



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Twenty Seventh (“27th”) Annual General Meeting (“AGM”) of the Company will be held on a fully virtual basis through the online meeting platform at <https://pasb-online.digerati.com.my> provided by Digerati Technologies Sdn. Bhd. in Malaysia (Domain registration number D1A119533), on 28th day, November 2024 at 2:00 p.m. to transact the following business: -

As Ordinary Business:

1. To receive and adopt the Financial Statements for the year ended 30 June 2024 and (Please refer to Explanatory the Reports of Directors and Auditors thereon. Note (B)(1))
2. To re-elect the following Directors who are due to retire in accordance with Clause 88 of the Company’s Constitution and being eligible, had offered themselves for re-election: -
 - 2.1 Mr Sin Kheng Lee Ordinary Resolution 1
 - 2.2 Mr Sin Ching San Ordinary Resolution 2
 - 2.3 Ms Chou Lee Sin Ordinary Resolution 3
 - 2.4 Ms Sin Siew Huey Ordinary Resolution 4
 - 2.5 Ms Sin Tze Yi Ordinary Resolution 5
 - 2.6 Mr Ng Swee Weng Ordinary Resolution 6
 - 2.7 Puan Amnah Apasra Emir Binti Moehamad Izat Emir Ordinary Resolution 7
 - 2.8 Ir Yeoh Yen Shiong Ordinary Resolution 8
3. To approve Directors’ Fees of RM280,000.00 for the year ended 30 June 2024. Ordinary Resolution 9
4. To re-appoint Messrs KPMG PLT as auditors of the Company to hold office until the conclusion of the next AGM and to authorise the directors to fix their remuneration. Ordinary Resolution 10

As Special Business

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

5. Authority to Issue Shares pursuant to the Companies Act 2016 and Waiver of Pre-Emptive Rights Ordinary Resolution 11

“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 relevant governmental/regulatory authority, the Directors of the Company be and are hereby empowered, pursuant to the Act, to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares 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;

THAT pursuant to Section 85 of the Act to be read together with Clause 56 of the Constitution of the Company, that approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to this mandate;

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 Annual General Meeting of the Company.”

6. To transact any other business of which due notice shall have been given.

Notice of Annual General Meeting

By Order of the Board

Teoh Wei Yee
Company Secretary
SSM PC No.: 201908000052
MAICSA7066750
Penang, 30 October 2024

Notes:

(A) Appointment of Proxy: -

1. A Member may appoint up to two (2) proxies to attend on the same occasion. A proxy may but need not be a Member of the Company. If a Member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
2. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991 ("SICDA"), it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
3. Where a Member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owner in one (1) 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 its holds.

An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

4. The instrument appointing a proxy may be made in hardcopy form or by electronic means in the following manner not less than 48 hours before the time for holding the meeting or any adjournment thereof:
 - (i) In hardcopy form: The proxy form shall be deposited at the office of the Poll Administrator at Plantation Agencies Sdn. Berhad, 3rd Floor, No. 2 Lebu Pantai, 10300 Georgetown, Pulau Pinang.
 - (ii) By electronic means: The proxy form can be electronically lodged with the Company at support@digerati.com.my
 - (iii) Through online meeting platform: E-proxy form can be submitted at <https://pasb-online.digerati.com.my> provided by Digerati Technologies Sdn. Bhd. in Malaysia (Domain Registration No. D1A119533).
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
6. Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("MMLR"), all resolutions set out in the Notice of the 27th AGM will be put to vote on a poll.
7. For 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 pursuant to Clause 68 of the Company's Constitution and Paragraph 7.16(2) of the MMLR of Bursa Securities, a Record of Depositors ("ROD") as at 21 November 2024. Only Depositor whose name appears on such ROD or the appointed proxy holder/representative shall be entitled to attend, speak and vote at the AGM.

Notice of Annual General Meeting

(B) Explanatory Notes on Ordinary Business: -

1. The audited financial statements are laid in accordance with Section 340(1)(a) of the Act for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put for voting.
2. Resolutions 1, 2, 3, 4, 5, 6, 7 and 8 – Re-election of Directors

Clause 88 of the Company's Constitution states that all Directors shall retire from office every year, but shall be eligible for re-election.

Mr Sin Kheng Lee, Mr Sin Ching San, Ms Chou Lee Sin, Ms Sin Siew Huey, Ms Sin Tze Yi, Mr Ng Swee Weng, Puan Amnah Apasra Emir Binti Moehamad Izat Emi and Ir Yeoh Yen Shiong who retire in accordance with Clause 88 of the Company's Constitution, being eligible, have offered themselves for re-election.

