



AMLEX HOLDINGS BERHAD

Registration No. 201801010781(1272796-A)

(Incorporated in Malaysia)

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 6th Annual General Meeting (“AGM”) of the Company will be conducted fully virtual through live streaming and online participation and voting using Remote Participation and Voting (“RPV”) facilities via the online meeting platform at <https://rb.gv/ebpn99> provided by Bina Management (M) Sdn. Bhd. (Domain registration number with MYNIC: 57778423) on Friday, 27 September 2024 at 10.00 am for the following purposes:-

AGENDA

ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 March 2024 together with the Reports of Directors and Auditors thereon. *Please refer to Note 10*
- To re-elect Mr. Yap Soon Hin, a Director who retires by rotation in accordance with Article 105 of the Company's Constitution and who, being eligible, offers himself for re-election. **Resolution 1**
- To re-elect Mr. Ooi Toon Kit, a Director who retires by rotation in accordance with Article 105 of the Company's Constitution and who, being eligible, offers himself for re-election. **Resolution 2**
- To approve the payment of Directors' Benefits up to an amount not exceeding RM300,000.00 to the Non-Executive Directors of the Company from the conclusion of the 6th AGM until the conclusion of the next AGM. **Resolution 3**
Please refer to Note 11
- To re-appoint Messrs. Baker Tilly Monteiro Heng PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the directors to fix their remuneration. **Resolution 4**

SPECIAL BUSINESS

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

- AUTHORITY FOR DIRECTORS TO ALLOT AND ISSUE NEW SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** **Resolution 5**
Please refer to Note 12
"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject always to Rule 5.04 of the LEAP Market Listing Requirements and the approval of the relevant authorities, the Directors be hereby authorised to allot and issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution must be not more than 100% of the total number of issued shares of the Company, of which the aggregate number of shares issued other than on pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares.
THAT any one of the Executive Directors and/or Secretary of the Company be hereby empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing and quotation of the additional shares so issued and to do all such acts and things necessary to give full effect to such transactions as authorised by this resolution.
AND 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."
- To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and the Companies Act, 2016.

By Order of the Board,

LEE PENG LOON (MACS 01258)
SSM PC NO. 201908002340

P'NG CHIEW KEEM (MAICSA 7026443)
SSM PC NO. 201908002334

Company Secretaries

Penang

Date: 30 August 2024

NOTES ON APPOINTMENT OF PROXY

- A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy may, but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarial certified copy of such power or authority, shall be deposited at the office of the Share Registrar, Bina Management (M) Sdn Bhd at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor, not less than forty-eight (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 twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
- A member shall be entitled to appoint more than one (1) proxy to attend and vote instead of him at the same meeting and where a member appoints more than one (1) proxy to vote at the same meeting, such appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with the shares of the Company. The appointment two (2) proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- Where a member is an Exempt Authorized Nominee which holds ordinary shares of the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies it may appoint in respect of each omnibus account it holds. An Exempt Authorised Nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- A member of the Company is permitted to give the Company notice of termination of a person's authority to act as proxy not less than twenty-four (24) hours before the time appointed for holding the meeting. Such notice of termination must be in writing and be deposited at the office of Share Registrar, Bina Management (M) Sdn Bhd at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor.
- For the purpose of determining a member who shall be entitled to attend the AGM, the Company shall be requesting the Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 19 September 2024. Only Depositors whose names appear on the Record of Depositors as at 19 September 2024 shall be entitled to attend the AGM or appoint proxies to attend and/or vote on his behalf.
- Members are advised to refer to the Administrative Guide dated 30 August 2024 and follow the procedures set out therein in order to participate remotely via the RPV Facilities.

NOTES ON ORDINARY BUSINESS

- The Audited Financial Statements for the financial year ended 31 March 2024 will be laid to shareholders at the forthcoming AGM pursuant to Section 340(1)(a) of the Companies Act 2016. Hence, the Agenda 1 is not put forward for voting.
- The Resolution 3, if passed, will enable the Company to pay benefits to the Non-Executive Directors of the Company in accordance with Section 230(1) of the Companies Act 2016. The total amount of Directors' benefits payable is estimated based on number of scheduled meetings of the Board as well as the number of Non-Executive Directors involved; and these benefits may comprise of meeting allowances, trainings, accommodations, insurance and other emoluments and benefits-in-kinds.

NOTES ON SPECIAL BUSINESS

- The Resolution 5, if passed, will enable the Directors to allot and issue new shares in the Company for the time being for such purposes as the Directors consider will be in the best interest of the Company. This authority, unless revoked or varied by the shareholders of the Company in a general meeting will expire at the conclusion of the next AGM.

The proposed renewal of general mandate for issuance of shares will provide flexibility to the Company for any possible fund raising activities, including but not limited to placing of shares for the purpose of funding future investment, working capital and/or acquisition.

As at the date of this notice, the Directors have not issued any shares pursuant to the general mandate granted at the last AGM of the Company.

AMLEX HOLDINGS BERHAD
[Registration No. 201801010781(1272796-A)]

ADMINISTRATIVE GUIDE

**IN RESPECT OF THE SIXTH ANNUAL GENERAL MEETING (“6TH AGM”)
TO BE HELD VIA AN ONLINE PLATFORM**

DATE: Friday, 27 September 2024	TIME: 10.00 a.m.	MEETING VENUE: Fully virtual via an online meeting platform at https://rb.gy/ebpn99 provided by Bina Management (M) Sdn. Bhd. in Malaysia (Domain registration number with MYNIC: 57778423)
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General Meeting Record of Depositors

1. In respect of deposited securities, only members whose names appear on the Record of Depositors on 19 September 2024 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.

