



ZANTAT HOLDINGS BERHAD

(Registration No. 202101040483 (1440783-X))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of Zantat Holdings Berhad (“Zantat Holdings” or “Company”) will be conducted virtually via TIH Online website at <https://tiah.online> as provided by Tricor Investor & Issuing House Services Sdn Bhd on Monday, 4 November 2024 at 10.00 a.m., or at any adjournment thereof, for the purpose of considering and if thought fit to pass the following resolution, with or without any amendments:

ORDINARY RESOLUTION

PROPOSED SPECIAL ISSUE OF UP TO 40,000,000 NEW ORDINARY SHARES IN ZANTAT HOLDINGS TO INDEPENDENT THIRD-PARTY BUMIPUTERA INVESTORS TO BE IDENTIFIED AND/OR APPROVED BY THE MINISTRY OF INVESTMENT, TRADE AND INDUSTRY (“MITI”) (“PROPOSED SPECIAL ISSUE”)

“**THAT**, subject to the approvals of all relevant authorities and/or parties (where applicable), approval be and is hereby given to the Company to increase the share capital of the Company by way of special issue of up to 40,000,000 new ordinary shares in Zantat Holdings (“Zantat Holdings Shares” or “Shares”) (“Special Issue Shares”) to independent third-party Bumiputera investors identified and/or approved by the MITI and/or investors qualified under Schedules 6 and 7 of the Capital Markets and Services Act 2007 (“CMSA”);

THAT the Board be and is hereby authorised to fix the issue price of the Special Issue Shares at a later date after obtaining the relevant approvals for the Proposed Special Issue, in one or several tranches. In any event, the issue price shall be at a discount of not more than 10% from the five (5)-day volume weighted average market price of Zantat Holdings Shares immediately preceding the price-fixing date;

THAT pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 13.2 of the Constitution of the Company, the pre-emptive rights of the members of the Company to be offered the Special Issue Shares ranking equally to the existing issued Shares is hereby waived arising from the approval of the Proposed Special Issue;

THAT the proceeds of the Proposed Special Issue be utilised for the purposes as set out in the Circular to shareholders of the Company dated 18 October 2024, and the Board be and is hereby authorised with full powers to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient, subject (where required) to the approval of the relevant authorities;

THAT such Special Issue Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the existing Zantat Holdings Shares, save and except that they will not be entitled to any rights, allotments, dividends and/or other distributions that may be declared, made or paid where the entitlement date precedes the date of allotment of the said Special Issue Shares;

AND THAT Board be and is hereby authorised to do all such acts and things that are necessary to give full effect to the Proposed Special Issue with full powers to assent to any conditions, modifications, variations and/or amendments deemed necessary or expedient in the interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions it considers necessary or as may be required to give full effect to and complete the Proposed Special Issue.”

BY ORDER OF THE BOARD

SIEW SUET WEI (MAICSA 7011254)

SSM Practicing Certificate No. 202008001690

Company Secretary

Petaling Jaya

18 October 2024

Notes :

1. Shareholders are to attend, speak (including posing questions to the Board of Directors of the Company via real time submission of typed texts) and vote (collectively, “participate”) remotely in the EGM of the Company via the Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its TIH Online website at <https://tiah.online>.
2. A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. Where a member appoints more than one proxy to attend and vote at the Meeting, such appointment shall be invalid unless he/she shall specify the proportion of his/her holdings to be represented by each proxy.
3. 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 authorized nominee may appoint in respect of each omnibus account it holds. An “exempt authorized nominee” refers to an authorised nominee defined under Securities Industry (Central Depositories) Act, 1991 (“SICDA”) which is exempted from compliance with the provisions subsection 25A(1) of SICDA.
4. 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 an attorney duly authorised.
5. The instrument appointing a proxy must be deposited at the Share Registrar of the Company, 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or the Proxy Form may be submitted electronically via TIH Online at <https://tiah.online>, not less than 48 hours before the time set for holding the meeting or at any adjournment thereof. Kindly refer to the Administrative Guide to the EGM on the entitlement to participate and appointment of proxy or attorney or corporate representative via TIH Online.
6. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 25 October 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, vote and speak on his/her behalf.
7. Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolution set out in this Notice of EGM will be put to vote by way of poll.
8. The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us or our agents your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and/or authorisation of all persons whose personal data you have disclosed and/or processed, in connection with the foregoing.



