

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of SkyWorld Development Berhad (“SkyWorld Development” or “the Company”) will be held at **Level 1, Block D, Excella Business Park, Jalan Ampang Putra, Ampang, 55100 Kuala Lumpur, Malaysia** on **Friday, 27 September 2024** at **11.00 a.m.** or immediately after the conclusion or adjournment (as the case may be) of the Company’s 2024 Annual General Meeting scheduled to be held on the same day at 10.00 a.m., whichever is the later or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following ordinary resolution with or without modification(s):-

**ORDINARY RESOLUTION**

**PROPOSED ALLOCATION OF OFFER TO LEE CHEE SENG, THE CHIEF EXECUTIVE OFFICER (“CEO”) OF SKYWORLD DEVELOPMENT PURSUANT TO THE LONG TERM INCENTIVE PLAN (“LTIP”) (“PROPOSED ALLOCATION TO LEE CHEE SENG”)**

“**THAT** subsequent to the approval for the establishment of LTIP being obtained at the EGM of the Company held on 28 June 2024, approval be and is hereby given to the Board to authorise the LTIP Committee, at any time and from time to time throughout the duration of the LTIP, to offer and grant to Lee Chee Seng, the CEO of SkyWorld Development, the Employees Share Option Scheme (“ESOS”) options to subscribe for new shares under the ESOS, subject to the provisions of the by-laws of the LTIP (“By-Laws”), **PROVIDED ALWAYS THAT:**

- (i) he must not participate in the deliberation and/or discussion of his own proposed allocations as well as the proposed allocations to persons connected with him, if any;
- (ii) not more than 10% of the total number of new shares to be issued under the LTIP shall be allocated to him, either singly or collectively through persons connected with him, holds 20% or more of the total number of issued shares of the Company; and
- (iii) the allocation of ESOS options to him shall be subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws, Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), or any prevailing guidelines issued by Bursa Securities, as amended from time to time.

**THAT** at any point in time during the duration of the LTIP, not more than 20% of the total number of shares available under the LTIP shall be allocated, in aggregate, to the Directors, whereas not more than 80% of the total number of shares available under the LTIP shall be allocated to the Senior Management of SkyWorld Development and its subsidiary companies (excluding dormant subsidiaries, if any) pursuant to the LTIP.

**AND THAT** the Board be and is hereby authorised to allot and issue and/or procure to transfer such number of Shares that may be granted to the abovementioned person under the LTIP.”

By Order of the Board

**FOO PEI KOON (MAICSA 7067238) (SSM PC NO. 202108000380)**

**TE HOCK WEE (MAICSA 7054787) (SSM PC NO. 202008002124)**

**WONG CHEE WAI (BC/W209) (SSM PC NO. 202108000410)**

Company Secretaries

Kuala Lumpur

12 September 2024

**Explanatory Notes:**

Please refer to the Circular to Shareholders dated 17 May 2024 in relation to the LTIP for further details, a copy of which is available on the Company’s website at <https://skyworldgroup.com.my/investor-relations>.

**NOTES:**

1. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 20 September 2024. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, participate, speak and vote on his/her/its behalf.
2. A member of the Company who is entitled to attend and vote at a general meeting may appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than 2 proxies to attend, participate, speak and vote instead of the member at the general meeting.
4. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“Central Depositories Act”), it may appoint not more than 2 proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. 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 exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
6. Where a member, an authorised nominee or an exempt authorised nominee appoints more than 1 proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholdings to be represented by each proxy.
7. The appointment of a proxy may 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 48 hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (i) In hard copy form  
To be deposited with the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (ii) By electronic means via Tricor TIIH Online website at <https://tiih.online>  
Please refer to the Administrative Guide of the EGM for further information on electronic submission of proxy form via TIIH Online.
8. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company’s Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the general meeting or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
9. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
10. Last date and time for lodging the proxy form is **Wednesday, 25 September 2024 at 11.00 a.m.**
11. Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the registration staff for verification:
  - a. Identity card (NRIC) (Malaysian), or
  - b. Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
  - c. Passport (Foreigner).
12. For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please deposit the **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form with the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia if this has not been lodged with the Company’s Share Registrar earlier.
13. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the EGM will be put to vote by way of poll.



