



NETX HOLDINGS BERHAD
(Registration No. 200001030834 (533441-W))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of NetX Holdings Berhad (“**NetX**” or “**the Company**”) will be held on a virtual basis and entirely via remote participation and voting from the Broadcast Venue at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan via online meeting platform at <https://rebrand.ly/NetX-EGM> on Monday, 29 April 2024 at 11.00 a.m. or 15 minutes after the conclusion or adjournment of the Company’s Twenty-Third (23rd) Annual General Meeting (“**AGM**”) to be held on a virtual basis through live streaming from the same Broadcast Venue and on the same day at 10.00 a.m., whichever is the later or any adjournment thereof, for the purpose of transacting the following business:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 468,976,320 NEW WARRANTS IN NETX (“WARRANTS D”) ON THE BASIS OF 1 WARRANT D FOR EVERY 2 EXISTING ORDINARY SHARES IN NETX (“NETX SHARES” OR “SHARES”) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE OF WARRANTS”)

“**THAT** subject to the approvals of all relevant regulatory authorities or parties having been obtained, where required, the Board of Directors of the Company (“**Board**”) be and is hereby authorised to issue and allot up to 468,976,320 Warrants D in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants D (“**Deed Poll D**”), by way of bonus to the shareholders of the Company whose names appear on the Record of Depositors of the Company as at the close of business at 5.00 p.m. on the entitlement date to be determined and announced later by the Board (“**Entitlement Date**”), on the basis of 1 Warrant D for every 2 existing Shares held on the Entitlement Date;

THAT the Board be and is hereby authorised to fix the exercise price of the Warrants D at a later date and that the Board be and is hereby authorised to issue and allot the new NetX Shares arising from the exercise of the Warrants D by the holders of the Warrants D in accordance with the Deed Poll D and such new NetX Shares shall, upon allotment and issuance, rank equally in all aspects with the existing Shares, save and except that the new NetX Shares will not be entitled to any dividends, rights, allotments and/or other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the new NetX Shares;

THAT all fractional entitlements arising from the Proposed Bonus Issue of Warrants, if any, shall be disregarded and the Board be and is hereby authorised to deal with any fractional entitlements of the Warrants D that may arise from the Proposed Bonus Issue of Warrants, if any, in such manner as the Board shall in its absolute discretion deem fit and expedient and in the best interests of the Company;

THAT the proceeds arising from the exercise of the Warrants D, if any, be utilised for the purposes set out in the circular to shareholders dated 12 April 2024 in relation to the Proposed Bonus Issue of Warrants, and the Board be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient, subject to the approval of the relevant authorities, where required;

THAT approval be and is hereby given to the Board to issue and allot such appropriate number of Warrants D in accordance with the provisions of the Deed Poll D, including any additional Warrants D as may be required or permitted to be issued as a consequence of any adjustments in accordance with the terms and conditions of the Deed Poll D and to adjust from time to time the exercise price and/or number of the Warrants D to which the holders of the Warrants D are entitled to be issued as a consequence of the adjustments under the provisions of the Deed Poll D and to issue and allot further new Shares as may be required or permitted to be issued pursuant to such adjustments and upon any exercise by the holders of such additional Warrants D;

THAT the Board be and is hereby authorised to finalise, enter into, execute and deliver for and on behalf of the Company the Deed Poll D with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or as may be deemed necessary by the Board, and to take all steps as the Board may deem fit or expedient in order to implement, finalise and give full effect to the Deed Poll D (including, without limitation, the affixing of the Company’s common seal, where necessary);

THAT the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Bonus Issue of Warrants with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and to do all acts and things in any manner as the Board may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants;

AND THAT this Ordinary Resolution constitutes a specific approval for the issuance of securities of the Company as contemplated herein which is made pursuant to an offer, agreement or option and shall continue in full force and effect until all Warrants D, additional Warrants D (if any) and new Shares to be issued pursuant to or in connection with the Proposed Bonus Issue of Warrants have been duly allotted and issued in accordance with the terms of the Proposed Bonus Issue of Warrants.”

