



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirtieth (30th) Annual General Meeting ("AGM") of the Company will be conducted entirely through live streaming from the Broadcast Venue at 12th Floor, Menara Symphony, No 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan on Friday, 29th November 2024 at 10.30 a.m. or any adjournment thereof via online meeting platform at <https://meeting.boardroomlimited.my> for the transaction of the following businesses:-

AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 30th June 2024 together with the Reports of the Directors and the Auditors thereon.
- To approve the payment of Directors' fees and allowances up to RM500,000 for the financial period commencing from the date of the current annual general meeting to the conclusion of the next annual general meeting, payable monthly in arrears after each month of completed service of the Directors.
- To declare a first and final single-tier dividend of 1 sen per ordinary share in respect of the financial year ended 30th June 2024.

(Please refer to Note A)

(Resolution 1)

(Resolution 2)

- To re-elect the following Directors who retire in accordance with Clause 90 of the Company's Constitution:-

- Dato' Haji Obet Bin Tawil
- Lew Khim Khim (Ken Lew)

(Resolution 3)
(Resolution 4)

- To re-elect the following Director who retires in accordance with Clause 98 of the Company's Constitution:-

- Stephen Low Chee Weng

(Resolution 5)

- To re-appoint Messrs. PKF PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

(Resolution 6)

AS SPECIAL BUSINESS

To consider, and if thought fit, to pass the following resolutions with or without modification as ordinary resolutions:

- Authority to Issue Shares

"THAT subject to the Companies Act, 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and subject to the approvals of the relevant governmental/ regulatory authorities, the Directors be hereby authorised and empowered pursuant to Sections 75 and 76 of 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 to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company at any point in time ("10% General Mandate");

THAT in connection with the above, pursuant to Section 85(1) of the Act read together with Clause 9 of the Company's Constitution, the shareholders of the Company do hereby waive their pre-emptive rights over all new shares, such new shares when issued, to rank pari passu with the existing shares in the Company.

AND THAT the Directors be hereby also empowered to obtain approval from Bursa Securities for the listing and quotation of the additional shares so issued pursuant to the 10% General Mandate on Bursa Securities; FURTHER THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

(Resolution 7)

- Proposed Renewal of Share Buy-Back Mandate

"THAT subject always to the Companies Act, 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and all other applicable laws, regulations and guidelines, the Directors of the Company be hereby given full authority, to allocate an amount not exceeding the total available retained profits of the Company based on its latest audited financial statements available up to the date of the transaction for the purpose of and to purchase such amount of ordinary shares in the Company ("Shares") as may be determined by the Directors from time to time through Bursa Securities as the Directors may deem fit and in the best interest of the Company provided that the aggregate number of Shares to be purchased and/ or held as treasury shares pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares) at any point in time;

THAT upon the purchase by the Company of its own Shares, the Directors of the Company be hereby authorised to retain such Shares so purchased as treasury shares and cancel the remainder.

AND THAT the Directors of the Company be hereby authorised to distribute the treasury shares as dividends to the shareholders of the Company and/or resell the treasury shares on Bursa Securities in accordance with the relevant rules of Bursa Securities or subsequently cancel the treasury shares or any combination thereof;

AND THAT such approval and authorisation shall be effective 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, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
- the expiration of the period within which the next Annual General Meeting is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- revoked or varied by resolution passed by the shareholders in a general meeting;

whichever occurs first, but not so as to prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities;

FURTHER THAT the Directors of the Company be hereby authorised to do all such acts and things (including, without limitation executing all such documents as may be required) as they may consider expedient or necessary to give effect to this mandate."

(Resolution 8)

- To transact any other ordinary business of the Company for which due notice shall have been given.

NOTICE OF ENTITLEMENT DATE AND DIVIDEND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT the proposed first and final single-tier dividend of 1 sen per ordinary share in respect of the financial year ended 30th June 2024, if approved by shareholders at the forthcoming 30th AGM, will be paid on 15th January 2025 to depositors registered in the Record of Depositors of the Company at the close of business on 27th December 2024.

A depositor shall qualify for entitlement only in respect of:-

- Shares transferred into the Depositor's Securities Account before 4.30 p.m. on 27th December 2024 in respect of ordinary transfers; or
- Shares bought on the Bursa Securities on a cum entitlement basis according to the Rules of the Bursa Securities.

BY ORDER OF THE BOARD

Tan Kok Siong (LS0009932)

Tiew Sze Hann (MAICSA 7058007)

Yee Sek Ling (LS0010508)

Company Secretaries

Kuala Lumpur

30th October 2024

NOTES:-

(A) This Agenda item is meant for discussion only as provision of Section 340(1)(a) of the Companies Act, 2016 ("the Act") does not require a formal approval of the shareholders and hence, is not put forward for voting.

