

# NOTICE OF SIXTY-SEVENTH (67TH) ANNUAL GENERAL MEETING



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN** that the Sixty-Seventh (“**67th**”) Annual General Meeting (“**AGM**”) of the Company will be held on a **fully virtual basis** through the live streaming and online meeting platform using the remote participation and electronic voting (“**RPV**”) facilities provided by Boardroom Share Registrars Sdn. Bhd. in Malaysia

Meeting Platform : <https://meeting.boardroomlimited.my>

Venue : To be deemed held where the Chairman of the Meeting is in Malaysia

Day and Date : Wednesday, 17 July 2024

Time : 10:00 a.m.

## AGENDA

### AS ORDINARY BUSINESS:

- To receive the Audited Financial Statements of the Company for the financial year ended 31 January 2024 together with the Directors’ and Auditors’ reports thereon. *[Please refer to Note A]*
- To approve the payment of Directors’ fees of RM549,863.38 for the financial year ended 31 January 2024 **Ordinary Resolution 1**  
*[Please refer to Note B]*
- To approve the payment of additional Directors’ benefits payable up to an amount of RM13,500.00 from 19 July 2023 until the date of the AGM of the Company held in year 2024. **Ordinary Resolution 2**  
*[Please refer to Note B]*
- To approve the payment of Directors’ benefits payable up to an amount of RM106,500.00 from 18 July 2024 until the date of the next AGM of the Company to be held in year 2025. **Ordinary Resolution 3**  
*[Please refer to Note B]*
- To re-elect Tan Sri Dato’ Seri Shahril bin Shamsuddin who retires by rotation in accordance with Clause 116 of the Company’s Constitution and, being eligible, offers himself for re-election. **Ordinary Resolution 4**  
*[Please refer to Note C]*
- To re-elect Encik Ahmad Jauhari bin Yahya who retires by rotation in accordance with Clause 116 of the Company’s Constitution and, being eligible, offers himself for re-election. **Ordinary Resolution 5**  
*[Please refer to Note C]*
- To re-appoint Ernst & Young PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. **Ordinary Resolution 6**  
*[Please refer to Note D]*

# NOTICE OF SIXTY-SEVENTH (67TH) ANNUAL GENERAL MEETING



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

## AS SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following resolution, with or without modifications:-

8. **Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016 and Waiver of Pre-Emptive Rights**

**"THAT** subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby empowered pursuant to Sections 75 and 76 of the Act, to allot and issue shares in the capital of the Company at any time, at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being ("**General Mandate**");

**AND THAT** approval be and is hereby given for the pre-emptive rights of the shareholders of the Company under Section 85 of the Act read together with Clause 14 of the Constitution, over all the new shares to be issued pursuant to and/or arising from the General Mandate ranking equally to the existing issued shares, being in proportion as nearly as the circumstances admit, to the amount of the existing shares held by the shareholders of the Company as at the date of issuance and allotment of such new shares ("**Pre-emptive Rights**"), be irrevocably and unconditionally waived ("**Waiver of Pre-emptive Rights**");

**AND THAT** the Company be exempted from the obligation to offer such new shares to be issued and allotted pursuant to the General Mandate to the shareholders of the Company in accordance with the Pre-emptive Rights;

**AND THAT** the Directors and/or the Company Secretaries be hereby authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the Waiver of Pre-emptive Rights for and on behalf of the Company;

**AND THAT** the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

**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 AGM of the Company."

9. To transact any other business of which due notice shall have been given in accordance with the Act and the Company's Constitution.

**Ordinary Resolution 7**  
*[Please refer to Note E]*

BY ORDER OF THE BOARD

**CHUA SIEW CHUAN (MAICSA 0777689) (SSM PC NO. 201908002648)**

**YAU JYE YEE (MAICSA 7059233) (SSM PC NO. 202008000733)**

Company Secretaries

Selangor Darul Ehsan  
31 May 2024

# NOTICE OF SIXTY-SEVENTH (67TH) ANNUAL GENERAL MEETING



**SAPURA RESOURCES BERHAD**

[195701000235 (3136-D)]

(Incorporated in Malaysia)

## EXPLANATORY NOTES ON THE ORDINARY AND SPECIAL BUSINESS:

### A. Audited Financial Statements

This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require formal approval of the shareholders for the Audited Financial Statement. Hence, this Agenda item is not put forward for voting.