By Order of the Board
NETX HOLDINGS BERHAD

CHONG VOON WAH
(SSM PC No. 202008001343) (MAICSA 7055003)
THAI KIAN YAU
(SSM PC No. 202008001515) (MIA 36921)
Company Secretaries

Kuala Lumpur
12 April 2024

Notes

1. A member entitled to attend and vote at the Meeting is entitled to appoint a maximum of two (2) proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company.
2. Where a member appoints more than one proxy to attend the same meeting, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
3. Where a member of the Company is an exempt authorised nominee defined under the 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.
4. 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 signed by attorney so authorised.
5. The Form of Proxy must be deposited at the Registrar Office of the Company at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, or via e-mail at ir@shareworks.com.my not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument, proposes to vote or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll.
6. For the purpose of determining members’ eligibility to attend this meeting, only members whose names appear in the Record of Depositors as at 22 April 2024 shall be entitled to attend this meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.
7. Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the Ordinary Resolution set out above will be put to vote by way of poll.
8. The EGM will be conducted by way of virtual meeting from the Broadcast Venue, the members are advised to refer to the Administrative Guide on the registration and voting process for the said meeting.



NETX HOLDINGS BERHAD

(Registration No. 200001030834 (533441-W))
(Incorporated in Malaysia)

EXTRAORDINARY GENERAL MEETING

ADMINISTRATIVE GUIDE

Date	Monday, 29 April 2024
Time	11.00 a.m. or 15 minutes after the conclusion or adjournment of the Company's Twenty-Third (23rd) Annual General Meeting ("AGM") to be held on a virtual basis through live streaming from the same Broadcast Venue and on the same day at 10.00 a.m., whichever is the later or any adjournment thereof
Broadcast Venue	Lot 4.1, 4th Floor, Menara Lien Hoe No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort 47410 Petaling Jaya, Selangor Darul Ehsan

Virtual Meeting

1. The Extraordinary General Meeting ("EGM") will be conducted by way of a virtual meeting and online remote voting using the Remote Participation and Voting Facilities ("RPV Facilities") from the broadcast venue at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8 Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan via online meeting platform at <https://rebrand.ly/NetX-EGM>.
2. Shareholders are **strongly encouraged** to take advantage of the RPV Facilities to participate and vote remotely at the EGM. With the RPV Facilities, you may exercise your right as a member of the Company to participate (including to pose questions to the Board of Directors ("Board") and/or management of the Company) and vote at the EGM. Alternatively, you may also appoint the Chairman of the meeting as your proxy to attend and vote on your behalf at the EGM. Details of the RPV Facilities are set out below.

Registration

3. The EGM will be held virtually. The registration is mandatory for the event. Please click the following link to register: <https://rebrand.ly/NetX-EGM>
4. All the Shareholders are required to register in order to participate to the EGM. The registration will be open from 11.00 a.m. on 12 April 2024 and close at 11.00 a.m. on 28 April 2024.

Upon submission of your registration, you will receive an email to notify you that your registration has been received and is pending verification.

5. After verification of your registration against the Record of Depositors of the Company, the system will send you an email to notify you if your registration is approved or rejected after 22 April 2024.
6. Should your registration be rejected, you can contact the Company's Share Registrar or the Company for clarifications.
7. The event is powered by Cisco Webex. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android and iOS). Please follow the tutorial guide posted on <https://rebrand.ly/NetX-EGM>

General Meeting Records of Depositors

8. For the purpose of determining members' eligibility to attend this meeting, only members whose names appear in the Record of Depositors of the Company as at 22 April 2024 shall be entitled to attend this meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.