1. A proxy may but need not be a member of the Company pursuant to Section 334 of the Act.

2. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless the member specifies the proportion of his/her shareholdings to be represented by each proxy.

3. The Form of Proxy shall be executed under the hand of the appointer or his/her attorney duly authorised in writing or if such an appointer is a corporation, under its common seal or under the hand of its attorney. The Form of Proxy must be duly completed and deposited at Lot 506 & 507A, 5th Floor, Tower 2, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, Wilayah Persekutuan or submitted via email to agm2024@shh.com.my or lodged electronically via "Boardroom Smart Investor Portal" at <https://investor.boardroomlimited.com>, not less than twenty-four (24) hours before the time set for holding of the 30th AGM or any adjournment thereof as Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") requires all resolutions set out in the Notice of the 30th AGM to vote by poll.

4. In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the 30th AGM as his/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).

5. Only members registered in the Record of Depositors as at 22nd November 2024 shall be eligible to attend the 30th AGM or appoint a proxy to attend and vote on his/her behalf.

6. 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 Authorised Nominee may appoint in respect of each Omnibus Account it holds.

7. As the 30th AGM will be conducted entirely through live streaming from the Broadcast Venue, the members are advised to refer to the Administrative Notes on the registration and voting process for the 30th AGM.

8. Approval of Directors' fees and allowances for the financial year ending 30th June 2025. The proposed Ordinary Resolution 1 is to facilitate payment of Directors' fees and allowances from 29th November 2024 until the date of next Annual General Meeting ("the said period").

The Directors' fees and allowances proposed for the said period are calculated based on the number of scheduled Board and Committee Meetings and assuming that all Directors will hold office until the conclusion of the next Annual General Meeting.

In the event the Directors' fees proposed are insufficient (e.g., due to more meetings), approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

9. Re-election of Retiring Directors

The Nomination Committee ("NC") had assessed the performance and attributes of the Board, Board Committees and individual Directors in respect of their effectiveness and contribution to the Company, based on a set of prescribed criteria.

Based on this annual assessment conducted, the NC was of the view that the existing Board and each of its members have the requisite competence and capability to contribute to the needs of the Company and they had sufficiently demonstrated their commitment to the Group in terms of time and participation at meetings during the year under review.

Accordingly, the NC recommended to the Board the re-election of the retiring Directors, namely, Dato' Haji Obet Bin Tawil, Lew Khim Khim and Stephen Low Chee Weng at the 30th AGM. Based on the recommendation of the NC, the Board supports the re-election of the retiring Directors at the 30th AGM.

The profile of the Directors standing for re-election is set out in the Information on Directors in the Annual Report 2024.

Explanation Notes on Special Businesses:-

10. The Ordinary Resolution proposed under Item 7 (Resolution 7) is to seek a general mandate to empower the Directors of the Company pursuant to Sections 75 and 76 of the Act, to issue and allot ordinary shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company at any point of time ("10% General Mandate"). This 10% General Mandate, unless revoked or varied at a general meeting, will expire at the next AGM.

With this 10% General Mandate, the Company will be able to raise funds for the purpose of funding future investments, working capital and/or acquisitions. The Board, having considered the current and prospective financial position, needs and capacity of the Company, is of the opinion that the 10% General Mandate is in the best interest of the Company and its shareholders.

11. The Ordinary Resolution proposed under Item 8 (Resolution 8), if passed, will empower the Directors of the Company to purchase Shares in the Company up to an amount not exceeding ten per centum (10%) of the total issued shares of the Company (excluding treasury shares) as they consider would be in the interest of the Company. Further details of the Proposed Share Buy-Back are provided in the Statement to Shareholders dated 30th October 2024.

12. Annual Report 2024

The Annual Report 2024 can be accessed from the website of Bursa Securities at www.bursamalaysia.com. It can also be downloaded from the Company's website at www.shh.com.my. Shareholders who wish to receive the printed Annual Report 2024, please contact Boardroom Share Registrars Sdn Bhd at Tel no. 03-7890 4700 (HelpDesk) or email to bsr.helpdesk@boardroomlimited.com.



SHH Resources Holdings Berhad

(Registration No: 199401018548 (304227-U))
(Incorporated in Malaysia)

ADMINISTRATIVE NOTES FOR THE THIRTIETH ANNUAL GENERAL MEETING (“30th AGM”) OF SHH RESOURCES HOLDINGS BERHAD (“SRHB” OR “THE COMPANY”):-

- Day/Date** : Friday, 29th November 2024
Time : 10:30 a.m.
Broadcast Venue : Level 12, Menara Symphony
No 5, Jalan Prof. Khoo Kay Kim, Seksyen 13,
46200 Petaling Jaya, Selangor
- Online Meeting Platform** : <https://meeting.boardroomlimited.my>
- Mode of Communication** : 1) Type text in the meeting platform. The Messaging window facility will be opened concurrently with the Virtual Meeting Platform, i.e. one (1) hour before the 30th AGM, which is from Friday, 29th November 2024 at 9:30 a.m.
- 2) Email questions in advance to agm2024@shh.com.my in relation to the agenda items for the 30th AGM, commencing from Wednesday, 30th October 2024 and in any event no later than Thursday, 28th November 2024 at 10:30 a.m.

