



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 19th Annual General Meeting of the Company will be held at Conference Room, Level 5, Imperial Hotel, Jalan Pos, 98000 Miri, Sarawak, Malaysia on Thursday, 5 December 2024 at 11:00 a.m. for the following purposes:-

AGENDA

As Ordinary Businesses:

- To table the Audited Financial Statements for the financial year ended 30 June 2024 together with the Reports of the Directors and Auditors thereon. (Please refer to Note A)
- To approve the declaration of Single-Tier Final Dividend of 3.00 sen per ordinary share. (Resolution 1)
- To approve the payment of Directors' fees and benefits for the financial year ended 30 June 2025. (Resolution 2)
- To re-elect the following Directors who are retiring in accordance with clause 90 of the Company's Constitution, and being eligible, have offered themselves for re-election:-
 - Datuk Ling Lu Kiong (Resolution 3)
 - Mr. Jack Willien @ William Anak Jinep (Resolution 4)
 - Mdm. Yong Nyet Yun (Resolution 5)
- To re-elect the following Directors who are retiring in accordance with clause 97 of the Company's Constitution, and being eligible, have offered themselves for re-election:-
 - Dr. Lai Yew Hock, Dominic (Resolution 6)
 - Mdm. Izan Nadiawati Binti Mohamad Tabib (Resolution 7)
- To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. (Resolution 8)

As Special Businesses

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

- Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature and Proposed New Shareholders' Mandate for New Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed RRPT Mandate")** (Resolution 9)

"THAT subject always to the Companies Act 2016 ("Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), other applicable laws, guidelines, rules and regulations, and the approval of the relevant governmental/regulator authorities (where applicable), approval be and is hereby given to the Company and/or its subsidiary companies ("Group") to enter into recurrent related party transactions of a revenue or trading nature with those related parties as stated in Section 2.2 of the Circular to Shareholders dated 30 October 2024 ("Circular"), which are necessary for the day-to-day operations of the Group ("RRPT") subject further to the following:

- That the RRPT are in the ordinary course of business and are made on an arm's length basis and on normal commercial terms which are not more favourable to the related parties than those available to the public and not to the detriment of the minority shareholders;
- That disclosure will be made in the annual report of the Company of the breakdown of the aggregate value of transactions conducted pursuant to the Proposed RRPT Mandate during the financial year based on information such as the types of the RRPT made and names of the related parties involved in each type of the RRPT made and their relationship with the Company; and
- That such approval shall continue to be in force until: -
 - the conclusion of the next Annual General Meeting ("AGM") 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 AGM of the Company after the date it 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 is the earlier;

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed RRPT Mandate.

AND THAT the estimated value given on the RRPT as outlined in Section 2.2 of the Circular being provisional in nature, the Directors of the Company be hereby authorised to agree to the actual amount or amounts thereof provided always that such amount or amounts comply with the review methods or procedures outlined in Section 2.5 of the Circular."

- Proposed Renewal of Authority On Shares Buy-Back.** (Resolution 10)

"THAT subject to the Company's compliance with all the applicable rules, regulations, orders and guidelines made pursuant to the Companies Act, 2016 ("the Act"), the Company's Constitution and Bursa Malaysia Securities Berhad's ("Bursa Securities") Main Market Listing Requirements ("Listing Requirements"), the Directors of the Company be and are hereby authorized to purchase shares at any time 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 in their absolute discretion deem and expedient in the interest of the Company provided that:

- the aggregate number of ordinary shares which may be purchased and retained by the Company at any point of time pursuant to this resolution shall not exceed approximately seven point two five per centum (7.25%) of the total issued and paid up share capital of the Company;
- the amount of funds to be allocated by the Company pursuant to this resolution not exceed the retained earnings and/or share premium of the Company as at 30 June 2024; and
- the shares so purchased by the Company pursuant to this resolution may at the discretion of the Directors be: -
 - retained as treasury shares; and/or cancelled; and/or
 - resold on the market of Bursa Securities in accordance to the Listing Requirements; and/or
 - distributed as dividends to the shareholders; and/or
 - dealt in any other manners prescribed by the applicable rules, regulations and orders made pursuant to the Act, the Listing Requirements and any other relevant authority for the time being in force;

AND THAT such authority conferred by the shareholders of the Company upon passing of the resolution will continue to be in force until the conclusion of the next Annual General Meeting of the Company, unless by a resolution passed at that meeting, the authority is renewed; or 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 must not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act; or until the authority is revoked or varied by a resolution passed by the shareholders in a general meeting, whichever occurs first;

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the resolution.

