

NOTICE OF THE TWENTY-FIRST (21ST) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 21st Annual General Meeting ("AGM") of Southern Score Builders Berhad ("the Company") will be held at Platinum Hall @ Platinum Suites, D-50A-01, Level 50A, 1020, Jalan Sultan Ismail, Kampung Baru, 50250 Kuala Lumpur, Wilayah Persekutuan on Thursday, 12 December 2024 at 10.30 a.m. to transact the following businesses:-

AGENDA

ORDINARY RESOLUTION

- (1) To receive the Audited Financial Statements together with the reports of the Directors and Auditors for the financial year ended 30 June 2024. (Please refer to Explanatory Note)
- (2) To re-elect the following Directors who are retiring by rotation pursuant to Clause 118 of the Company's Constitution:
 - (i) Gan Yee Hin (Resolution 1)
 - (ii) Datuk Sydney Lim Tau Chin (Resolution 2)
- (3) To approve Directors' fees of RM6,000 per month per Director to the Independent Directors and Non-Independent Non-Executive Directors from 13 December 2024 until the conclusion of the next AGM (Resolution 3)
- (4) To re-appoint Grant Thornton Malaysia PLT as External Auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 4)

SPECIAL BUSINESS

To consider and if thought fit, to pass the following Ordinary Resolutions:-

- (5) **ORDINARY RESOLUTION I** (Resolution 5)
To authorise the allotment and issuance of shares pursuant to Sections 75 and 76 of the Companies Act 2016 and waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 and Clause 58 of the Company's Constitution

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act") and subject always to the approval of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions and for such purpose as the Directors may, in their absolute discretion deem fit and in the interest of the Company, provided that the aggregate number of the shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being ("New Shares") 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 Malaysia Securities Berhad ("Bursa Securities") and that such authority shall continue to be in force until the conclusion of the next AGM of the Company ("Mandate").

AND THAT in connection with the above, pursuant to Section 85(1) of the Act read together with Clause 58 of the Constitution of the Company, approval be and is hereby given to the Company to waive the statutory pre-emptive rights conferred upon the shareholders of the Company and that the Board is exempted from the obligation to offer such New Shares first to the existing shareholders of the Company arising from any issuance of the New Shares pursuant to the Mandate."

- (6) **ORDINARY RESOLUTION II** (Resolution 6)
Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT") and Proposed New Shareholders' Mandate for New RRPT ("Proposed Shareholders' Mandates")

"THAT subject to the provisions of the ACE Market Listing Requirements of Bursa Securities, approval be and is hereby given for the Company and/or its subsidiaries to enter into Recurrent Related Party Transactions of a revenue or trading in nature with related party(ies) as specified in Table I and Table II, Section 2.4 of the circular to Shareholders dated 30 October 2024 ("Circular") which are necessary for the day-to-day operations in the ordinary course of business, based on normal commercial terms which are not more favourable to the related party(ies) than those generally available to the public and are not detrimental to minority shareholders of the Company and such approval shall continue to be in force until:

- (i) the conclusion of the next AGM of the Company following the general meeting at which the Proposed Shareholders' Mandates were passed, at which time it will lapse, unless by resolution passed at the general meeting, the authority is renewed; or
 - (ii) the expiration of the period, within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
 - (iii) revoked or varied by resolution passed by the shareholders at a general meeting,
- whichever is the earlier;

AND THAT the Directors of the Company be authorised to complete and do all such acts and thing (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Proposed Shareholders' Mandates."

(7) **SPECIAL RESOLUTION I**

Proposed Amendments to the Company's Constitution

"THAT the proposed amendments to the Constitution of the Company ("Proposed Amendments") as set out in the Appendix 1 of the Notice of 21st AGM of the Company be hereby approved and adopted with effect from the date the Company is transferred from the ACE Market to Main Market of Bursa Securities pursuant to the proposed transfer of the listing of and quotation for the entire issued share capital of the Company from the ACE Market to Main Market of Bursa Securities.