In determining the eligibility of the Directors to stand for re-election at the forthcoming AGM, the Nominating Committee ("NC") has assessed and recommend to the Board the re-election of retiring Directors based on the following considerations: -

- (i) satisfactory performance and have met Board's expectation in discharging their duties and responsibilities;
- (ii) level of independence demonstrated by the independent director; and
- (iii) their ability to act in the best interest of the Company in decision-making.

The Board approved the NC's recommendation for the re-election of the retiring Directors pursuant to Clause 88 of the Company's Constitution at the forthcoming AGM of the Company. The retiring Directors had abstained from deliberation as well as decision on their own eligibility to stand for re-election at the relevant NC and Board meetings.

3. Resolution 9 – Proposed payment of Directors' Fee

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 shall be approved at a general meeting. Pursuant thereto, shareholders' approval is sought for the payment of fees to Directors in respect of the year ended 30 June 2024.

The fees payable to each Director pursuant to Section 230(1)(b) of the Act have been reviewed by the Board of Directors of the Company, all of whom have recognized that the fees payable are in the best interest of the Company.

4. Resolution 10 – Re-appointment of Auditors

Pursuant to Section 271(3)(b) of the Act, shareholders shall appoint auditors who shall hold office until the conclusion of the next AGM in year 2025. The current auditors, Messrs. KPMG PLT has expressed their willingness to continue in office.

The Board and Audit Committee of the Company have considered the re-appointment of Messrs. KPMG PLT as auditors of the Company and collectively agreed that Messrs. KPMG PLT has met the relevant criterias prescribed by Paragraph 15.21 of the Listing Requirements.

The Board of Directors recommends the re-appointment of Messrs. KPMG PLT as External Auditors of the Company to hold the office until the conclusion of the next AGM.

Notice of Annual General Meeting

(C) Explanatory Notes to Special Business: -

1. Ordinary Resolution 11 – Authority to issue shares pursuant to the Companies Act 2016 and Waiver of Pre-emptive Rights

The proposed Ordinary Resolution 11 is primarily to seek for the renewal of the Previous Mandate (as defined herein) to give flexibility to the Board to issue and allot shares up to 10% of the total number of issued share (excluding treasury shares) of the Company for the time being, at any time to such persons in their absolute discretion for such purposes as the Board considers to be in the best interests of the Company (hereinafter referred to as the “General Mandate”).

The Company had been granted a general mandate by its shareholders at the last AGM held on 28 November 2023 of which will lapse at the conclusion of the 27th AGM (hereinafter referred to as the “Previous Mandate”).

The Previous Mandate granted by the shareholders had not been utilised and therefore, no proceed been raised therefrom.

The General Mandate, upon renewal, will provide flexibility to the Company to undertake any possible fund raising activities, including but not limited to placement of shares, for the purpose of funding Company’s future investment projects, working capital, acquisitions and/or such other purposes as the Directors may deem fit, without having to convene a general meeting, provided that the aggregate number of the shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company. 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.

The Waiver of Pre-emptive Rights will allow the Directors of the Company to issue new Ordinary Shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

(D) The Annual Report 2024 and Corporate Governance Report 2024 are available for download at www.skb-shutters.com

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, 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.

Statement Accompanying Notice of Annual General Meeting

(Pursuant to Paragraph 8.27(2) of the Listing Requirements of Bursa Securities)

No individual is standing for election as a Director at the forthcoming 27th AGM of the Company.



Reg. Trademark No. 85/B03843

SKB SHUTTERS CORPORATION BERHAD
199701014865 (430362-U)

PROXY FORM

No. of shares held	CDS account no.

I/We..... (Tel.....)
(Full name as per NRIC and NRIC No./Company No. in BLOCK LETTERS)

of..... (Email address:.....)
(Full address in BLOCK LETTERS)

being a member/members of **SKB Shutters Corporation Berhad**, hereby appoint

Full name in Block Letters	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Telephone No.			

*and/or

Full name in Block Letters	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Telephone No.			

or failing him/her, the Chairman of the meeting as my/our proxy, to vote for me/us and on my/our behalf at the Twenty Seventh Annual General Meeting of the Company to be held on a fully virtual basis through the online meeting platform at <https://pasb-online.digerati.com.my> provided by Digerati Technologies Sdn. Bhd. in Malaysia (Domain registration number D1A119533) on 28th day, November 2024 at 2:00 p.m. and at any adjournments thereof.