### B. Payment of Directors' Fees and Benefits Payable

Section 230(1) of the Act provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 67th AGM of the Directors' fees for the financial year ended 31 January 2024 under Ordinary Resolution 1.

The proposed Directors' fees payable to the Directors of the Company for the financial year ended 31 January 2024 shall be up to a total of RM549,863.38 only, comprised of the following rates based on responsibilities assumed and the annual Directors' fee is prorated based on his/her appointment date (where applicable):-

Annual Directors' Fees	Chairman	Members
Board of Directors	RM118,000	RM59,000
Board Audit and Risk Committee ("BARC")	RM30,000	RM24,000
Board Nomination and Remuneration Committee ("BNRC")	RM18,000	RM12,000

Under Ordinary Resolution 2, the additional payment of Directors' benefits payable from 19 July 2023 until the 67th AGM of the Company is due to the formation of a new temporary set up Board Committee, namely, Permata Sapura Board and Management Committee ("PBMC") in 2023. The additional payment is solely for meeting allowance and will be paid exclusively to the Non-Executive Directors who served as members of the PBMC in recognition of their additional responsibilities, compensates for their time and expertise, encourages active participation, aligns with industry standards, and enhances overall governance and accountability.

Under Ordinary Resolution 3, the proposed Directors' benefits payable comprised of meeting allowance and other benefits.

The total estimated amount of Directors' benefits payable is calculated based on the number of scheduled Board and Board Committee meetings from 18 July 2024, being the day after the 67th AGM until the next AGM and other benefits.

If the proposed Directors' benefits payable during the above period exceed the estimated amount sought at the 67th AGM, approval will be sought at the next AGM for additional Directors' benefits payable to meet the shortfall, before the payment is made.

### C. Re-election of Directors

The performance, effectiveness and independence (as the case may be) of each Director who is recommended for re-election have been assessed through the Board's annual evaluation. The BNRC has also conducted an assessment on the fitness and properness of the retiring Directors including the review of their fit and proper assessment declarations in accordance with the Directors' Fit and Proper Policy of the Company. The BNRC and the Board are satisfied with the performance, effectiveness, fitness and independence (as the case may be) of Tan Sri Dato' Seri Shahril bin Shamsuddin and Encik Ahmad Jauhari bin Yahya who are due for retirement as Directors, and being eligible, have offered themselves for re-election at the 67th AGM.

The profiles of the Directors standing for re-election are set out in the Directors' Profiles section of the 2024 Annual Report.

### D. Re-appointment of Auditors

The BARC had assessed the suitability and independence of the External Auditors and recommended the re-appointment of Ernst & Young PLT as External Auditors of the Company for the financial year ending 31 January 2025. The Board had in turn reviewed the recommendation of the BARC and recommended the same to be tabled to the shareholders for approval at the forthcoming 67th AGM of the Company under Ordinary Resolution 6.

### E. Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Act and Waiver of Pre-Emptive Rights

This is the renewal of the mandate obtained from the members at the last AGM held on 18 July 2023 ("the Previous Mandate"). The Previous Mandate was not utilised and accordingly, no proceeds were raised.

The proposed resolution, if passed, will provide flexibility to the Directors to undertake fundraising activities, including but not limited to the placement of shares for the funding of the Company's future investment projects, working capital and/or acquisitions, by the issuance of shares in the Company to such persons at any time, as the Directors may deem fit, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

Pursuant to Section 85(1) of the Act be read together with Clause 14 of the Company's Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.

The proposed Ordinary Resolution 7, if passed, will require shareholders to waive their statutory pre-emptive right, allowing the Directors to issue new shares to any person under the General Mandate without offering these shares to all existing shareholders first.