AND THAT the Directors and/or the Secretary of the Company be authorised to complete and do all such acts and thing (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Proposed Amendments."

- (8) To transact any other business for which due notice shall have been given in accordance with the Company's Constitution and the Companies Act 2016.

BY ORDER OF THE BOARD

CYNTHIA GLORIA LOUIS

(MAICSA 7008306)
(SSM PC No. 201908003061)

CHEW MEI LING

(MAICSA 7019175)
(SSM PC No. 201908003178)
Secretaries

Selangor Darul Ehsan
30 October 2024

NOTES:

- (1) In respect of deposited securities, only Members whose names appear in the Record of Depositors on 5 December 2024 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at the meeting.
- (2) A member entitled to attend and to vote at a meeting of the Company is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company.
- (3) Where a member appoints two (2) proxies to attend and vote at the meeting, such appointment shall be invalid unless he/she specifies the proportions of his/her shareholding to be represented by each proxy.
- (4) There shall be no restriction as to the qualification of the proxy and a proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the Member to speak at the meeting.
- (5) A member who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (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 (1) securities account known as an 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. The appointment of two (2) or more proxies in respect of any particular omnibus account shall be invalid unless the Exempt Authorised Nominee specifies the proportion of its shareholding to be represented by each proxy.
- (7) The Form of Proxy, in the case of an individual, shall be signed by the appointor or his attorney duly authorised in writing or, in case of corporation, shall be given either under its common seal or under the hand of an officer or attorney duly authorised.
- (8) The instrument appointing a proxy or proxies must be deposited at the office of the Company's Share Registrar, Mega Corporate Services Sdn. Bhd, Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia, not less than 48 hours before the time for holding the meeting or any adjournment thereof.
- (9) The proxy appointment may also be submitted electronically via the link at mega-shareereg@megacorp.com.my, not less than 48 hours before the time for holding the meeting or any adjournment thereof.

Explanatory Notes:-

- (1) **Directors' Report, Audited Financial Statement and the Auditors' Report for the financial year ended 30 June 2024**

Agenda No. 1 is meant for discussion only as Section 340(1)(a) of the Companies Act 2016 provides that the audited financial statements are to be laid in the general meeting and does not require a formal approval of the shareholders. Hence, item 1 of the Agenda is not put forward for voting.

- (2) **Resolution 1 & 2 - Re-election of Directors pursuant to Clause 118 of the Company's Constitution**

In determining the eligibility of the Directors standing for re-election at the forthcoming 21st AGM, the Nomination and Remuneration Committee ("NRC") had considered the performance and contribution of each of the retiring Directors and had undertaken a fit and proper assessment of the Directors seeking for re-election.

Based on the evaluation results carried out for the financial year ended 30 June 2024, the performance of each of the retiring Directors was found to be satisfactory. The retiring Directors have performed well, fulfilled the fit & proper criteria and discharged their duties and responsibilities satisfactorily.

The Board has endorsed the NRC's recommendation to seek shareholders' approval for the re-election of the retiring Directors.

Further details of the Board's justification and recommendations for the re-election of Directors are set out in the Corporate Governance Overview Statement section of the Company's Annual Report 2024 under the heading "Board Appointments and Re-election of Directors". The profile of the Directors standing for re-election at the 21st AGM is provided in the Board of Directors section on pages 10 and 11 of the Company's Annual Report 2024.

- (3) **Resolution 3 – Proposed Payment of Directors' Fees**

Pursuant to Section 230(1) of the Companies Act 2016, fees and benefits payable to the Directors of the Company will have to be approved by the shareholders at a general meeting.

Resolution 3 is to seek shareholders' approval for the payment of Directors' fees of RM6,000 per month per director to the Independent Directors and Non-Independent Non-Executive Directors for the period commencing from 13 December 2024 up until the conclusion of the next Annual General Meeting of the Company to be held in 2025. The Directors' fees will be pro-rated to their term of office as Director and may include fees payable to such additional Director(s) appointed before the next Annual General Meeting of the Company.

