



EUROSPAN HOLDINGS BERHAD

Company No. 199501022724 (351927-M)

EST.1972

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty Ninth (29th) Annual General Meeting ("AGM") of Eurospan Holdings Berhad will be conducted in a fully virtual manner through live streaming at Broadcast Venue at the Conference Room, 29th Floor, Menara JKG, No. 282, Jalan Raja Laut, 50350 Kuala Lumpur, Malaysia ("Broadcast Venue") on Wednesday, 27 November 2024 at 11.00 a.m. for the following purposes: -

AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 May 2024 together with the Reports of the Directors and Auditors thereon.
- To approve the payment of Directors' fees of RM218,000 for the financial year ended 31 May 2024. Ordinary Resolution 1
- To approve the payment of Directors' fees of up to RM123,000 from 1 June 2024 until the next Annual General Meeting of the Company. Ordinary Resolution 2
- To re-elect Dato' Sri Tan Han Chuan, a Director retiring pursuant to Clause 145 of the Company's Constitution and who, being eligible, offers himself for re-election. Ordinary Resolution 3
- To re-elect Dato' Thor Poh Seng, a Director retiring pursuant to Clause 145 of the Company's Constitution and who, being eligible, offers himself for re-election. Ordinary Resolution 4
- To re-elect Mr Tan Kok Leong, a Director retiring pursuant to Clause 145 of the Company's Constitution and who, being eligible, offers himself for re-election. Ordinary Resolution 5
- To re-elect Mr Eng Boon Kiat, a Director retiring pursuant to Clause 145 of the Company's Constitution and who, being eligible, offers himself for re-election. Ordinary Resolution 6
- To re-elect Mr Yap Kan Lin, a Director retiring pursuant to Clause 145 of the Company's Constitution and who, being eligible, offers himself for re-election. Ordinary Resolution 7
- To re-elect Ms Ho Jong Ching, a Director retiring pursuant to Clause 145 of the Company's Constitution and who, being eligible, offers herself for re-election. Ordinary Resolution 8
- To re-appoint Messrs Grant Thornton Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix the Auditors' remuneration. Ordinary Resolution 9

AS SPECIAL BUSINESS

11. To consider and, if thought fit, pass the following as Ordinary Resolution :

Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Renewal of Shareholders' Mandate")

"THAT pursuant to Paragraph 10.09 of the Bursa Malaysia Securities Berhad Main Market Listing Requirements, the Company and its subsidiaries be and are hereby authorised to enter into and give effect to the Recurrent Transactions with the Related Party as detailed in Section 2.6 of the Circular to Shareholders dated 30 September 2024 which are necessary for Eurospan Group's day-to-day operations in the ordinary course of business on terms not more favourable to the said Related Party than those generally available to the public and not detrimental to minority shareholders of the Company.

AND THAT such approval shall continue to be in force until:-

- the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time it will lapse, unless by a resolution passed at the AGM whereby the authority is renewed; or
 - the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(1) of the Companies Act 2016 ("Act") (but shall not extend to such extension as may be allowed pursuant to Section 340(2) of the Act); or
 - revoked or varied by a resolution passed by the shareholders in a general meeting;
- whichever is earlier."

12. To transact any other business of the Company for which due notice shall have been received in accordance with the Companies Act, 2016.

By Order of the Board

Tan Shien Yin (MAICSA No. 7018545) (SSM PC No. 202008002719)
Chong Siew Duan (MAICSA No. 7019353) (SSM PC No. 202008002732)
Secretaries

Kuala Lumpur
30 September 2024

Broadcast Venue

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting. Shareholders/proxies from the public shall attend the 29th AGM, communicate by posing questions to the Board via real time submission of typed texts and vote remotely via Remote Participation and Voting Facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn Bhd through its TIH Online website at <https://tjih.online>.

NOTES :

1. Appointment of Proxy

- A member entitled to participate and vote at the AGM via RPV is entitled to appoint one or more proxies (but not more than two) to participate and vote instead of him. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without restriction as to the qualification of the proxy.
- Subject to Paragraph (c) below, a member entitled to attend and vote is entitled to appoint one (1) or more proxies to attend and vote instead of him. Where a member appoints more than one (1) proxy to attend and vote at the same meeting, the appointment shall be invalid unless the member specifies the proportion of his holdings to be represented by each proxy.
- 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 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 appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under its seal or under the hand of an officer or attorney duly authorised.
- 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's Poll Administrator not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof:

(i) In hard copy form

By hand or post to the appointed Poll Administrator, 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, Wilayah Persekutuan or the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

(ii) By electronic means

The proxy form can be electronically lodged with the appointed Poll Administrator via TIH Online at <https://tjih.online>. Kindly refer to the Administrative Guide on the procedures for electronic lodgment of proxy form via TIH Online.

- (f) Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolutions set out above will be put to vote by way of poll.

2. Members entitled to attend the 29th AGM

Depositors whose names appear in the Record of Depositors on a date not less than three (3) market days before the 29th AGM shall be regarded as member of the Company entitled to attend and vote via RPV at the 29th AGM or appoint a proxy to attend and vote on his behalf.