# NOTICE OF SIXTY-SEVENTH (67TH) ANNUAL GENERAL MEETING



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

## NOTES:-

### MODE OF MEETING AND VENUE

1. The 67th AGM of the Company will be conducted on a fully virtual basis through the live streaming and online meeting platform using the RPV facilities. To participate in the 67th AGM remotely, all members will have to register for RPV facilities via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>.

Please follow the steps and procedures provided in the Administrative Notes for the 67th AGM of the Company, published on the Company's website at [www.sapura-resources.com](http://www.sapura-resources.com) in order to register, participate and vote remotely via the RPV facilities.

The 67th AGM is deemed held where the Chairman of the meeting is in Malaysia in compliance with Section 327(2) of the Act and in accordance with Clause 77 of the Company's Constitution which allows a general meeting to be held at more than one (1) venue, using any technology or method that enables the members of the Company to participate and to exercise the members' right to speak and vote at the general meeting. Shareholders/proxy(ies) will not be allowed to participate in the 67th AGM in person on the day of the 67th AGM of the Company.

2. According to the Securities Commission Malaysia's Guidance Note and Frequently Asked Questions ("FAQs") and its subsequent amendments on the Conduct of General Meetings for Listed Issuers, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Act provided that the online platform is located in Malaysia.

Shareholders WILL NOT BE ALLOWED to participate in the AGM in person on the day of the meeting. By utilising the RPV facilities, shareholders are to remotely participate, speak (by way of posing questions to the Board via real-time submission of typed texts) and cast their votes at the 67th AGM.

### APPOINTMENT OF PROXY

1. In respect of deposited securities, only members whose names appear on the Record of Depositors as at **10 July 2024** (General Meeting Record of Depositors) shall be entitled to participate, speak and vote at this Meeting.
2. A member of the Company who is entitled to participate and vote at the meeting, shall be entitled to appoint more than one (1) proxy to participate, speak and vote in his stead. Where a member appoints more than one (1) proxy in relation to a meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
3. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the meeting shall have the same rights as the member to participate, speak and vote at the meeting.

As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, the primary mode of communication by shareholders for the 67th AGM is via text messaging facilities provided under the RPV facilities. In the event of any technical glitch in the primary mode of communication, all other reasonable modes of communication are acceptable for the 67th AGM.

4. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, shall either be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
5. Where a member of the Company is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
6. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. of 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the meeting, i.e., not later than 15 July 2024 at 10:00 a.m. or adjournment thereof.
7. Alternatively, the form of proxy can be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> to login and deposit your proxy form electronically not less than forty-eight (48) hours before the time appointed for holding the meeting or adjournment thereof.

The lodging of the Proxy Form does not preclude any shareholder from participating and voting remotely at the meeting should any shareholder subsequently wish to do so, provided that a Notice of Termination of Authority to act as Proxy is given to the Company and deposited at the office of 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 Darul Ehsan not less than twenty-four (24) hours before the time stipulated for holding the meeting or any adjournment thereof.

All resolutions set out in the Notice of the Meeting are to be voted by poll voting as per paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities via the RPV facilities.

### 8. Corporate Representatives

As an alternative to the appointment of a proxy, a corporate member may appoint its corporate representative to attend the 67th AGM pursuant to Section 333 of the Act. For this purpose and pursuant to Section 333 (5) of the Act, the corporate member shall be provided a certificate under its common seal as prima facie evidence of the appointment of the corporate representative.

### Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

# FORM OF PROXY



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

No. of Shares Held	
CDS Account No	
Telephone No.	