As an illustration, the fee payable to the Directors pursuant to this resolution is as follows:-

Name of Director	Amount per month (RM)	Amount per annum (RM)
Dato' Haji Mohd Amran Bin Wahid	6,000	72,000
Chai Tham Poh	6,000	72,000
Phe Kheng Peng	6,000	72,000
Too Siew Mooi	6,000	72,000
Additional Director that may be appointed	6,000	Pro-rated to their term of office

- (4) **Resolution 4 – Re-appointment of Grant Thornton Malaysia PLT**

The Board, through the Audit and Risk Management Committee had conducted an assessment on the external auditors' performance and competency taking into consideration of the audit quality, resource capacity, and independence of the external auditors. Having satisfied with the assessment of competency in its work and independence when carrying out its duties and responsibilities, the Board recommends the re-appointment of Grant Thornton Malaysia PLT as Auditors of the Company and seek members' approval at the 21st AGM of the Company.

- (5) **Resolution 5 – Mandate to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016 and waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 and Clause 58 of the Company's Constitution.**

The Directors did not issue any new shares pursuant to the existing Mandate which will lapse at the conclusion of the 21st AGM. The proposed resolution is to seek members' approval to issue new shares pursuant to Sections 75 and 76 of the Companies Act 2016. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company. The authority will provide flexibility to the Company for any possible fund-raising activities, including but not limited to placement of shares, funding for future investment project(s) and/or business expansion and/or working capital and/or acquisitions or the issuance of shares as a consideration for the acquisition of assets.

By voting in favour of Resolution 5, shareholders of the Company agree to waive their pre-emptive rights under Section 85 of the Companies Act 2016 read together with Clause 58 of the Company's Constitution over all new shares to be allotted and issued by the Directors pursuant to this mandate. As at the date of this notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the 20th AGM held on 08 December 2023 which will lapse at the conclusion of the 21st AGM.

- (6) **Resolution 6 – Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT") and Proposed New Shareholders' Mandate for New RRPT**

The proposed resolution, if passed, will allow the Group to enter into Recurrent Related Party Transactions of a revenue or trading nature pursuant to the provisions of Bursa Securities ACE Market Listing Requirements.

Please refer to the Circular to Shareholders dated 30 October 2024 for further information.

- (7) **Resolution 7 – Proposed Amendments to the Company's Constitution**

The Special Resolution, if passed by a majority of not less than seventy-five per centum (75%) of the members who are entitled to vote and do vote in person or by proxy at the 21st AGM, will facilitate the proposed transfer of the listing of and quotation for the entire issued share capital of the Company from the ACE Market to the Main Market of Bursa Securities as announced by the Company on 29 October 2024, as well as to enhance the clarity and relevance of the Constitution of the Company.

The Proposed Amendments will only take effect from the date the Company is transferred from the ACE Market to the Main Market of Bursa Securities.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

The following is the statement made pursuant to Rule 8.29(2) of the ACE Market Listing Requirements of Bursa Securities:-

1. The Directors who are retiring by rotation pursuant to Clause 118 of the Company's Constitution are as follows: -
 - a) Gan Yee Hin
 - b) Datuk Sydney Lim Tau Chin

The details of the two (2) Directors seeking for re-election are set out in the Directors' profiles appearing on pages 10 and 11 of the Annual Report
2. Details of attendance of Directors at Board Meetings held during the financial year ended 30 June 2024 are set out on page 56 of the Annual Report.
3. Place, Date and Time of the 21st Annual General Meeting are as follows: -

Place : Platinum Hall @ Platinum Suites, D-50A-01, Level 50A, 1020, Jalan Sultan Ismail, Kampung Baru, 50250 Kuala Lumpur, Wilayah Persekutuan

Date : Thursday, 12 December 2024

Time : 10:30 a.m.

COMMUNICATION GUIDANCE

Shareholders are reminded to monitor the Company's website and announcements for any changes to the 21st AGM arrangements.