No.	Ordinary Resolutions	For	Against
1	To re-elect Mr Sin Kheng Lee as a Director of the Company		
2	To re-elect Mr Sin Ching San as a Director of the Company		
3	To re-elect Ms Chou Lee Sin as a Director of the Company		
4	To re-elect Ms Sin Siew Huey as a Director of the Company		
5	To re-elect Ms Sin Tze Yi as a Director of the Company		
6	To re-elect Mr Ng Swee Weng as a Director of the Company		
7	To re-elect Puan Amnah Apasra Emir Binti Moehamad Izat Emir as a Director of the Company		
8	To re-elect Ir Yeoh Yen Shiong as a Director of the Company		
9	To approve Directors' Fees of RM280,000.00 for the year ended 30 June 2024		
10	To re-appoint Messrs KPMG PLT as auditors of the Company		
11	Authority to Issue Shares Pursuant to the Companies Act 2016 and Waiver of Pre-Emptive Rights		

(Please indicate with "X" how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his discretion).

[Please note that the short description given above on the Resolutions to be passed do not in any way whatsoever reflect the intent and purpose of the Resolutions. Shareholders are encouraged to refer to the Notice of 27th AGM for the full purpose and intent of the Resolutions to be passed.]

Signed this day of 2024.

.....
Signature(s)/ Common Seal of Shareholder(s)

Notes:

- A Member may appoint up to two (2) proxies to attend on the same occasion. A proxy may but need not be a Member of the Company. If a Member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- Where a member of the Company is an authorised nominee as defined under the SICDA, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- Where a Member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owner in one (1) 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 its holds.
An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- The instrument appointing a proxy may be made in hardcopy form or by electronic means in the following manner not less than 48 hours before the time for holding the meeting or any adjournment thereof:
 - In hardcopy form: The proxy form shall be deposited at the office of the Poll Administrator at Plantation Agencies Sdn. Berhad, 3rd Floor, No. 2 Lebuh Pantai, 10300 Georgetown, Pulau Pinang
 - By electronic means: The proxy form can be electronically lodged with the Company at support@digerati.com.my.
 - Through online meeting platform: E-proxy form can be submitted at <https://pasb-online.digerati.com.my> provided by Digerati Technologies Sdn. Bhd. in Malaysia (Domain Registration No. D1A119533).
- The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
- Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("MMLR"), all resolutions set out in the Notice of the 27th AGM will be put to vote on a poll.

7. For 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 pursuant to Clause 68 of the Company's Constitution and Paragraph 7.16(2) of the MMLR of Bursa Securities, a ROD as at 21 November 2024. Only Depositor whose name appears on such ROD or the appointed proxy holder/representative shall be entitled to attend, speak and vote at the AGM.

Personal data privacy:

By submitting the duly executed proxy form, the member and his/her proxy consent to the Company and/or its agents/service providers to collect, use and disclose the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the 27th AGM of the Company and any adjournment thereof.

1st fold here

Stamp

To,

The Poll Administrator
SKB SHUTTERS CORPORATION BERHAD
Registration No.: 199701014865 (430362-U)
Plantation Agencies Sdn. Berhad,
3rd Floor, No. 2 Lebu Pantai,
10300 Georgetown, Pulau Pinang

Then fold here



Administrative Guide for the Fully Virtual Twenty Seventh Annual General Meeting (“27th AGM”)

Day & Date : Thursday, 28 November 2024
Time : 2:00 p.m.
Venue : Online meeting platform at <https://pasb-online.digerati.com.my> provided by Digerati Technologies Sdn. Bhd. in Malaysia (Domain registration number D1A119533)

The 27th AGM of the Company will be conducted fully virtual through live streaming and online participating and voting using the Remote Participation and E-Voting (“RPV”) facilities.

Please take note that the quality of the live streaming and online voting is highly dependent on the bandwidth and stability of the internet connection of the attendees (shareholders and proxies). Hence, you are to ensure your internet connectivity throughout the duration of the 27th AGM is maintained.

Members entitled to participate in the 27th AGM

Only a depositor whose name appears on the Record of Depositors as at 21 November 2024 shall be entitled to participate or appoint a proxy to participate, speak and/or vote on his/her behalf.

Proxy

A member shall not be entitled to appoint more than two (2) proxies to participate the same meeting. Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.