Individual Members

9. Individual members are strongly encouraged to take advantage of RPV Facilities to participate and vote remotely at the EGM. Please refer to the details as set out under RPV Facilities for information.
10. If an individual member is unable to attend the EGM, he/she is encouraged to appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Corporate Members

11. Corporate members (through Corporate Representatives or appointed proxies) are also strongly advised to participate and vote remotely at the EGM using the RPV Facilities. Corporate members who wish to participate and vote remotely at the EGM must contact the Company's Share Registrar with the details set out below for assistance and will be required to provide the following documents to the Company no later than 28 April 2024 at 11.00 a.m.:
 - (i) Certificate of appointment of its Corporate Representative or Form of Proxy under the seal of the corporation;
 - (ii) Copy of the Corporate Representative's or proxy's MyKad (front and back)/Passport; and
 - (iii) Corporate Representative's or proxy's email address and mobile phone number.
12. If a Corporate member (through Corporate Representative(s) or appointed proxy(ies)) is unable to attend the EGM, it is encouraged to appoint the Chairman of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Nominee Company Members

13. The beneficiaries of the shares under a Nominee Company's CDS account ("**Nominee Company member(s)**") are also strongly advised to participate and vote remotely at the EGM using RPV Facilities. Nominee Company members who wish to participate and vote remotely at the EGM can request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the EGM. Nominee Company must contact the Company's Share Registrar with the details set out below for assistance and will be required to provide the following documents to the Company no later than 28 April 2024 at 11.00 a.m.:
 - (i) Form of Proxy under the seal of the Nominee Company;
 - (ii) Copy of the proxy's MyKad (front and back)/Passport; and
 - (iii) Proxy's email address and mobile phone number.
14. If a Nominee Company member is unable to attend the EGM, it is encouraged to request its Nominee Company to appoint the Chairman of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Proxy


15. If a member is unable to attend the EGM, he/she may appoint a proxy or the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.
16. If an individual member has submitted his/her Form of Proxy prior to the EGM and subsequently decides to personally participate in the EGM via RPV Facilities, the individual member must contact the Company's Share Registrar or the Company, whose contact details are set out in No. 20 below, to revoke the appointment of his/her proxy no later than 28 April 2024 at 11.00 a.m.

Poll Voting

17. The voting at the EGM will be conducted by way of poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed ShareWorks Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting and SharePolls Sdn. Bhd. as the Scrutineers to verify the poll results. Upon completion of the voting session for the EGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution is duly passed.

RPV Facilities

18. Please refer to the following information on RPV Facilities for live streaming and remote voting at the EGM:

Procedures		Action
Before EGM		
1.	Register as participant for the EGM 	<ul style="list-style-type: none">• Using your computer, access the website at https://rebrand.ly/NetX-EGM Click on the Register button to register for the EGM session.• If you are using mobile devices, you can also scan the QR provided on the left to access the registration page. Click Register and enter your email followed by Next to fill in your details to register for the EGM session.• Upon submission of your registration, you will receive an email notifying you that your registration has been received and is pending verification.• The event is powered by Cisco Webex. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android and iOS). Refer to the tutorial guide posted on the same page for assistance.
2.	Submit your online registration	<ul style="list-style-type: none">• Shareholders who wish to participate and vote remotely at the EGM via RPV Facilities are required to register prior to the meeting. The registration will open from 11.00 a.m. on 12 April 2024 and close at 11.00 a.m. on 28 April 2024.• Clicking on the link mentioned in item 1 will redirect you to the EGM event page. Click on the Register link for the online registration form.• Complete your particulars in the registration page. Your name MUST match your CDS account name (not applicable for Proxy).• Insert your CDS account number(s) and indicate the number of shares you hold.• Read and agree to the Terms & Conditions and confirm the Declarations.• Please ensure all information given is accurate before you click Submit to register your remote participation. Failure to do so will result in your registration being rejected. <p><u>Email Notification to Shareholders</u></p> <ul style="list-style-type: none">• System will send an email to notify that your registration for remote participation is received and will be verified.