ZANTAT HOLDINGS BERHAD

(Registration No. 202101040483 (1440783-X))
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE TO THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF ZANTAT HOLDINGS BERHAD (THE “COMPANY”)

Date : Monday, 4 November 2024
Time : 10.00 a.m.
Online Meeting Platform : TIIH Online website at <https://tiih.online> provided by Tricor Investor & Issuing House Services Sdn. Bhd.

MODE OF MEETING

- The EGM of the Company will be conducted on a fully virtual basis through live streaming and online meeting platform at TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) in Malaysia via Remote Participation and Electronic Voting (“RPV”) facilities.

SHAREHOLDERS’ PARTICIPATION AT THE EGM VIA REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

- Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM using the RPV provided by Tricor.
- The RPV are available on Tricor’s TIIH Online website at <https://tiih.online>.
- We strongly encourage you to participate the EGM via the RPV. You may also consider appointing the Chairman of the meeting as your proxy to attend and vote on your behalf at the EGM.
- Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

PROCEDURES FOR RPV

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the EGM using the RPV:-

Procedure	Action
BEFORE THE EGM DAY	
i. Register as a user with TIIH Online	<ul style="list-style-type: none">▪ Using your computer, access the website at https://tiih.online. Register as a user under the “e-Services” by selecting “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance.▪ Registration as a user will be approved within one (1) working day and you will be notified via email.▪ If you are already a user with TIIH Online, you are not required to register again.▪ You will receive an email to notify you that the remote participation is available for registration at TIIH Online.
ii. Submit your request to attend EGM remotely	<ul style="list-style-type: none">▪ Registration is open from Friday, 18 October 2024 until the day of EGM on Monday, 4 November 2024. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate the EGM using the RPV facilities.

ADMINISTRATIVE GUIDE TO THE EXTRAORDINARY GENERAL MEETING OF ZANTAT HOLDINGS BERHAD

	<ul style="list-style-type: none"> ▪ Login with your user ID (i.e. email address) and password and select the corporate event: “(Registration) ZANTAT EGM 2024”. ▪ Read and agree to the Terms & Conditions and confirm the Declaration. ▪ Select “Register for Remote Participation and Voting”. ▪ Review your registration and proceed to register. ▪ System will send an email to notify that your registration for remote participation is received and will be verified. ▪ After verification of your registration against the Record of Depositors as at 25 October 2024, the system will send you an email after 2 November 2024 to approve or reject your registration for remote participation. <i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i>
ON THE EGM DAY	
i. Login to TIIH Online	<ul style="list-style-type: none"> ▪ Login with your user ID and password for remote participation at the EGM at any time from 9.00 a.m., i.e. 1 hour before the commencement of meeting at 10.00 a.m. on Monday, 4 November 2024.
ii. Participate through live streaming	<ul style="list-style-type: none"> ▪ Select the corporate event: “(Live Stream Meeting) ZANTAT EGM 2024” to engage in the proceedings of the EGM remotely. <p>If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will try to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be emailed to you at the earliest possible, after the meeting.</p>
iii. Online remote voting	<ul style="list-style-type: none"> ▪ Voting session commences from 10.00 a.m. on Monday, 4 November 2024 until a time when the Chairman announces the end of the voting session. ▪ Select the corporate event: “(Remote Voting) ZANTAT EGM 2024” or if you are on the live stream meeting page, you can select “GO TO REMOTE VOTING PAGE” button below the Query Box. ▪ Read and agree to the Terms & Conditions and confirm the Declaration. ▪ Select the CDS account that represents your shareholdings. ▪ Indicate your votes for the resolutions that are tabled for voting. ▪ Confirm and submit your votes.
iv. End of remote participation	<ul style="list-style-type: none"> ▪ Upon the announcement by the Chairman on the conclusion of the EGM, the live streaming will end.

NOTE TO USERS OF THE RPV:-

- (i) Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- (ii) The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- (iii) In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-4080 5616 / 011-4080 3168 / 011-4080 3169 / 011-4080 3170 or email to tiih.online@vistra.com for assistance.