The instrument appointing a proxy must be deposited physically or by electronic means in the following manner, not less than 48 hours before the time appointed for holding the AGM or any adjournment thereof:

- a) In hard copy form
The proxy form shall be deposited at the office of the Poll Administrator at Plantation Agencies Sdn. Berhad, 3rd Floor, No. 2 Lebu Pantai, 10300 Georgetown, Pulau Pinang.
- b) By electronic means
The proxy form can be electronically lodged with the Company at support@digerati.com.my.
- c) Through online meeting platform
E-proxy form can be submitted at <https://pasb-online.digerati.com.my> provided by Digerati Technologies Sdn. Bhd. in Malaysia (Domain Registration No. D1A119533).

Revocation of Proxy

The lodging of the Proxy Form shall not preclude you from participating in the 27th AGM should you subsequently wish to do so. If you have submitted your Proxy Form and subsequently decide to appoint another proxy(ies) or you wish to participate in the 27th AGM, please write in to corpsec@skb.com.my to revoke the earlier appointed proxy 48 hours before the date and time fixed for the 27th AGM or any adjournment thereof.

Poll voting


The resolutions to be tabled at the 27th AGM will be voted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Please refer to Procedures for RPV Facilities for poll voting. Upon completion of the voting session, the scrutineers will verify the poll results after which the Chairman will announce the results of the resolution.

Administrative Guide for the Fully Virtual Twenty Seventh Annual General Meeting (“27th AGM”)

Remote Participation and E-Voting (RPV)

Members who wish to participate the 27th AGM remotely using RPV, must follow the following procedures:

Step	Action	Procedure
A	To register as a user at website: https://pasb-online.digerati.com.my 	<ul style="list-style-type: none"> • Click ‘Register’ to sign up as a new user. • Upload your identity documents. • Complete and submit your registration. • Verify your email in your mailbox to complete the registration. • You will be notified upon successful or rejected registration. • You may pose any questions to the Chairman/Board using the website. <p>*Note:</p> <ul style="list-style-type: none"> ❖ Please check your spam mailbox if you do not receive emails from us. ❖ Registered users and proxies may skip this step. ❖ Identity documents will be deleted after registration.
B1	To virtually attend the AGM	<ul style="list-style-type: none"> • Within three (3) days before the AGM, you will receive login credentials to join the meeting upon approval.
B2	To appoint proxy or corporate representative at website (optional)	<ul style="list-style-type: none"> • Log in to your registered account on the website. • Select “SKB SHUTTERS CORPORATION BERHAD 27th AGM” • Fill in the information to appoint proxy(s). • Closing time for appointment is 48 hours prior to the meeting. No request will be entertained after closing time. • Within three (3) days before the AGM, you and your proxy(s) will be notified upon the approval or rejection of RPV.
C	On the day of AGM	<ul style="list-style-type: none"> • Access the meeting through the link on the website or received in the email. • If you have any questions for the Chairman/Board, utilize the Q&A section to submit your questions. • Submit your vote within a specified period once the Chairman announces that the voting is open. • Voting will close upon the expiry of the voting period. • The broadcast will terminate upon the Chairman’s announcement of the poll results.



Administrative Guide for the Fully Virtual Twenty Seventh Annual General Meeting (“27th AGM”)

Digital Copies of 27th AGM Documents

As part of the Company’s dedicated commitment to sustainable practices, the following documents of the Company are available and can be downloaded from the Company’s website at www.skb-shutters.com and on Bursa Malaysia Securities Berhad’s website at www.bursamalaysia.com: (a) Notice of 27th AGM and Proxy Form (b) Administrative Guide of the 27th AGM.

RPV for Authorised Nominee and Exempt Authorised Nominee

Write in to support@digerati.com.my by providing the name of Member, CDS Account Number accompanied with the Proxy Form to submit the request.

No door gifts/vouchers

There will be no distribution of door gifts/vouchers this year to shareholder(s)/proxy(ies)/corporate representative(s)/attorney(s) who participate in the 27th AGM.

No recording or photography

Please note that recording or photography of the 27th AGM proceedings is strictly prohibited.

Technical Enquiry

If you have any enquiry in meeting registration, system access, please contact the Technical Support:

Digerati Technologies Sdn. Bhd.
Tel No.: +6011-6338 8316
Email : support@digerati.com.my

OR

Poll Administrator Enquiry

If you have any enquiry in share and proxy related matters, please contact the Poll Administrator:

Plantation Agencies Sdn. Berhad
Tel No.: +604-2625333
Email : sharereg@plantationagencies.com.my

Personal Data Privacy

By lodging and subscribe for a user account with Digerati Technologies Sdn Bhd in Malaysia Portal to participate and vote remotely at the 27th AGM using the RPV Facility, the shareholder(s)/proxy(ies)/corporate representative(s)/attorney(s) accepts and agrees to the personal data privacy terms.