

PJBUMI BERHAD

Registration No: 198501009089 (141537-M)

Dear Valued Shareholders,

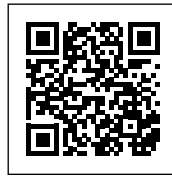
On behalf of the Board of PJBUMI BERHAD ("PJBumi" or "Company"), we would like to inform you that the Thirty-Eighth Annual General Meeting ("38th AGM") of the Company will be held as stated below: -

Date : Friday, 6 December 2024
Time : 10.00 a.m.
Venue : Concorde Hotel Shah Alam, Level 1, Orchid Meeting Room,
No. 3, Jalan Tengku Ampuan Zabedah,
40100 Shah Alam, Selangor Darul Ehsan

In our efforts to go green and in preserving the environment, we are moving forward by utilising electronic mode of communication to distribute the Annual Report to the shareholders.

In this respect, please scan the QR Code for the following documents of the Company, which are also available at the Company's website:

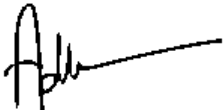
1. Annual Report 2024 comprising Notice of AGM and Proxy Form
2. Corporate Governance Report 2024
3. Requisition Form for Annual Report 2024



If you need any assistance, kindly contact our Share Registrar, Mega Corporate Services Sdn. Bhd. at 03-2692 4271 or email to mega-sharereg@megacorp.com.my.

We thank you for your continued support.

Yours faithfully,
For and on behalf of PJBUMI BERHAD



ADLIN BIN SHAHARUDIN
Managing Director

30 October 2024

PJBumi Berhad

Registration No.: 198501009089(141537-M)

Headquarters Unit 22-1 Level 22, MOF Inc. Tower, Platinum Park No 9 Persiaran KLCC, 50088 Kuala Lumpur Tel: 603 2333 9201 Fax: 603 7832 5480
Technical Support Office No 11 Jalan Ruang U8/109 Seksyen U8 Bukit Jelutong 40150 Shah Alam Selangor Tel: 603 7831 0075 Fax: 603 7832 5840

PJBUMI BERHAD

Registration No: 198501009089 (141537-M)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty-Eighth Annual General Meeting ("38th AGM") of the Company will be held at Concorde Hotel Shah Alam, Level 1, Orchid Meeting Room, No. 3, Jalan Tengku Ampuan Zabedah, 40100 Shah Alam, Selangor Darul Ehsan on **Friday, 6 December 2024** at **10.00 a.m.** for the following purposes: -

AGENDA

AS ORDINARY BUSINESS

- To receive the Audited Financial Statements of the Company for the financial period ended 30 June 2024 (from 1 January 2023 to 30 June 2024) together with the Reports of the Directors and Auditors thereon.
- To re-elect the following Directors retiring pursuant to the Company's Constitution, and being eligible, offered themselves for re-election: -
 - Encik Ahmad bin Md Daud (Article 86) **Ordinary Resolution 1**
 - Encik Nik Md Nor Suhaimi bin Nik Ibrahim (Article 86) **Ordinary Resolution 2**
- To re-appoint Messrs Morison LC PLT as Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration. **Ordinary Resolution 3**

AS SPECIAL BUSINESS

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

- AUTHORITY TO ISSUE AND ALLOT SHARES** **Ordinary Resolution 4**

"THAT pursuant to Section 75 and Section 76 of the Companies Act 2016 ("the Act") and subject to the approvals from the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares of the Company at the time of submission to the authority AND THAT the Directors be and are also hereby empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.

AND THAT pursuant to Section 85 of the Act to be read together with the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new Company shares ranking equally to the existing issued Company shares arising from any issuance of the new Company shares pursuant to Section 75 and Section 76 of the Act."
- RETENTION OF DIRECTORS AS INDEPENDENT DIRECTORS OF THE COMPANY**

THAT the following Directors who have served the Company for 11 years be retained as Independent Non-Executive Directors and to hold office until the conclusion of the next Annual General Meeting:-

 - Subject to the passing of Ordinary Resolution 1, to retain Encik Ahmad bin Md Daud **Ordinary Resolution 5**
 - Subject to the passing of Ordinary Resolution 2, to retain Encik Nik Md Nor Suhaimi bin Nik Ibrahim **Ordinary Resolution 6**
- To transact any other business which may properly be transacted at an Annual General Meeting for which due notice shall have been given.