		<ul style="list-style-type: none"> After verification of your registration against the General Meeting Record of Depositors of the Company as at 22 April 2024, the system will send you an email to notify you if your registration is approved or rejected after 22 April 2024. If your registration is rejected, you can contact the Company's Poll Administrator for clarifications or to appeal.
On the day of EGM		
3.	Attending EGM	<ul style="list-style-type: none"> Two reminder emails will be sent to your inbox. First is one day before the EGM, while the second will be sent 1 hour before the EGM session. Click Join Event in the reminder email to participate the RPV.
4.	Participate with live video	<ul style="list-style-type: none"> You will be given a short brief about the system. Your microphone is muted throughout the whole session. If you have any questions for the Chairman/Board, you may use the Q&A panel to send your questions. The Chairman/Board will try to respond to relevant questions if time permits. All relevant questions received throughout the session which are not answered during the EGM will be replied later to your registered email. Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
5.	Online Remote Voting	<ul style="list-style-type: none"> The Chairman will announce the commencement of the voting session and the duration allowed at the EGM. The list of resolutions for voting will appear at the right-hand side of your computer screen under the Slido panel. You are required to indicate your votes for the resolutions that are tabled for voting within the given time frame. Click on the Submit button when you have completed. Votes cannot be changed once it is submitted.
6.	End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the closure of the EGM, the live session will end.

No Recording or Photography

19. Strictly **NO recording or photography** of the proceedings of the EGM is allowed.

Enquiry

20. If you have any enquiry prior to the meeting, please contact the following officers during office hours from 9.00 a.m. to 5.30 p.m. (Monday to Friday):

For Registration, logging in and system related:
InsHub Sdn. Bhd.

Name : Ms. Eris/Mr. Calvin
Telephone No. : +603-7688 1013
Email : vgm@mlabs.com

For Form of Proxy:
Shareworks Sdn. Bhd.

Name : Mr. Wai Kien/Mr. Kou
Telephone No. : +603-6201 1120
Email : ir@shareworks.com.my



NETX HOLDINGS BERHAD
Company No. 200001030834 (533441-W)
(Incorporated in Malaysia)

FORM OF PROXY

CDS Account No.	No. of Shares held

I/We,
[Full name in block and NRIC No. / Registration No.]

Tel. No.: of
[Address]

being a member/members of NetX Holdings Berhad, hereby appoint:-

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

and / or* (*delete as appropriate)

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

or failing him, the Chairman of the meeting as my/our proxy to attend and to vote for me/us on my/our behalf at the Extraordinary General Meeting ("EGM") of the Company to be held on a virtual basis and entirely via remote participation and voting from the Broadcast Venue at Lot 4.1, 4th Floor, Menara Lien Hoe, No.8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan via online meeting platform at <https://rebrand.ly/NetX-EGM> on Monday, 29 April 2024 at 11.00 a.m. or 15 minutes after the conclusion or adjournment of the Company's Twenty-Third (23rd) Annual General Meeting ("AGM") to be held on a virtual basis through live streaming from the same Broadcast Venue and on the same day at 10.00 a.m., whichever is the later or any adjournment thereof, and to vote as indicated below:-

No.	Agenda	Resolution	For	Against
1.	Proposed Bonus Issue of Warrants	Ordinary Resolution		

(Please indicate with a "X" in the space provided on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion)

Signed this

.....
Signature*
Member

(* if shareholder is a corporation, this form should be executed under seal)

Notes:

- A member entitled to attend and vote at the Meeting is entitled to appoint a maximum of two (2) 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 more than one proxy to attend the same meeting, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
- Where a member of the Company is an exempt authorised nominee defined under the 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 appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its Common Seal or signed by attorney so authorised.
- The Form of Proxy must be deposited at the Registrar Office of the Company at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, or via e-mail at ir@shareworks.com.my not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument, proposes to vote or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll.
- For the purpose of determining members' eligibility to attend this meeting, only members whose names appear in the Record of Depositors as at 22 April 2024 shall be entitled to attend this meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.
- Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the Ordinary Resolution set out above will be put to vote by way of poll.
- The EGM will be conducted by way of virtual meeting from the Broadcast Venue, the members are advised to refer to the Administrative Guide on the registration and voting process for the said meeting.



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AFFIX
STAMP

THE SHARE REGISTRAR OF
NETX HOLDINGS BERHAD
(Registration No. 200001030834 (533441-W))

SHAREWORKS SDN. BHD.
No. 2-1, Jalan Sri Hartamas 8,
Sri Hartamas,
50480 Kuala Lumpur, Malaysia

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