## SKYWORLD DEVELOPMENT BERHAD

Registration No. 200601034211 (753970-X)  
(Incorporated in Malaysia)

### ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”)

|              |   |
|--------------|---|
| Day and Date | : <b>Friday, 27 September 2024</b>  |
| Time         | : <b>11.00 a.m.</b> or immediately after the conclusion or adjournment (as the case may be) of the Company’s 2024 Annual General Meeting (“AGM”) scheduled to be held on the same day at 10.00 a.m., whichever is the later |
| Venue        | : <b>Level 1, Block D, Excella Business Park, Jalan Ampang Putra, Ampang, 55100 Kuala Lumpur, Malaysia</b>  |

#### 1. Eligibility to attend based on the Record of Depositors

Only members whose names appear in the Record of Depositors as at **20 September 2024** shall be eligible to attend, speak and vote (collectively, “participate”) at the EGM or appoint a proxy(ies) to attend and/or vote on their behalf.

#### 2. Registration on the day of the EGM

- Registration for the AGM and the EGM will commence at 9.00 a.m.
- Please present your original National Registration Identity Card (NRIC) or Passport to the registration staff for verification.
- A voting slip and an identification wristband will be given to you thereafter. No one will be allowed to enter the meeting room without an identification wristband.
- Registration must be done in person. No person is allowed to register on behalf of another.
- The registration counter will handle verification of identity, registration and revocation of proxy(ies).

#### 3. Door Gift/ Voucher

There will be no distribution of door gifts or vouchers for shareholders/ proxies/ authorised representatives/ attorneys who participate in the EGM.

#### 4. Appointment of Proxy(ies) or Attorney or Authorised Representative

If a shareholder is unable to participate in the EGM, he/she may appoint proxy(ies) and indicate the voting instructions in the proxy form.

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner not later than **Wednesday, 25 September 2024 at 11.00 a.m.**:-

(i) In hard copy form

By hand or post to the office of the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

(ii) By electronic means

You may submit the proxy forms electronically via TIIH Online at <https://tiih.online>. Kindly refer to the procedures as set out below for further information:

| Procedure  | Action   |
|--|--|
| <b>i. Steps for Individual Shareholders</b>                    |  |
| a. Register as a User with TIIH Online                         | <ul style="list-style-type: none"><li>• Using your computer or smartphone, please access the website at <a href="https://tiih.online">https://tiih.online</a>.</li><li>• Register as a user under the “e-Services” by selecting “<b>Create Account by Individual Holder</b>”. Please refer to the tutorial guide posted on the homepage for assistance.</li><li>• If you are already a user with TIIH Online, you are not required to register again.</li></ul>  |
| b. Proceed with submission of proxy form                       | <ul style="list-style-type: none"><li>• After the release of the Notice of EGM by the Company, login with your username (i.e. email address) and password.</li><li>• Select the corporate event: “<b>SKYWORLD DEVELOPMENT BERHAD EGM-3 – SUBMISSION OF PROXY FORM</b>”.</li><li>• Read and agree to the terms and conditions and confirm the Declaration.</li><li>• Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.</li><li>• Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy.</li><li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li><li>• Review and confirm your proxy(ies) appointment.</li><li>• Print the proxy form for your record.</li></ul>   |
| <b>ii. Steps for corporation or institutional shareholders</b> |  |
| a. Register as a User with TIIH Online                         | <ul style="list-style-type: none"><li>• Access TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li><li>• Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the “Sign Up” button and followed by “<b>Create Account by Representative of Corporate Holder</b>”.</li><li>• Complete the registration form and upload the required documents.</li><li>• Registration will be verified, and you will be notified by email within 1 to 2 working days.</li><li>• Proceed to activate your account with the temporary password given in the email and re-set your own password.</li></ul> <p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p> |
| b. Proceed with submission of proxy form                       | <ul style="list-style-type: none"><li>• Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li><li>• Select the corporate event name: “<b>SKYWORLD DEVELOPMENT BERHAD EGM-3 - SUBMISSION OF PROXY FORM</b>”.</li><li>• Read and agree to the terms &amp; conditions and confirm the Declaration.</li><li>• Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein.</li><li>• Prepare the file for the appointment of proxy(ies) by inserting the required data.</li><li>• Submit the proxy appointment file.</li><li>• Proceed to upload the duly completed proxy appointment file.</li><li>• Select “<b>Submit</b>” to complete your submission.</li><li>• Print the confirmation report of your submission for your record.</li></ul>   |

If you wish to participate in the EGM, please do not submit any proxy form for the EGM. You will not be allowed to participate in the EGM together with the proxy(ies) appointed by you.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Wednesday, 25 September 2024 at 11.00 a.m.** to participate in the EGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia to participate in the EGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
  - (a) at least two authorised officers, one of whom shall be a director: or
  - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

## 5. Enquiry

If you have any enquiries prior to the meeting, you may contact the Share Registrar through the following channels during office hours from Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

### **Tricor Investor & Issuing House Services Sdn Bhd**

Telephone: +603 2783 9299

Fax : +603 2783 9222

Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)