the Board and Board Committees as well as the number of meetings scheduled to be held during the Relevant Period.

**5. Resolution 5 – Appointment of Auditors in place of Retiring Auditors**

The Company had received a Notice of Nomination from LOTTE Chemical Corporation (“LCC”), our major shareholder and holding company for the appointment of Messrs Ernst & Young PLT as Auditors of the Company in place of Messrs KPMG PLT who will be retiring as Auditors at the forthcoming 2024 AGM of the Company.

The proposed change of auditors is to streamline the auditors of LCC Group worldwide. The Board of Directors has reviewed the recommendation of the Audit Committee and has recommended the above proposal to be tabled to the shareholders for approval at the forthcoming 2024 AGM of the Company.

A copy of the Notice of Nomination from LCC is annexed as “Annexure A” in the Company’s 2023 Integrated Annual Report.

**6. Resolution 6 – Proposed renewal of existing shareholders’ mandate for recurrent related party transactions of a revenue or trading in nature and contracts entered into from time to time which are necessary or would facilitate the day-to-day operations (“Proposed Shareholders’ Mandate”)**

The proposed Resolution 6, if approved, will allow LOTTE Chemical Titan Group to enter into Recurrent Related Party Transactions pursuant to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. Further information on the Proposed Shareholders’ Mandate is set out in the Circular to Shareholders of the Company dated 29 March 2024 which is dispatched together with the Company’s 2023 Integrated Annual Report.

# ADMINISTRATIVE NOTES FOR THE 2024 ANNUAL GENERAL MEETING (“AGM”)

**Online Meeting Platform**

<https://tjih.online> or <https://tjih.com.my>

(Domain registration number with  
MYNIC: D1A282781)

**Date**

30 April 2024 (Tuesday)

**Time**

10.00 am

- In line with the Guidance Note and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers (“Guidance Note”) issued by the Securities Commission Malaysia (including any amendments that may be made from time to time), our AGM will be conducted on a virtual basis through live streaming via the Remote Participation and Voting (“RPV”) facilities provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) in Malaysia via its TIH Online website at <https://tjih.online>. You are encouraged to attend, participate, speak (in the form of real time submission of typed texts) and vote (collectively, “Participate”) remotely at our AGM using the RPV facilities provided by our share registrar, Tricor, via its TIH Online website at <https://tjih.online>.
- According to the revised Guidance Note issued by the Securities Commission Malaysia on 7 April 2022, an online meeting platform located in Malaysia is recognised as the meeting venue and all meeting participants of a virtual general meeting are required to participate in the meeting online.
- All shareholders are encouraged to attend our AGM via the RPV facilities. You may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at our AGM.
- Any changes to our AGM arrangements will be announced on our website or via Bursa Malaysia announcements.

**Remote  
Participation  
and Voting**

- The RPV facilities are available on Tricor’s TIH Online website at <https://tjih.online>.
- You are to Participate remotely at our AGM using RPV facilities from Tricor.
- Kindly refer to procedures for RPV as set out in the next page for the requirements and procedures.



## Procedures to Participate via RPV Facilities

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

### Before The AGM Day

Procedure >>>	Action
<p><b>1</b></p> <p>Register as a user with TIIH Online</p>	<ul style="list-style-type: none"> <li>Using your computer, access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services” select the “Sign Up” button, followed by “<b>Create Account by Individual Holder</b>”. Please refer to the tutorial guide posted on the homepage for assistance.</li> <li>Registration as a user will be approved within one working day and you will be notified via e-mail.</li> <li>If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.</li> </ul>
<p><b>2</b></p> <p>Submit your request to attend AGM remotely</p>	<ul style="list-style-type: none"> <li>Registration is open from Friday, 29 March 2024 until the day of AGM on Tuesday, 30 April 2024. Shareholders or proxies or corporate representatives or attorneys are required to pre-register their attendance for our AGM to ascertain their eligibility to participate in our AGM using the RPV facilities.</li> <li>Login with your user ID (i.e. e-mail address) and password and select the corporate event: “<b>(REGISTRATION) LOTTE 2024 AGM</b>”.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select “Register for Remote Participation and Voting”.</li> <li>Review your registration and proceed to register.</li> <li><b>An e-mail will be sent to you to notify</b> that your registration for remote participation is received and will be verified.</li> <li>After verification of your registration against the Record of Depositors of our Company as at 23 April 2024, <b>an e-mail will be sent to you on or after 28 April 2024 to approve or reject</b> your registration for remote participation.</li> </ul> <p><i>(Note: Please allow sufficient time for approval of new users of TIIH Online and registration for the RPV).</i></p>

