



**NOTICE OF FORTIETH ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** THAT the Fortieth ("40<sup>th</sup>") Annual General Meeting ("AGM") of Jankun International Berhad ("Jankun" or "the Company") will be conducted on a virtual basis via remote participation and electronic voting through online meeting platform at <https://rebrand.ly/JKI-AGM> operated by InsHub Sdn. Bhd. from the Broadcast Venue at L21-03, Level 21, PJX-HM Shah Tower, No.16A, Persiaran Barat, 46050 Petaling Jaya, Selangor on Tuesday, 10 December 2024 at 10.00 a.m. or at any adjournment thereof, for the purpose of transacting the following businesses:

**AGENDA**

- To receive the Audited Financial Statements for the financial period ended 30 June 2024 together with the Reports of the Directors and Auditors thereon. *Please refer to Explanatory Note 1*
- To approve the payment of Directors' fees and other benefits of up to RM260,000.00 to be divided amongst the Directors in such manner as the Directors may determine for the period commencing from the conclusion of the 40<sup>th</sup> AGM until the conclusion of the next AGM of the Company. *Ordinary Resolution 1*
- To re-elect the following Directors who retire by rotation in accordance with Clause 105(1) of the Company's Constitution and being eligible, have offer themselves for re-election:
  - Dato' Ir Lim Siang Chai *Ordinary Resolution 2*
  - Datuk Azmi Bin Osman *Ordinary Resolution 3*
  - Chew Huey Yen *Ordinary Resolution 4*
- To re-appoint Messrs. UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *Ordinary Resolution 5*

**As Special Business:**

To consider and, if thought fit, to pass the following resolutions:

- Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016** *Ordinary Resolution 6*

"THAT pursuant to section 85 of the Companies Act 2016 ("the Act"), read in conjunction with Clause 61 of 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 shares ranking equally to the existing issued shares of the Company arising from the allotment and issuance of shares.

THAT pursuant to Sections 75 and 76 of the Act and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time 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 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad ("Bursa Securities") allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next AGM of the Company.

THAT the approval of Shareholders for the Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016 at an AGM to be convened (i.e. passing of the resolutions which shall contain the waiver of the Statutory Pre-Emptive Right) shall mean that Shareholders will be waiving their Statutory Pre-Emptive Right. Accordingly, the resolutions in respect of the Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016, if passed, will exclude the Shareholders' statutory pre-emptive right to be offered new Shares to be issued by the Company pursuant to the Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016.

AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company."

- Proposed Renewal of Share Buy-Back Authority for the Company to purchase its own shares** *Ordinary Resolution 7*

"THAT, subject to the Act, the provisions of the Constitution of the Company, the Main Market Listing Requirements ("MMLR") of Bursa Securities and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:-

- the aggregate number of shares purchased or held as treasury shares does not exceed 10% of the total number of issued and paid-up shares of the Company as quoted on Bursa Securities as at the point of purchase;
- the maximum fund to be allocated by the Company for the purpose of purchasing the shares be backed by an equivalent amount of retained profits; and
- the Directors of the Company may decide either to retain the shares purchased as treasury shares, or cancel the shares, or retain part of the shares so purchased as treasury shares and cancel the remainder, or resell the shares, or transfer the shares or distribute the shares as dividends;

AND THAT the authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until: -

- the conclusion of the next AGM at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- the expiration of the period within which the next AGM of the Company is required by law to be held; or
- revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto."

- To transact any other business of which due notices shall have been given in accordance with the Act.

BY ORDER OF THE BOARD,

Tan Tong Lang (MAICSA 7045482 / SSM PC No. 202208000250)  
Thien Lee Mee (LS0010621 / SSM PC No. 201908002254)  
Low Ven Sin ((MAICSA 7076080 / SSM PC NO. 202208000340)  
Company Secretaries

W.P. Kuala Lumpur  
Date: 30 October 2024

**Notes:**

- A proxy may but need not be a member of the Company and a member may appoint any person to be his/her proxy without limitation.
- The form of proxy must be duly completed and deposited at the Company's Share Registrar office, Aldpro Corporate Services Sdn. Bhd., B-21-1, Level 21, Tower B, Northpoint Mid Valley City No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time appointed for holding the meeting.
- A member shall be entitled to appoint one (1) or more proxies to attend and vote at the same meeting.
- Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("Central Depositories Act"), it may appoint at least one proxy in respect of each securities account it holds with ordinary shares to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- 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, a Record of Depositors ("ROD") as at 26 November 2024 and only a member whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.
- Pursuant to Paragraph 8.29A(1) of the MMLR of Bursa Securities, all resolutions set out in this Notice will be put to vote by way of poll.

**EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS:**

- Audited Financial Statements for the Financial Period Ended 30 June 2024**  
*This Agenda item is meant for discussion only as Section 340(1) (a) of the Act does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.*
- Payment of Directors' Fees and Other Benefits Payable**  
*The proposed Ordinary Resolution 1 is to facilitate the payment of Directors' Fees and Other Benefits payable to Directors. The other benefits comprise the allowances and other benefits. The total estimated amount of other benefits payable is calculated based on the number of scheduled Board's and Board Committees' meetings for the period from the conclusion of the 40<sup>th</sup> AGM until the next AGM of the Company.*
- Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Act**  
*The proposed Ordinary Resolution 6, if passed, will empower the Directors of the Company to issue and allot new shares at any time to such persons, in their absolute discretion, deem fit ("General Mandate"), provided that the number of shares issued pursuant to this General Mandate, when aggregated with the nominal value of any such shares issued during the preceding twelve (12) months, does not exceed 10% of the total issued share capital of the Company at the time of issue. This renewed General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company. With this renewed General Mandate, the Company will be able to raise funds expeditiously for the purpose of funding future investment, working capital and/or acquisition(s) at any time without convening a general meeting as it would be both costs and time consuming to organize a general meeting.*  
*As at the date of this Notice, no new shares in the Company were issued pursuant to the previous General Mandate granted to the Directors at the 39<sup>th</sup> AGM held on 15 June 2023.*
- Proposed Renewal of Share Buy-Back Authority**  
*The proposed Ordinary Resolution 7, if passed, will empower the Directors to purchase the Company's shares through Bursa Securities up to ten percent (10%) of the issued and paid-up capital of the Company for the time being. This authority will be expired at the conclusion of the next AGM unless earlier revoked or varied by ordinary resolution passed by shareholders at a general meeting.*  
*For further information on this resolution, please refer to the Statement to Shareholders dated 30 October 2024 which is despatched together with the Company's Annual Report 2024 for further information.*



**JIANKUN INTERNATIONAL BERHAD**  
(Registration No. 198301015973 (111365-U))  
(Incorporated in Malaysia)

**Fortieth (“40<sup>th</sup>”) Annual General Meeting (“AGM”)**

**ADMINISTRATIVE GUIDE**

<b><u>Date</u></b>	<b><u>Time</u></b>	<b><u>Broadcast Venue</u></b>
<b>Tuesday, 10 December 2024</b>	<b>10.00 a.m. or at any adjournment thereof</b>	AGM will be conducted on a virtual basis via remote participation and electronic voting through online meeting platform at <a href="https://rebrand.ly/JKI-AGM">https://rebrand.ly/JKI-AGM</a> operated by InsHub Sdn. Bhd. from the Broadcast Venue at L21-03, Level 21, PJX-HM Shah Tower, No. 16A, Persiaran Barat, 46050 Petaling Jaya, Selangor.

**MODE OF MEETING**


All shareholders of the Company, whether Individual Shareholders, Corporate Shareholders, Proxy Holders, Authorised Nominees or Exempt Authorised Nominees who wish to attend the AGM will have to register to attend remotely by using the Remote Participation and Voting Facilities (“RPV”), the details of which is set out below.

**RPV Facilities**

1. The AGM will be conducted entirely through live streaming and online remote voting. Should you wish to attend the AGM you will be required to do so by registering yourself using the RPV Facilities in accordance with the instructions set out under Section 4 below.

With the RPV Platform, you may exercise your rights as a Shareholder to participate (including to pose questions to the Board of Directors (“**Board**”) and vote at the AGM.

2. If a shareholder is unable to attend the AGM, he/she is encouraged to appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.
3. For proxies or corporate representatives / authorised nominees / exempt authorised nominees who wishes to use the RPV Facilities at the AGM, please ensure the duly executed form of proxy or the original certificate of appointment of its corporate representative are submitted to Aldpro Corporate Services Sdn. Bhd., B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan not later than Sunday, 8 December 2024 at 10.00 a.m.
4. The procedures for the RPV in respect of the live streaming and remote voting at the AGM is as follows:

<b>Procedures</b>	<b>Action</b>
<b>Before AGM</b>	
1. Register as participant in Virtual AGM 	<ul style="list-style-type: none"><li>• Using your computer, access the registration website at <a href="https://rebrand.ly/JKI-AGM">https://rebrand.ly/JKI-AGM</a></li><li>• Click on the <b>Register</b> link to register for the AGM session.</li><li>• If you are using mobile devices, you can also scan the QR provided on the left to access the registration page. Click <b>Register</b> and enter your email followed by <b>Next</b> to fill in your details to register for the AGM session.</li><li>• Upon submission of your registration, you will receive an email notifying you that your registration has been received and is pending verification.</li><li>• The event is powered by Cisco Webex. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android and iOS).</li></ul>