ADMINISTRATIVE GUIDE TO THE EXTRAORDINARY GENERAL MEETING OF ZANTAT HOLDINGS BERHAD

ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

- Only members whose names appear on the Record of Depositors (“ROD”) as at **25 October 2024** shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote in the EGM or appoint a proxy(ies)/ corporate representative(s)/attorney(s) and/or the Chairman of the Meeting to attend and vote on his/her behalf.
- In view that the EGM will be conducted on a fully virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Proxy Form.
- If you wish to participate in the EGM yourself, please do not submit any Proxy Form for the EGM. You will not be allowed to participate in the EGM together with a proxy appointed by you.
- Accordingly, Proxy Form and/or documents relating to the appointment of proxy/corporate representative/attorney for the EGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Saturday, 2 November 2024** at **10.00 a.m.**:-

(i) In hard copy:-

By hand or post to the Share Registrar’s office at at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur;

(ii) By electronic form:-

All shareholders can have the option to submit Proxy Form electronically via TIIH Online and the steps to submit are summarised below:-

Procedure	Action
I. <u>Steps for Individual Shareholders</u>	
Register as a User with TIIH Online	<ul style="list-style-type: none">▪ Using your computer, please access the website at https://tjih.online. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance.▪ If you are already a user with TIIH Online, you are not required to register again.
Proceed with submission of Proxy Form	<ul style="list-style-type: none">▪ After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.▪ Select the corporate event: “ZANTAT EGM 2024 - Submission of Proxy Form”.▪ Read and agree to the Terms & Conditions and confirm the Declaration.▪ Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.▪ Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.▪ Review and confirm your proxy(ies) appointment.▪ Print the Proxy Form for your record.

ADMINISTRATIVE GUIDE TO THE EXTRAORDINARY GENERAL MEETING OF ZANTAT HOLDINGS BERHAD

II. <u>Steps for Corporation or Institutional Shareholders</u>	
Register as a User with TIIH Online	<ul style="list-style-type: none"> ▪ Access TIIH Online at https://tiih.online. ▪ Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”. ▪ Complete the registration form and upload the required documents. ▪ Registration will be verified, and you will be notified by email within one (1) to two (2) working days. ▪ Proceed to activate your account with the temporary password given in the email and re-set your own password. <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, Tricor, if you need clarifications on the user registration.</i></p>
Proceed with submission of Proxy Form	<ul style="list-style-type: none"> ▪ Login to TIIH Online at https://tiih.online. ▪ Select the corporate exercise name: “ZANTAT EGM 2024 - Submission of Proxy Form” ▪ Agree to the Terms & Conditions and Declaration. ▪ Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. ▪ Prepare the file for the appointment of proxies by inserting the required data. ▪ Proceed to upload the duly completed proxy appointment file. ▪ Select “Submit” to complete your submission. ▪ Print the confirmation report of your submission for your record.

VOTING AT MEETING

- The voting at the EGM will be conducted on a poll pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia”). The Company has appointed Tricor to conduct the poll voting and Asia Securities Sdn. Bhd. as Independent Scrutineers to verify the poll results.
- Shareholders or proxy(ies) or corporate representative(s) or attorney(s) can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the EGM at 10.00 a.m. on the meeting day. Kindly refer to **“Procedures for RPV”** provided above for guidance on how to vote remotely via TIIH Online website at <https://tiih.online>.
- Upon completion of the voting session for EGM, the Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

RESULTS OF THE VOTING

- The resolutions proposed at the EGM and the results of the voting will be announced at the EGM and subsequently via an announcement made by the Company through Bursa Malaysia at www.bursamalaysia.com.

ADMINISTRATIVE GUIDE TO THE EXTRAORDINARY GENERAL MEETING OF ZANTAT HOLDINGS BERHAD

NO DOOR GIFT

- There will be no distribution of door gifts for the EGM.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

- In order to enhance the efficiency of the proceedings of the EGM, shareholders may in advance, before the EGM, submit questions to the Board of Directors via Tricor's TIIH Online website at <https://tiih.online>, no later than **Saturday, 2 November 2024 at 10.00 a.m.**. The Board of Directors will endeavour to address the questions received at the EGM.

EGM CIRCULAR

- The EGM Circular is available on the Company's website at <https://ir2.chartnexus.com/zantat/ir-homepage.php> and Bursa Malaysia's website at www.bursamalaysia.com under Company's announcements.
- You may request for a printed copy of the EGM Circular at <https://tiih.online> by selecting "**Request for Annual Report / Circular**" under the "**Investor Services**".
- Kindly consider the environment before you decide to request for the printed copy of the EGM Circular. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

ENQUIRY

- If you have any enquiry prior to the meeting, please call our Share Registrar, Tricor at +603-2783 9299 during office hours, i.e. from 8.30 a.m. to 5.30 p.m. (Monday to Friday).