### On The AGM Day

Procedure >>>	Action
<p><b>1</b></p> <p>Login to TIIH Online</p>	<ul style="list-style-type: none"> <li>Login with your user ID and password for remote participation at our AGM at any time from 9.00 a.m. i.e. 1 hour before the commencement of meeting at 10.00 a.m. on Tuesday, 30 April 2024.</li> </ul>
<p><b>2</b></p> <p>Participate through Live Streaming</p>	<ul style="list-style-type: none"> <li>Select the corporate event: “<b>(LIVE STREAM MEETING) LOTTE 2024 AGM</b>” to engage in the proceedings of our AGM remotely.</li> <li>If you have any questions for our Chairman/Board of Directors of LOTTE (“Board”), you may use the query box to post your questions.</li> <li>Any questions that are not addressed due to time constraints will be published on our website within 30 days of our AGM.</li> </ul>
<p><b>3</b></p> <p>Online remote voting</p>	<ul style="list-style-type: none"> <li>Voting session commences from 10.00 a.m. on <b>Tuesday, 30 April 2024</b> until a time when the Chairman announces the end of the session.</li> <li>Select the corporate event: “<b>(REMOTE VOTING) LOTTE 2024 AGM</b>” or if you are on the live stream meeting page, you can select “<b>GO TO REMOTE VOTING PAGE</b>” button below the query box.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select the CDS account that represents your shareholdings.</li> <li>Indicate your votes for the resolutions that are tabled for voting.</li> <li>Confirm and submit your votes.</li> </ul>
<p><b>4</b></p> <p>End of remote participation</p>	<ul style="list-style-type: none"> <li>Upon the announcement by the Chairman on the conclusion of our AGM, the live stream will end.</li> </ul>

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

- 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.
- 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.
- In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.



## Entitlement to Participate and Appointment of Proxy

- Only members whose names appear on the Record of Depositors of our Company as at 23 April 2024 shall be eligible to Participate at our AGM or appoint proxies and/or the Chairman of the Meeting to attend and vote on his/her behalf.
- In view that our AGM will be conducted on a virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.
- If you wish to Participate in our AGM yourself, please do not submit the Form of Proxy for the AGM. You will not be allowed to Participate in the AGM together with a proxy appointed by you.
- The Form of Proxy and/or documents relating to the appointment of proxy/corporate representative/attorney for the AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than Sunday, 28 April 2024 at 10.00am.

### (i) In hard copy:

By hand or post to the office of our 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 its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

### (ii) By electronic form:

You can have the option to submit the Form of Proxy electronically via TIH Online and the steps to submit are summarised below:

Procedure >>> Action	
<b>1 Steps for Individual Shareholders</b>	
Register as a User with TIH Online	<ul style="list-style-type: none"> <li>• Using your computer, please access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance.</li> <li>• If you are already a user with TIH Online, you are not required to register again.</li> </ul>
Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> <li>• After the release of the Notice of Meeting by our Company, login with your user name (i.e. email address) and password.</li> <li>• Select the corporate event: “<b>LOTTE 2024 AGM - SUBMISSION OF FORM OF PROXY</b>”.</li> <li>• Read and agree to the Terms and Conditions and confirm the Declaration.</li> <li>• Insert your CDS account number and indicate the number of shares for your proxies to vote on your behalf.</li> <li>• Appoint your proxies and insert the required details of your proxies or appoint the Chairman as your proxy.</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise proxies will decide on your votes.</li> <li>• Review and confirm your proxies appointment.</li> <li>• Print the Form of Proxy for your record.</li> </ul>
<b>2 Steps for corporation or institutional shareholders</b>	
Register as a User with TIH Online	<ul style="list-style-type: none"> <li>• Access TIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the “Sign Up” button and followed by “<b>Create Account by Representative of Corporate Holder</b>”.</li> <li>• Complete the registration form and upload the required documents.</li> <li>• Registration will be verified, and you will be notified by email within one to two working days.</li> <li>• Proceed to activate your account with the temporary password given in the email and re-set your own password.</li> </ul> <p><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>

Procedure	Action
Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> <li>• Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Select the corporate event name: “<b>LOTTE 2024 AGM - SUBMISSION OF FORM OF PROXY</b>”.</li> <li>• Agree to the Terms &amp; Conditions and Declaration.</li> <li>• Proceed to download the file format for “Submission of Form of Proxy” in accordance with the Guidance Note set therein.</li> <li>• Prepare the file for the appointment of proxies by inserting the required data.</li> <li>• Login to TIIH Online, select corporate event name: “<b>LOTTE 2024 AGM - SUBMISSION OF FORM OF PROXY</b>”.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select “Submit” to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>

### Voting at Meeting

- The voting at our AGM will be conducted on a poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. We have appointed Tricor to conduct the poll voting electronically.
- You 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 our AGM at 10.00 a.m.. Kindly refer to “Procedures to Participate via RPV Facilities” provided above for guidance on how to vote remotely via TIIH Online.

### Door Gift or Food Voucher

- There will be no door gifts or food vouchers for attending our AGM.

### No Recording or Photography

- Unauthorised recording and photography are strictly prohibited at our AGM.

### Pre-Meeting Submission of Questions to the Board

- Our Board recognises that the AGM is a valuable opportunity for our Board to engage with you. In order to enhance the efficiency of the proceedings of our AGM, you may in advance, submit questions to our Board electronically via Tricor’s TIIH Online website at <https://tiih.online>, by logging in to “e-Services”, no later than Sunday, 28 April 2024 at 10.00 a.m.

### Enquiry

- If you have any enquiries prior to the meeting, please call our share registrar, Tricor at +603-2783 9299 or email at [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com) during office hours i.e. from 8.30 a.m. to 5.30 p.m. (Monday to Friday, except on Public Holidays).