Procedures		Action
<b>Before AGM (Cont'd)</b>		
2.	Submit your online registration	<ul style="list-style-type: none"> <li>Shareholders who wish to participate and vote remotely at the AGM via RPV Facilities are required to register prior to the meeting. The registration will be open from <b>5.00 p.m.</b> on <b>Wednesday, 30 October 2024</b> and the registration will close at <b>10.00 a.m.</b> on <b>Monday, 9 December 2024</b>.</li> <li>Clicking on the link mentioned in item 1 will redirect you to the AGM event page. Click on the <b>Register</b> link for the online registration form.</li> <li>Complete your particulars in the registration page. Your name <b>MUST</b> match your CDS account name (not applicable for proxy).</li> <li>Insert your CDS account number(s) and indicate the number of shares you hold.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declarations.</li> <li>Please ensure all information given is accurate before you click <b>Submit</b> to register your remote participation. Failure to do so will result in your registration being rejected.</li> <li>System will send an email to notify that your registration for remote participation is received and will be verified.</li> <li>After verification of your registration against the General Meeting Record of Depositors of the Company as at <b>Tuesday, 26 November 2024</b>, the system will send you an email to notify you if your registration is approved or rejected after <b>Tuesday, 26 November 2024</b>.</li> <li>If your registration is rejected, you can contact the Company's Share Registrar or the Company for clarifications or to appeal.</li> </ul>
<b>On the day of AGM</b>		
3.	Attending Virtual AGM	<ul style="list-style-type: none"> <li>Two reminder emails will be sent to your inbox. First is one day before the AGM day, while the 2nd will be sent 1 hour before the AGM session.</li> <li>Click <b>Join Event</b> in the reminder email to participate the RPV.</li> </ul>
4.	Participate with live video	<ul style="list-style-type: none"> <li>You will be given a short brief about the system.</li> <li>Your microphone is muted throughout the whole session.</li> <li>If you have any questions for the Chairman/Board, you may use the <b>Q&amp;A panel</b> to send your questions. The Chairman/Board will try to respond to relevant questions if time permits. All relevant questions will be collected throughout the session and replied later through your registered email.</li> <li>The session will be recorded.</li> <li>Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.</li> </ul>
5.	Online Remote Voting	<ul style="list-style-type: none"> <li>The Chairman will announce the commencement of the Voting session and the duration allowed at the respective AGM.</li> <li>The list of resolutions for voting will appear at the right-hand side of your computer screen under "Slido" panel. You are required to indicate your votes for the resolutions within the given stipulated time frame.</li> <li>Click on the <b>Submit</b> button when you have completed.</li> <li>Votes cannot be changed once it is submitted.</li> </ul>
6.	End of remote participation	Upon the announcement by the Chairman on the closure of the AGM, the live session will end.

### **Revocation of Proxy**

Please note that if a Shareholder has submitted his/her Form of Proxy prior to the AGM and subsequently decides to personally attend and participate in the AGM via RPV Facilities, the Shareholder must contact Aldpro Corporate Services Sdn. Bhd. to revoke the appointment of his/her proxy no later than 10.00 a.m. on Sunday, 8 December 2024.

### **Poll Voting**

The voting at the AGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Aldpro Corporate Services Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic means and CSC Securities Services Sdn. Bhd. as Scrutineers to verify the poll results.

Shareholders can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting. The Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution is duly passed or otherwise.

The results of the voting for all resolutions will be announced at the AGM and on Bursa Malaysia website at <https://www.bursamalaysia.com/>.

### **No Recording or Photography**

Strictly NO recording or photography of the proceedings of the AGM is allowed.

### **No Breakfast/Lunch Packs, Door Gifts or Food Vouchers**

There will be no distribution of breakfast / lunch packs, door gifts, food vouchers or e-voucher.

### **Enquiry**

If you have any enquiry prior to the meeting, please contact the following officers during office hours (from 9.00 a.m. to 5.30 p.m. (Monday to Friday)):

#### **For Registration, logging in and system related:**

##### **InsHub Sdn. Bhd.**

Name: Ms Eris / Mr. Calvin  
Telephone No: +603 7688 1013  
Email: vgm@mlabs.com

#### **For Proxy matters:**

##### **Aldpro Corporate Services Sdn. Bhd.**

Name: Mr. Jia Hong / Ms Jennie Wong  
Telephone No: +603 9770 2200  
Email: admin@aldpro.com.my