I/We \_\_\_\_\_ (NRIC/Passport No.) \_\_\_\_\_  
(Full name as per NRIC/Certificate of incorporation in CAPITAL letters)

of \_\_\_\_\_  
(Full Address & Tel Number)

being a member of **SAPURA RESOURCES BERHAD**, hereby appoint \_\_\_\_\_  
(NRIC/Passport No.) \_\_\_\_\_  
(Full name as per NRIC in CAPITAL letters)

of \_\_\_\_\_ (Tel No.) \_\_\_\_\_ (Email) \_\_\_\_\_

and or failing \*him/her \_\_\_\_\_ (NRIC/Passport No.) \_\_\_\_\_  
(Full name as per NRIC in CAPITAL letters)

of \_\_\_\_\_ (Tel No.) \_\_\_\_\_ (Email) \_\_\_\_\_

or failing \*him/her, the \*Chairman of the Meeting, as \*my/our proxy to vote for \*me/us on \*my/our behalf at the Sixty-Seventh ("67th") Annual General Meeting ("**AGM**") of Sapura Resources Berhad to be held at <https://meeting.boardroomlimited.my> provided by Boardroom Share Registrars Sdn. Bhd. in Malaysia on Wednesday, 17 July 2024 at 10:00 a.m., and any adjournment thereof and to vote as indicated below:

Resolution No.	Resolutions	For	Against
<b>Ordinary Business:</b>			
Ordinary Resolution 1	To approve the payment of Directors' fees of RM549,863.38.		
Ordinary Resolution 2	To approve the payment of additional Directors' benefits payable up to an amount of RM13,500.00 from 19 July 2023 until the date of the AGM of the Company held in year 2024.		
Ordinary Resolution 3	To approve the payment of Directors' benefits payable up to an amount of RM106,500.00 from 18 July 2024 until the date of the next AGM of the Company to be held in year 2025.		
Ordinary Resolution 4	To re-elect Tan Sri Dato' Seri Shahril bin Shamsuddin who retires by rotation in accordance with Clause 116 of the Company's Constitution and, being eligible, offers himself for re-election.		
Ordinary Resolution 5	To re-elect Encik Ahmad Jauhari bin Yahya who retires by rotation in accordance with Clause 116 of the Company's Constitution and, being eligible, offers himself for re-election.		
Ordinary Resolution 6	To re-appoint Ernst & Young PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.		
<b>Special Business:</b>			
Ordinary Resolution 7	Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016 and Waiver of Pre-Emptive Rights.		

Please indicate with an "X" in the space above how you wish your vote to be cast. If no specific direction as to voting is given, the Proxy will vote or abstain from voting at his/her discretion.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024

Signature / Common Seal of Shareholder

\* Strike out whichever not applicable

For appointment of two proxies, the percentage of shareholdings to be represented by the proxies:

	No of Shares	Percentage
Proxy 1		
Proxy 2		
<b>Total</b>		<b>100%</b>

## Notes:

### MODE OF MEETING

1. The 67th AGM of the Company will be conducted on a fully virtual basis through the live streaming and online meeting platform using the Remote Participation and Voting ("**RPV**") facilities. To participate in the 67th AGM remotely, all members will have to register for RPV facilities via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>.

Please follow the steps and procedures provided in the Administrative Notes for the 67th AGM of the Company, published on the Company's website at [www.sapura-resources.com](http://www.sapura-resources.com) in order to register, participate and vote remotely via the RPV facilities.

The 67th AGM is deemed held where the Chairman of the meeting is in Malaysia in compliance with Section 327(2) of the Companies Act 2016 ("**the Act**") and in accordance with Clause 77 of the Company's Constitution which allows a general meeting to be held at more than one (1) venue, using any technology or method that enables the members of the Company to participate and to exercise the members' right to speak and vote at the general meeting. Shareholders/proxy(ies) will not be allowed to participate in the 67th AGM in person on the day of the 67th AGM of the Company.

2. According to the Securities Commission Malaysia's Guidance Note and Frequently Asked Questions ("**FAQs**") and its subsequent amendments on the Conduct of General Meetings for Listed Issuers, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Act provided that the online platform is located in Malaysia.

Shareholders WILL NOT BE ALLOWED to participate in the AGM in person on the day of the meeting. By utilising the RPV facilities, shareholders are to remotely participate, speak (by way of posing questions to the Board via real-time submission of typed texts) and cast their votes at the 67th AGM.

### APPOINTMENT OF PROXY

1. In respect of deposited securities, only members whose names appear on the Record of Depositors as at **10 July 2024** (General Meeting Record of Depositors) shall be entitled to participate, speak and vote at this meeting.

