



ONETECH SOLUTIONS HOLDINGS BERHAD
Registration No. 201901002105 (1311431-K)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

Upon receipt a notification from Mr Lau King Yew (NRIC No. 691202-10-5421), a shareholder holding 34,627,500 shares, representing 45% of the shareholding of the Company ("Requisitioner") on 9 April 2024 to requisite a meeting of members to be convened under Section 311 and/or Section 312 of the Companies Act 2016 ("Requisition"), NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of the Company will be held at F-6-18, Sunway Geo Avenue 2, Jalan Lagoon Selatan Sunway South Quay, Subang Jaya, 47500 Selangor on Friday, 24 May 2024 at 11.00 a.m. for the following purposes:

AGENDA

AS ORDINARY BUSINESS

1. To remove Mr Koh Kean Mum as Director from Onetech Solutions Holdings Berhad and all 100% owned subsidiaries.

(Please refer to Note 8)
(Ordinary Resolution 1)
2. To remove Mr Tan Yuh Pei as Director from Onetech Solutions Holdings Berhad and all 100% owned subsidiaries.

(Please refer to Note 8)
(Ordinary Resolution 2)
3. To remove Mr Koh Kean Mum as group Chief Operating Officer from Onetech Solutions Holdings Berhad.

(Please refer to Note 8)
(Ordinary Resolution 3)
4. To remove Mr Tan Yuh Pei as group Chief Executive Officer from Onetech Solutions Holdings Berhad.

(Please refer to Note 8)
(Ordinary Resolution 4)

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions with or without any modification: -

5. **Authority to appoint Director(s) and officer(s) of the Company and the subsidiaries (collectively referred to as the "Group")**

"THAT subject to the Constitution of the Company and/or the approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and any relevant governmental or regulatory authority, the Directors of the Company be hereby empowered, pursuant to the Constitution, to identify and appoint suitable new Director(s) and officer(s) of the Group and to determine his/their remuneration (including and not limited to the replacement and/or removal) as they may, in their absolute discretion, deem fit ("General Mandate");

AND THAT the Directors of the Company and/or the Company Secretary be hereby authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the General Mandate for and on behalf of the Company;

AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

(Please refer to Note 9)
(Ordinary Resolution 5)

BY ORDER OF THE BOARD

Pang Kah Man
SSM PC No.: 202008000183
MIA No.: 18831
Company Secretary

23 April 2024

Notes:-

- 1. A member shall be entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. There shall be no restriction as to the qualification of the proxy.*
- 2. The Form of Proxy and the power of attorney or other authority, if any, under which it is signed or a notarial certified copy of that power of attorney, 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, Bangsar South, 8 Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, at which the person named in the instrument proposes to vote, and in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll. Alternatively, the Form of Proxy can be lodged electronically via TIIH Online website at <https://tiih.online>.*
- 3. In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).*
- 4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.*
- 5. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.*
- 6. 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 Exempted Authorised Nominee may appoint in respect of each Omnibus Account it holds.*

7. Only depositors whose names appear in the Register of Depositors as at 17 May 2024 shall be entitled to attend in person or appoint proxies to attend and/or vote on their behalf at the EGM. Last date and time for lodging the Form of Proxy is Wednesday, 22 May 2024 at 11.00 a.m.

Explanatory Note to the Agenda:

8. Items No. 1, 2, 3 & 4 of the Agenda

Reference is made to the statement as stated in the Requisition which shall be read as follows:

“On the 28 Feb 2024 posted report of Onetech Solutions Holdings Berhad unaudited Financial Statements for the 2nd Half year ended 31 December 2023, the Company made tremendous loss after taxation of RM1,393,300. This is a history loss for the Company since inception Mr. Tan Yuh Pei and Mr. Koh Kean Mum are proposed to be removed from office for all positions of the Company given that they are not suitable or fit to spreadhead the business growth strategies. It is obvious proof that their administration and performance of managing the Company are far worst and failed.”

9. Items No. 5 of the Agenda

The proposed Ordinary Resolution 5 is for the purpose of granting a fresh general mandate (“General Mandate”), empowering the Directors of the Company (or the “Board”), pursuant to the Constitution of the Company, to identify and appoint suitable candidates as Director(s) and officer(s) of the Group and to determine his/their remuneration (including but not limited to the replacement and/or removal) as they may, in their absolute discretion, deem fit.

The Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at Board level as an essential element in maintaining competitive advantage. The General Mandate, if granted will provide flexibility to the Company and/or the Board for the appointment, replacement and removal of new Director(s) and officer(s) as per the criteria as set out in the Policy on Nomination and Assessment to ensure that there is a range of skills, experience and diversity (including gender diversity) represented in addition to an understanding of the business, the markets and the industry in which the Group operates for the long-term viability; and the accounting, finance as well as legal matters.

By obtaining the General Mandate and where appropriate, the renewal thereof on an annual basis, the necessity to announce or convene separate general meetings, from time to time to procure shareholders’ approval for such transactions would not arise. This would reduce substantially the administrative time and expenses associated with the convening of such meetings, without comprising the corporate objectives of the Group or adversely affecting the business opportunities available to the Group.

The General Mandate, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

Personal data privacy

By submitting the duly executed Form of Proxy, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the EGM and any adjournment thereof.



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FORM OF PROXY

I/We, _____ (full name in block letters)

NRIC No/Passport No/Company No _____

of _____
(full address)

being member/members of **ONETECH SOLUTIONS HOLDINGS BERHAD (or the “Company”)**, hereby appoint the following person(s) as my/our proxy:

Name of proxy & NRIC No. / Passport No.	Contact No.	Email address	No. of ordinary shares represented by proxy	Percentage of shareholding
1. _____	_____	_____	_____	
2. _____	_____	_____	_____	
				100%

or failing *him/them, *the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the Extraordinary General Meeting to be held at F-6-18, Sunway Geo Avenue 2, Jalan Lagoon Selatan Sunway South Quay, Subang Jaya, 47500 Selangor on Friday, 24 May 2024 at 11.00 a.m. or at any adjournment thereof, and to vote as indicated below: -

No.	Ordinary Resolutions	For	Against
1	To remove Mr Koh Kean Mum as Director from Onetech Solutions Holdings Berhad and all 100% owned subsidiaries		
2	To remove Mr Tan Yuh Pei as Director from Onetech Solutions Holdings Berhad and all 100% owned subsidiaries		
3	To remove Mr Koh Kean Mum as group Chief Operating Officer from Onetech Solutions Holdings Berhad		
4	To remove Mr Tan Yuh Pei as group Chief Executive Officer from Onetech Solutions Holdings Berhad		
5	Authority to appoint Director(s) and officer(s) of the Company and the subsidiaries		

Please indicate with [✓] on how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

* Delete where applicable.

CDS Account No.	
Number of Shares held	
Member’s contact number	

.....
Signature of Member(s) or Common Seal

Dated this day of 2024

Notes: -

1. *A member shall be entitled to appoint not more than two (2) proxies to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. There shall be no restriction as to the qualification of the proxy.*
2. *The Form of Proxy and the power of attorney or other authority, if any, under which it is signed or a notarial certified copy of that power of attorney, 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, 8 Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, at which the person named in the instrument proposes to vote, and in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll. Alternatively, the Form of Proxy can be lodged electronically via TIIH Online website at <https://tiih.online>.*
3. *In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).*
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5. *If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.*
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