Proxy

2. A member entitled to participate and vote remotely at the 6th AGM using the Virtual Meeting Facilities is entitled to appoint proxy/proxies, to participate and vote instead of him. If you are unable to attend the meeting and wish to appoint a proxy to vote on your behalf, please submit your Proxy Form in accordance with the notes and instructions set out hereunder.
3. Alternatively, if a member is unable to attend the 6th AGM via Virtual Meeting Facilities on 27 September 2024, he/she can appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form.
4. For a proxy to be valid, the instrument appointing a proxy must be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting PROVIDED that in the event the member(s) duly executes the Proxy Form but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/her proxy, Provided Always that the rest of the Proxy Form, other than the particulars of the proxy have been duly completed by the member(s):
 - (i) In hard copy form
The Proxy Form must be deposited at the office of the Share Registrar at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor.
 - (ii) By electronic means via facsimile
The Proxy Form must be received via facsimile at 03-77841988.
 - (iii) By electronic means via email
The Proxy Form must be received via email at binawin@binamg168.com.

Poll Voting

5. The voting at the 6th AGM will be conducted by poll in accordance with the Company's Constitution. The Company has appointed Bina Management (M) Sdn. Bhd. as the Poll Administrator to conduct the poll by way of online voting and Synergy Professionals Group Sdn Bhd as the Independent Scrutineer to verify the poll results.

6. Members can proceed to vote on the resolutions and submit your votes at any time from the commencement of the 6th AGM at 10.00 a.m. and before the end of the voting session which will be announced by the Chairman of the meeting. The QR Code will be displayed upon the declaration of poll voting by the Chairman. Upon completion of the voting session for the 6th AGM, the Independent Scrutineer will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

VIRTUAL MEETING FACILITIES

7. We would like to invite the Members to participate and vote remotely at the 6th AGM using the Virtual Meeting Facilities. Please refer to item 10 on the registration link.


8. For Corporate Members, please provide the following documents to the Share Registrar no later than **Wednesday, 25 September 2024 at 10:00 a.m.:**

- (a) Original certificate of appointment of its Corporate Representative under the seal of the corporation; and
- (b) Corporate Representative's e-mail address and mobile number.

Upon submission of such documents, please **inform the Corporate Representative(s) to register themselves via the Registration Link as entailed in item 10 below.**

9. For the beneficiary of the shares under a Nominee Company's CDS account who wishes to use the Virtual Meeting Facility at the 6th AGM may request its Nominee Company to appoint him/her as proxy to participate and vote remotely at the 6th AGM via the Virtual Meeting Facilities. Please submit the duly executed proxy form as per the instructions stated in item 4 above no later than **Wednesday, 25 September 2024 at 10:00 a.m.** and **inform your proxy(ies) to register themselves via the Registration Link as entailed in item 10 below.**

10. Please follow the following steps to be taken for participating and voting via the Virtual Meeting facilities:

BEFORE THE AGM		
(a)	REGISTRATION	<ul style="list-style-type: none"> • Please register yourself as Member for verification of attendance purpose via https://rb.gy/ebpn99 or by scanning the QR Code below:- <div style="text-align: center;">  </div> <ul style="list-style-type: none"> • Corporate Representative and Beneficiary Owner of an Exempt Nominee who have forwarded their documents in accordance with the manners stipulated in items 8 and 9 above may register yourself using the link above for verification of attendance purpose.
(b)	CONFIRMATION ATTENTANCE	<ul style="list-style-type: none"> • Upon verification, the participation link will be sent to your godself before the commencement of the meeting.
(c)	SUBMISSION OF QUESTIONS	<ul style="list-style-type: none"> • We recognise that the AGM is a valuable opportunity for the Board of Directors to engage with members of the Company. In order to facilitate the efficiency of the proceedings of the 6th AGM, members may in advance, before the 6th AGM, submit their questions to the Board of Directors via email at ir@amlextech.com not later than Wednesday, 25 September 2024, 10:00 am. The Board of Directors will endeavor to address the questions received at the 6th AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.

11.

ON THE AGM DAY		
(a)	PARTICIPATION	<ul style="list-style-type: none">• Click on the participation link which was provided to you via e-mail. Sharing of participation is strictly prohibited.• If you have any question to be raised during the meeting, you may submit by using the Q&A box. The Directors will try to address the questions submitted prior or during the accordingly.
(b)	ONLINE VOTING	<ul style="list-style-type: none">• The QR Code will be displayed upon the declaration of poll voting by the Chairman. Voting shall commence upon the declaration of poll voting by the Chairman until a time when the Chairman announces the closing of the voting session at the 6th AGM venue.
(c)	CLOSURE	The 6 th AGM will be closed upon the announcement by the Chairman, the Virtual Meeting will end.

Enquiry

- a. If you have any enquiries relating to the 6th AGM Administrative Guide, please contact the Share Registrar, Bina Management (M) Sdn Bhd during office hours, Mondays to Fridays (except public holiday), from 9:00 a.m. to 5:00 p.m.:

Tel No.: 603 – 7784 3922
Email: binawin@binamg168.com

- b. If you have enquiry relating to the Virtual AGM or encounters issues with the log in, steps to connect to live streaming and online voting during the 6th AGM, please contact:

Mobile/WhatsApp: 017-622 9303
Email: synergyprofgroup@gmail.com
Contact Person: Virtual Meeting Administrator