2. A member of the Company who is entitled to participate and vote at the meeting, shall be entitled to appoint more than one (1) proxy to

participate, speak and vote in his stead. Where a member appoints more than one (1) proxy in relation to a meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.

3. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the meeting shall have the same rights as the member to participate, speak and vote at the meeting.

As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers, the right to speak is not limited to verbal communication only but includes other modes of expression. Therefore, the primary mode of communication by shareholders for the 67th AGM is via text messaging facilities provided under the RPV facilities. In the event of any technical glitch in the primary mode of communication, all other reasonable modes of communication are acceptable for the 67th AGM.

4. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, shall either be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
5. Where a member of the Company is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
6. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. of 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the meeting, i.e., not later than 15 July 2024 at 10:00 a.m. or adjournment thereof.
7. Alternatively, the form of proxy can be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> to

login and deposit your proxy form electronically not less than forty-eight (48) hours before the time appointed for holding the meeting or adjournment thereof.

The lodging of the Proxy Form does not preclude any shareholder from participating and voting remotely at the meeting should any shareholder subsequently wish to do so, provided that a Notice of Termination of Authority to act as Proxy is given to the Company and deposited at the office of Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time stipulated for holding the meeting or any adjournment thereof.

All resolutions set out in the Notice of the Meeting are to be voted by poll voting as per paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities via the RPV facilities.

**8. Corporate representatives**

As an alternative to the appointment of a proxy, a corporate member may appoint its corporate representative to attend the 67th AGM pursuant to Section 333 of the Act. For this purpose and pursuant to Section 333 (5) of the Act, the corporate member shall be provided a certificate under its common seal as prima facie evidence of the appointment of the corporate representative.

**Personal data privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Fold here

PLACE  
STAMP HERE

The Share Registrar  
**BOARDROOM SHARE REGISTRARS SDN. BHD.**  
(Registration No. 199601006647 (378993-D))

11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan

Fold here

# ADMINISTRATIVE DETAILS

For Shareholders/Proxies Attending The Sixty-Seventh  
Annual General Meeting ("67th AGM")



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

## DATE, TIME AND VENUE OF AGM

**DATE** : Wednesday, 17 July 2024

**TIME** : 10:00 a.m.

**Meeting Platform** : <https://meeting.boardroomlimited.my>

## Mode of Communication:

1. Shareholders may pose questions during live streaming using the messaging window facility to submit questions during the meeting. The messaging window facility will be opened one (1) hour before the AGM which is from 9:00 a.m. on Wednesday, 17 July 2024.
2. Shareholders may submit questions in advance regarding the AGM resolutions and Annual Report 2024 commencing from 31 May 2024 and in any event no later than 10:00 a.m. on 15 July 2024 via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> using the same user ID and password provided in Step 2 of Note G below, and select "SUBMIT QUESTION" to pose questions ("Pre-AGM Meeting Questions").

## A. Fully Virtual 67th AGM

The Company would like to leverage on technology advancement by conducting **the 67th AGM on a fully virtual basis through electronic live streaming and online remote voting.**

The 67th AGM is to be deemed held where the Chairman of the Meeting is in Malaysia for the compliance with Section 327(2) of the Companies Act 2016 ("CA2016"). As the Company is allowed under Section 327(1) of CA 2016, to convene general meeting at more than one venue using any technology or method that enables the shareholders of the Company to participate and exercise their rights to speak and vote at the general meeting, no shareholder and proxies from the public should be physically present nor admitted at the broadcast venue on the day of the AGM of the Company.

You can view and download the digital version of the following documents from our Company's corporate website at <http://www.sapura-resources.com> or at Bursa Malaysia Berhad's official website at <https://www.bursamalaysia.com>

- a. Annual Report 2024 ("AR2024")
- b. Corporate Governance Report 2024

However, should you require a printed copy of the AR2024, you may submit your request by completing the Requisition Form and returning it to our Share Registrar, Boardroom Share Registrars Sdn. Bhd. ("Share Registrar" or "Boardroom"), by mail or fax. Alternatively, you may also make your request through telephone/email to our Share Registrar at the number/email address given below.