The 30th AGM of the Company will be conducted on virtual basis via Remote Participation and Electronic Voting (“RPEV”) facilities through an online meeting platform as mentioned above.

Please note that the Broadcast Venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act, 2016 which stipulates that the main venue of the AGM shall be in Malaysia and the Chairman of the Company (“**Chairman**”) shall be present at the main venue of the AGM. As **NO SHAREHOLDERS / PROXIES / CORPORATE REPRESENTATIVES** should be physically present at or admitted to the Broadcast Venue on the day of the 30th AGM, all members are urged to attend the 30th AGM remotely via online meeting platform as mentioned above.

VOTING PROCEDURE

Poll Voting

1. The voting at the 30th AGM will be conducted by poll in accordance with paragraph 8.29A of the Listing Requirements.
2. SRHB has appointed Boardroom Share Registrars Sdn. Bhd. (“**Boardroom**”) as poll administrator to conduct the poll by way of electronic voting (“**e-Voting**”) and SKY Corporate Services Sdn Bhd as scrutineers to verify the poll results.
3. Please note that polling will only commence after announcement of poll open by the Chairman and until such time when the Chairman announces the closure of poll.

4. Upon closing of the poll session by the Chairman, the scrutineers will verify the poll result reports and thereafter announce the results, followed by the Chairman's declaration whether the resolutions put to vote are duly passed.
5. You must ensure that you are connected to the internet at all times in order to participate and vote remotely when the 30th AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the 30th AGM is maintained. Kindly note that the quality of the live webcast as well as for remote online voting is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

Online Registration Procedure

6. Please note that the RPEV facilities is available to **(i) individual members; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees.**
7. If you wish to participate in the meeting, you will be able to view a live webcast of the meeting, ask questions and submit your votes in real time whilst the meeting is in progress.
8. Kindly follow the steps below on how to request for login ID and password.

Step 1 – Register Online with Boardroom Smart Investor Portal (for first time registration only)

[Note: If you have already signed up with Boardroom Smart Investor Portal (BSIP), you are not required to register again. You may proceed to Step 2 – Submit Request for Remote Participation User ID and Password.]

- a. Access BSIP website at <https://investor.boardroomlimited.com>
- b. Click <<**Register**>> to sign up as a user.
- c. Please select the correct account type i.e. sign up as "Shareholder" or "Corporate Holder".
- d. Complete registration with all required information and upload softcopy of MyKad (front and back) or Passport. Click "**Register**".
- e. For Corporate Holder, kindly upload the authorization letter as well. Click "Sign Up".
- f. You will receive an email from Boardroom for email address verification. Click "**Verify E-mail Address**" to proceed with the registration.
- g. Once your email address is verified, you will be re-directed to BSIP Online for verification of your mobile number. Click "**Request OTP Code**" and an OTP code will be sent to the registered mobile number. Click "**Enter**" to enter the OTP code to complete the process.
- h. An e-mail will be sent to you within one (1) business day informing you on the approval of your BSIP account. You can login to BSIP at <https://investor.boardroomlimited.com> with e-mail address and password that you have provided during the registration to proceed with the next step.

Step 2 – Submit Request for Remote Participation User ID and Password

[Note: The registration for remote access will be opened on 30th Oct 2024.]

Individual Members

- Login to <https://investor.boardroomlimited.com> using your User ID and Password given from Step 1 above.
- Select “**SHH RESOURCES HOLDINGS BERHAD 30th ANNUAL GENERAL MEETING**” from the list of Meeting Event(s) and click *[Enter]*.
- Click on *[Register for RPEV]*
- Read and accept the General Terms & Conditions and click *[Next]*.
- Enter your CDS Account Number and thereafter submit your request.

Appointment of Proxy

- Login to <https://investor.boardroomlimited.com> using your User ID and Password given from Step 1 above.
- Select “**SHH RESOURCES HOLDINGS BERHAD 30th ANNUAL GENERAL MEETING**” from the list of Meeting Event(s) and click *[Enter]*.
- Click on *[Submit eProxy Form]*
- Read and accept the General Terms and Conditions and click *[Next]*.
- Enter your CDS Account Number and number of securities held.
- Select your proxy – either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).
- Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.
- Review and confirm your proxy appointment.
- Click *[Apply]*.
- Download or print the eProxy form as acknowledgement.