By Order of the Board

LIM SECK WAH (MAICSA No. 0799845 & SSM PC No. 202008000054)
TANG CHI HOE (KEVIN) (MAICSA No. 7045754 & SSM PC No. 202008002054)
Company Secretaries

Dated: 30 October 2024
Kuala Lumpur

Notes:-

1. Only members whose names appear on the Record of Depositors as at **2 December 2024** shall be entitled to participate the said Annual General Meeting or appoint proxy(ies) to attend, speak and vote on his/her stead.
2. A member entitled to attend and vote at the Meeting is entitled to appoint maximum of two proxies to attend and vote instead of him, and that a proxy need not be a Member. The appointment of two proxies shall be invalid unless the proportion of the shareholding to be represented by each proxy is specified.
3. Where a Member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint one (1) proxy but not more than two (2) proxies for each Securities Account which it holds and the shares of the Company stand to the credit of the said Securities Account. The appointment of two (2) proxies in respect of any particular Securities Account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
4. Where a Member 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. If more than one (1) proxy, the proportion of shareholding to be represented by each proxy must be specified in the instrument appointing the proxies. An exempt authorised nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
5. 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 common seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy and the power of attorney, if any, under which it is signed or a certified copy thereof must be deposited at the Company's registered office at **Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur** or email to **mega-sharereg@megacorp.com.my** not less than 48 hours before the time set for holding the meeting or any adjournment thereof.
7. **Explanatory Notes to Special Businesses**

a) **Ordinary Resolution 4 - Authority to allot shares**

The Proposed Ordinary Resolution 4 is the renewal of the general mandate obtained from the shareholders at the last Annual General Meeting ("AGM"). As at the date of this notice, the Company did not allot any share pursuant to the general mandate granted to the Directors at the last AGM held on 26 May 2023.

This Ordinary Resolution 4, if passed, will empower the Directors to allot and issue ordinary shares up to an amount not exceeding 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider would be in the interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM.

The authority will provide flexibility to the Company for any possible fund-raising activities for future investment projects or undertakings or for working capital purpose as the Directors may in their absolute discretion deem fit.

The waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer new shares to all the existing shareholders of the Company prior to issuance of new shares in the Company under this general mandate.

b) **Ordinary Resolutions 5 and 6**

- **Retention of Directors as Independent Directors of the Company**

This item is tabled pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance 2021.

Both Encik Ahmad bin Md Daud and Encik Nik Md Nor Suhaimi bin Nik Ibrahim, are Independent Directors of the Company who have served the Company for a cumulative term of 11 years.

The Nominating Committee and Board of Directors had assessed the independence of both of them and recommended them to be retained as Independent Non-Executive Directors of the Company based on the following justifications: -

- i. They have met the criteria under the definition of Independent Director as set out in Chapter 1 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;
- ii. They do not have any conflict of interest with the Company and have not been entering/are not expected to enter into contract(s) especially material contract(s) with the Company and/or its subsidiaries;
- iii. Their vast experience and expertise would enable them to provide independent judgement and invaluable contributions to the Board in their roles as Independent Non-Executive Directors;
- iv. They have been with the Company for more than nine years and are familiar with the Company's business operations; and
- v. They had actively participated in all Board Committee and Board's discussion and able to provide constructive opinions and acted in the best interest of the Company.

Therefore, the Board has recommended that the shareholders' approval to be sought through a two-tier voting process at the 38th AGM.

8. **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.