Should you require any assistance on the above, kindly contact our Share Registrar at +603-7890 4700 or [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com).

## B. Entitlement to Participate the AGM

In respect of deposited securities, only members whose names appear on the Record of Depositors on 10 July 2024 (General Meeting Record of Depositors) shall be eligible to participate the meeting or appoint proxy(ies) to participate on his/her behalf.

## C. Remote Participation and Electronic Voting

Shareholders are encouraged to go online, participate, and vote at the Virtual AGM via remote participation. Please follow the steps listed in Note G below on how to request for login ID and password.

# ADMINISTRATIVE DETAILS

For Shareholders/Proxies Attending The Sixty-Seventh  
Annual General Meeting ("67th AGM")



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

## D. Form(s) of Proxy

If you are unable to attend the Virtual AGM, you are encouraged to appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

Please ensure that the Form or Proxy is deposited at our Share Registrar's office not less than forty eight (48) hours before the time appointed for holding the meeting. Details of our Share Registrar's office can be found in the enquiry section of this document.

Alternatively, you may deposit your Form(s) of Proxy by electronic means through the smart investor portal at <https://investor.boardroomlimited.com/> by logging in and selecting "**E-PROXY LODGEMENT**".

## E. Revocation of Proxy

If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in the meeting yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the earlier appointed proxy twenty-four (24) hours before the meeting.

## F. Voting Procedure

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the AGM will be conducted by poll. Poll administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the result of the poll respectively.

## G. STEPS FOR REGISTRATION FOR REMOTE PARTICIPATION AND ELECTRONIC VOTING

Procedure	Action
<b>Before the day of the AGM</b>	
1	Register Online with Boardroom Smart Investor Portal  <i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.]</i>  a. Access website <a href="https://investor.boardroomlimited.com/">https://investor.boardroomlimited.com/</a> b. Click << <b>Login</b> >> and click << <b>Register</b> >> to sign up as a user. c. Complete registration and upload softcopy of MyKAD (front and back) or Passport. d. Please enter a valid email address. e. Your registration will be verified and approved within one business day and an email notification will be provided.
2	Submit request for remote participation  Registration for remote access will be opened on <b>31 May 2024</b> (Date of Notice of AGM). Please note that the closing time to submit your request is at <b>10:00 a.m. on 15 July 2024</b> (48 hours before the commencement of the AGM).  <b>Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee</b>  <b>Via BSIP</b> a. Log in to <a href="https://investor.boardroomlimited.com/">https://investor.boardroomlimited.com/</a> using your user ID and password from Step 1 above. b. Read and accept the General Terms and Conditions by clicking "Next". c. Enter your CDS Account number of securities held and attach a copy of the authorisation letter (for corporate representative). d. Enter the corporate representative's details or select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies). e. Indicate your voting instruction – "FOR" or "AGAINST" otherwise your proxy will decide your vote. f. Review and confirm your proxy appointment and click "Apply". g. Download or print the eProxy form as acknowledgement.



# ADMINISTRATIVE DETAILS

For Shareholders/Proxies Attending The Sixty-Seventh  
Annual General Meeting ("67th AGM")