ADMINISTRATIVE GUIDE FOR THE TWENTY-FIRST (21ST) ANNUAL GENERAL MEETING



SOUTHERN SCORE BUILDERS BERHAD
Registration No. 200301019817 (622237-D)
(Incorporated In Malaysia)

ADMINISTRATIVE GUIDE FOR THE TWENTY-FIRST (21ST) ANNUAL GENERAL MEETING

Date : Thursday, 12 December 2024
Time : 10.30 a.m.
Venue : Platinum Hall @ Platinum Suites, D-50A-01, Level 50A, 1020, Jalan Sultan Ismail, Kampung Baru, 50250 Kuala Lumpur, Wilayah Persekutuan

1. GENERAL MEETING ARRANGEMENTS

The 21st Annual General Meeting (“**21st AGM**”) will be held at Platinum Hall @ Platinum Suites, D-50A-01, Level 50A, 1020, Jalan Sultan Ismail, Kampung Baru, 50250 Kuala Lumpur, Wilayah Persekutuan. With that, you may exercise your right to participate (including to pose questions to the Board of Directors of the Company) and vote at the 21st AGM. Alternatively, you may also appoint the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 21st AGM.

2. REGISTRATION

The registration counter will be open at 9.30 a.m. on Thursday, 12 December 2024 at Platinum Hall @ Platinum Suites, D-50A-01, Level 50A, 1020, Jalan Sultan Ismail, Kampung Baru, 50250 Kuala Lumpur, Wilayah Persekutuan.

Attendees are requested to produce/show their original MyKAD or Passport (for non-Malaysians) to the registration staff for verification purposes. Kindly ensure the original MyKAD or Passport is returned to you thereafter. Please take note that no person will be allowed to register on behalf of another person, even with the original MyKAD or Passport of that person.

Upon verification, attendees are required to write their names and sign on the Attendance List placed on the registration table.

Attendees will also be given an identification wristband with personalised QR code for voting purposes. No person will be allowed to enter the meeting hall without the identification wristband. There will be no replacement for the identification wristband in the event that it is lost or misplaced.

3. APPOINTMENT OF PROXY(IES)

Only a member whose name appears on the Record of Depositors as at 05 December 2024 shall be entitled to attend this 21st AGM or appoint a proxy to attend, speak and vote on his/her/its behalf.

If a shareholder is not able to attend the 21st AGM on 12 December 2024, he/she is strongly encouraged to appoint the Chairman of the 21st AGM to act as a proxy to attend and vote at the 21st AGM on his/her/its behalf by submitting the proxy form with pre-casted voting instructions.

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote:

ADMINISTRATIVE GUIDE FOR THE
TWENTY-FIRST (21ST) ANNUAL GENERAL MEETING

(i) In hard copy form

In the case of an appointment made in hard copy form, this proxy form must be deposited at the office of the Company's Share Registrar at Mega Corporate Services Sdn. Bhd., Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.

(ii) By electronic means via email

In the case of an appointment made via email, the proxy form must be emailed to mega-sharereg@megacorp.com.my.

For option (ii), the Company may request any member to deposit original executed proxy form to its Share Registrar before or on the day of meeting for verification purpose.

The last date and time for lodging the proxy form is on **Tuesday, 10 December 2024 at 10.30 a.m.**

4. VOTING PROCEDURE

The voting will be conducted by poll in accordance with Rule 8.31A of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. All resolutions set out in the Notice of AGM will be put to vote by way of poll. Mega Corporate Services Sdn. Bhd. has been appointed as the Poll Administrator to conduct the polling process.

5. ENQUIRY

If you have any enquiry prior to the 21st AGM, you may contact the Company's Share Registrar, Mega Corporate Services Sdn. Bhd. at 03-26924271 / 03-26948984 or email at mega-sharereg@megacorp.com.my during office hours from 9.00 a.m. to 5.00 p.m. (Monday to Friday).