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PJBUMI BERHAD

Registration No: 198501009089 (141537-M)

REQUISITION FORM - ANNUAL REPORT 2024

Dear Shareholders,

Thank You for your continued support for **PJBUMI BERHAD**. We are pleased to inform you that the Company's Annual Report 2024 for the financial period ended 30 June 2024 (from 1 January 2023 to 30 June 2024) is available in printed version.

Should you require a printed version, please complete this requisition form and email or fax to us. Alternatively, you can send the completed form by post to the address below. We shall forward a full version of the Annual Report 2024 as soon as reasonably practicable after the receipt of your request.

Mega Corporate Services Sdn Bhd

Registration No. 198901010682 (187984-H)

Level 15-2, Bangunan Faber Imperial Court

Jalan Sultan Ismail, 50250 Kuala Lumpur

Helpdesk : 603 - 2692 4271

Facsimile : 603 - 2732 5388

Email : mega-sharereg@megacorp.com.my

Name (as per NRIC/Passport) : _____

NRIC No./Passport No. : _____

Address : _____

Telephone No. : _____

Signature of shareholder

Notes:

(1) You can also download the Annual Report from the Company's website.

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AFFIX
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The Share Registrar

PJBUMI BERHAD

Registration No. 198501009089 (141537-M)

C/O Mega Corporate Services Sdn Bhd
Level 15-2, Bangunan Faber Imperial Court,
Jalan Sultan Ismail,
50250 Kuala Lumpur.

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PJBUMI BERHAD

Registration No: 198501009089 (141537-M)

FORM OF PROXY

(Before completing this form please refer to the notes below)

No. of ordinary shares held	
CDS Account No.	

I/We _____ NRIC No./Passport No./Registration No.: _____
(Full name in block letters)

of _____
(Full address)

being a member/members of **PJBUMI BERHAD** hereby appoint the following person(s):-

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings (%)
Address		
Email Address	Mobile Phone No.	

and / or*

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings (%)
Address		
Email Address	Mobile Phone No.	

or failing him/her, the Chairman of the Meeting as *my/our proxy/proxies to attend and vote for *me/us and on my/our behalf at the Thirty-Eighth Annual General Meeting ("38th AGM") of the Company to be held at Concorde Hotel Shah Alam, Level 1, Orchid Meeting Room, No. 3, Jalan Tengku Ampuan Zabedah, 40100 Shah Alam, Selangor Darul Ehsan on **Friday, 6 December, 2024** at **10.00 a.m.** and at every adjournment thereof to vote as indicated below: -

RESOLUTIONS	DESCRIPTION OF RESOLUTIONS	FIRST PROXY		SECOND PROXY	
		FOR	AGAINST	FOR	AGAINST
Ordinary Resolution 1	To re-elect Encik Ahmad bin Md Daud as Director				
Ordinary Resolution 2	To re-elect Encik Nik Md Nor Suhaimi bin Nik Ibrahim as Director				
Ordinary Resolution 3	To re-appoint Messrs Morison LC PLT as Auditors of the Company				
Ordinary Resolution 4	Authority to Issue and Allot Shares				
Ordinary Resolution 5	Retention of Independent Director - Encik Ahmad bin Md Daud				
Ordinary Resolution 6	Retention of Independent Director - Encik Nik Md Nor Suhaimi bin Nik Ibrahim				

(Please indicate with an "x" in the space provided above on how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion).

Dated this day of 2024

.....
Signature/Common Seal

Notes

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- 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 common seal or under the hand of an officer or attorney duly authorised.
- The instrument appointing a proxy and the power of attorney, if any, under which it is signed or a certified copy thereof must be deposited at the Company's registered office at Level **15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur** or email to **mega-share@megacorp.com.my** not less than 48 hours before the time set for holding the meeting or any adjournment thereof.
- Personal Data Notice**
By submitting the duly executed Proxy Form, a member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of this meeting and at any adjournment thereof.

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STAMP

The Share Registrar

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Registration No. 198501009089 (141537-M)

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50250 Kuala Lumpur.

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