Corporate Shareholders, Authorised Nominees and Exempt Authorised Nominees

- Write in to bsr.helpdesk@boardroomlimited.com by providing the name of member, CDS account number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy (as the case may be) to submit the request.
- Please provide a copy of the Corporate Representative’s or Proxy’s MyKad (front and back) or passport in JPEG, PNG or PDF format as well as his/her email address.

Email Notification

- a. You will receive a notification from Boardroom that your request has been received and is being verified.
- b. Upon system verification of your registration against the 30th **AGM’s Record of Depositors as at 22nd November 2024**, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
- c. You will also receive the Meeting ID, your remote access User ID and Password along with the email from Boardroom if your registration is approved.
- d. Please note that the closing date and time to submit your request is by Thursday, **28th November 2024 at 10:30 a.m.**

On The Day Of The 30th AGM



Step 3 – Login to Virtual Meeting Platform

[Note: Please note that the quality of the connectivity to Virtual Meeting Platform for live webcast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]

- a. The Virtual Meeting Platform will be opened for login starting one (1) hour before the commencement of 30th AGM, which is on Friday, **29th November 2024 at 9:30 a.m.**
- b. Please follow the steps given to you in the email along with your Meeting ID, remote access User ID and Password to login to the Virtual Meeting Platform.
- c. The steps given will also guide you on how to view live webcast, ask questions and vote.

Step 4 – Participate

[Note: Please follow the User Guides provided in the confirmation email above to view the live webcast, submit questions and vote]

- a. If you would like to view the live webcast, select the “broadcast” icon 
- b. If you like to ask a question during the 30th AGM, select the “messaging” icon 
- c. Type your message within the chat box, once completed click the send button

Step 5 – Voting

- a. Once voting has been opened, the “voting” icon will appear with the resolutions and your voting choices until the Chairman declares the end of the voting session.
- b. To vote, select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.
- c. To change your vote, re-select another voting direction.
- d. If you wish to cancel your vote, please press [**Cancel**]
- e. Upon the announcement by the Chairman on the closure of the 30th AGM, the live webcast will end and the Messaging window will be disabled. Thereafter, you can logout from the Virtual Meeting Portal.

MODE OF COMMUNICATION

9. You may email your questions in advance in relation to the agenda items for the 30th AGM to agm2024@shh.com.my commencing from 30th October 2024. The collection of questions will be closed at the same time as the proxy submission i.e. no later than **Thursday, 28th November 2024 at 10:30 a.m.**

If you have any question for the Chairman or the Board during the 30th AGM, you may submit your question using the Messaging window facility which will be opened concurrently with the Virtual Meeting Platform.

The Chairman or the Board will endeavour to respond to relevant questions during the Questions and Answers Session at the 30th AGM. If there is time constraint, the responses to relevant questions will be published on the Company’s website at the earliest possible, after the 30th AGM.

PROXY

10. Members who are unable to participate remotely in the 30th AGM are encouraged to appoint the Chairman of the meeting or their proxy to vote on their behalf.

LODGEMENT OF FORM OF PROXY

11. Please deposit your completed Form of Proxy at **Lot 506 & 507A, 5th Floor, Tower 2, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, Wilayah Persekutuan** or submitted via email to agm2024@shh.com.my, not less than twenty-four (24) hours before the time appointed for the holding of the 30th AGM, i.e. latest by Thursday, **28th November 2024 at 10:30 a.m.**
12. Alternatively, the proxy appointment can also be lodged electronically via “Boardroom Smart Investor Portal” at <https://investor.boardroomlimited.com> which is available to all individual shareholders, not less than twenty-four (24) hours before the time appointed for the holding of the 30th AGM, i.e. latest by Thursday, **28th November 2024 at 10:30 a.m.** Kindly refer to Step 2, online registration procedure above.

13. The lodging of the Form of Proxy will not preclude you from personally participating remotely and voting at the 30th AGM should you subsequently wish to do so.

NO REFRESHMENTS, DOOR GIFTS OR VOUCHERS

14. There will be no distribution of refreshments, door gifts or vouchers for the 30th AGM of the Company.

RECORDING OR PHOTOGRAPHY

15. No recording or photography of the 30th AGM proceedings are allowed without the prior written permission of the Company

ENQUIRY

16. Should you have any enquiry prior to the 30th AGM or if you wish to request for technical assistance to participate the 30th AGM, please contact Boardroom team during office hours (8.30 a.m. to 5.30 p.m.): -

Boardroom Share Registrars Sdn Bhd

Mohamed Sophiee Ahmad Nawawi (Tel: +603 7890 4716)

Noruzaimah Binti Md Taib (Tel: +603 7890 4722)

Helpdesk (Tel: +603 7890 4700)

Email: bsr.helpdesk@boardroomlimited.com

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 30th 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 processing and administration by the Company (or its agents) of proxies and representatives appointed for the 30th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 30th 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.