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

## G. STEPS FOR REGISTRATION FOR REMOTE PARTICIPATION AND ELECTRONIC VOTING (cont'd.)

Procedure	Action
<b>Before the day of the AGM (cont'd.)</b>	
2	<p>Submit request for remote participation (cont'd.)</p> <p><b>Individual Members</b></p> <ol style="list-style-type: none"> <li>Log in to <a href="https://investor.boardroomlimited.com/">https://investor.boardroomlimited.com/</a></li> <li>Select "Hybrid/Virtual Meeting" from main menu and select the correct Corporate Event "<b>SAPURA RESOURCES BERHAD SIXTY-SEVENTH (67TH) VIRTUAL ANNUAL GENERAL MEETING</b>".</li> <li>Read and agree to the terms and conditions and thereafter submit your request.</li> <li>Enter your CDS Account.</li> </ol> <p><b>Corporate Shareholders</b></p> <ol style="list-style-type: none"> <li>Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.</li> <li>Please provide a copy of Corporate Representative's MyKad (Front and Back) or Passport as well as his/her email address.</li> </ol> <p><b>Authorised Nominee and Exempt Authorised Nominee</b></p> <ol style="list-style-type: none"> <li>Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.</li> <li>Please provide a copy of Corporate Representative's MyKad (Front and Back) or Passport as well as his/her email address.</li> </ol>
3	<p>Email notification</p> <ol style="list-style-type: none"> <li>You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified.</li> <li>Upon system verification against the General Meeting Record of Depositories as at 10 July 2024, you will receive an email from Boardroom either approving or rejecting your registration for remote participation together with your remote access user ID and password.</li> </ol>
<b>On the day of the AGM</b>	
4	<p>Login to Meeting Platform</p> <p>Please note that the quality of the connectivity to the Meeting Platform for live webcast as well as for online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.</p> <ol style="list-style-type: none"> <li>The Meeting Platform will be open for login one (1) hour before the commencement of the AGM at 9:00 a.m. on 17 July 2024.</li> <li>The Meeting Platform can be accessed via one of the following: -</li> <li>Scan the QR Code provided in the email notification; Navigate to the website at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a></li> <li>Insert the Meeting ID and sign in with the user ID and password provided to you via the email notification in Step 3.</li> </ol>
5	<p>Participate</p> <p><i>[Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition. All questions and messages will be presented with the full name and identity of the participant raising the question.]</i></p> <ol style="list-style-type: none"> <li>If you would like to view the live webcast, select the broadcast icon.</li> <li>If you would like to ask a question during the AGM, select the messaging icon.</li> <li>Type your message within the chat box, once completed click the send button.</li> </ol>

# ADMINISTRATIVE DETAILS

For Shareholders/Proxies Attending The Sixty-Seventh  
Annual General Meeting (“67th AGM”)



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

## G. STEPS FOR REGISTRATION FOR REMOTE PARTICIPATION AND ELECTRONIC VOTING (cont'd.)

Procedure		Action
<b>On the day of the AGM</b> (cont'd.)		
6	Voting	a. Once voting has been opened, the polling icon will appear with the resolutions and your voting choices. b. To vote simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received. c. To change your vote, simply select another voting direction. d. If you wish to cancel your vote, please press “Cancel”.
7	End of Participation	Upon the announcement by the Chairman on the closure of the AGM, the live webcast will end and the Messaging window will be disabled.

## H. No Distribution Door Gifts

For the upcoming AGM, there will be no distribution of door gifts for Members/Proxies who participate in the AGM.

## I. No Recording or Photography

No recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.

## J. Enquiry

If you have any enquiries prior to the AGM, please contact the following during office hours from Monday to Friday (8:30 a.m. to 5:30 p.m.):-

Boardroom Share Registrars Sdn. Bhd.  
11<sup>th</sup> Floor, Menara Symphony  
No. 5 Jalan Prof. Khoo Khay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan

Email : [BSR.Helpdesk@boardroomlimited.com](mailto:BSR.Helpdesk@boardroomlimited.com)

## K. Personal Data Policy

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

# REQUISITION FORM



**SAPURA RESOURCES BERHAD**  
[195701000235 (3136-D)]  
(Incorporated in Malaysia)

**Please send me/us a printed copy of the Annual Report 2024 of Sapura Resources Berhad.**

Name of Shareholder : \_\_\_\_\_

NRIC/Company No. : \_\_\_\_\_

CDS Account No. : \_\_\_\_\_

Address : \_\_\_\_\_

: \_\_\_\_\_

: \_\_\_\_\_

Contact No. : \_\_\_\_\_

Fold here

---

PLACE  
STAMP HERE

The Share Registrar

**BOARDROOM SHARE REGISTRARS SDN. BHD.**

(Registration No. 199601006647 (378993-D))

11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan

---

Fold here