- 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.

NOTICE OF ENTITLEMENT AND PAYMENT OF SINGLE-TIER FINAL DIVIDEND

NOTICE IS HEREBY GIVEN THAT the Single-Tier Final Dividend of 3.00sen per ordinary share for the financial year ended 30 June 2024, if approved at 19th Annual General Meeting will be paid on 13 December 2024 to Shareholders whose name appear in the Records of Depositors and Register of Members at the close of business on 2 December 2024.

Depositor shall qualify for entitlement only respect of:

- Shares deposited into Depositor's Securities Account before 12.30pm on 28 November 2024. (in respect of shares which are exempted from mandatory deposit)
- Shares transferred into the Depositor's Securities Account before 4.30pm on 2 December 2024 in respect of transfers; and
- Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

By Order of the Board of Directors

RICHARD LING PENG LIANG

SSM Practising Certificate No. 201908000676

Company Secretary

Miri, Sarawak

30 October 2024

Explanatory Notes:

1. Item 1 of the Agenda

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

2. Ordinary Resolutions 3 to 7 – Re-election of Directors

Pursuant to Clause 90 of the Company's Constitution, one third (1/3) of the Directors shall retire from office at least once in every three (3) years at each AGM of the Company and the retiring Directors can offer themselves for re-election. The Constitution also provide that a Director who is appointed during the year shall be subject to re-election at the next AGM to be held following his appointment pursuant to Clause 97 of the Company's Constitution.

Accordingly, Datuk Ling Lu Kiong, Mr. Jack Willien @ William Anak Jinep and Mdm Yong Nyet Yun shall retire by rotation at this 19th AGM pursuant to Clause 90 of the Company's Constitution while Dr. Lai Yew Hock, Dominic and Mdm. Izan Nadiawati Binti Mohamad Tabib who were appointed on 19 January 2024, shall retire at this 19th AGM pursuant to Clause 97 of the Company's Constitution. Datuk Ling Lu Kiong, Mr. Jack Willien @ William Anak Jinep, Mdm Yong Nyet Yun, Dr. Lai Yew Hock, Dominic and Mdm. Izan Nadiawati Binti Mohamad Tabib being eligible, have offered themselves for re-election.

3. Ordinary Resolution 9 – Proposed Renewal of Shareholders' Mandate on Recurrent Related Party Transactions and Proposed New Shareholders' Mandate on New Recurrent Related Party Transactions

The proposed Ordinary Resolution 9, if passed, will authorize the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature. This authority, unless revoked or varied by the Company at the general meeting, will expire at the conclusion of the next AGM of the Company.

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

4. Ordinary Resolution 10 – Proposed Renewal of Authority on Share Buy-Back

The proposed Ordinary Resolution 10, if passed, will empower the Company to purchase the Company's shares up to approximately seven point two five per centum (7.25%) of the issued and paid up share capital of the Company. This authority, unless revoked or varied by the Company at the general meeting, will expire at the conclusion of the next AGM of the Company.

Please refer to the Statement on Shares Buy-Back dated 30 October 2024 for further information.

Notes:-

- Pursuant to Section 334 of the Companies Act 2016, a member shall be entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.
- A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a General Meeting of the Company shall have the same rights as the member to speak at the General Meeting.
- Where a member of the Company is an Exempt authorised nominee as defined under the Securities Industry [Central Depositories] Act, 1991, 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.
- Where a member appoints more than one (1) proxy, the appointment 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 an officer or attorney duly authorised.
- To be valid, this form, duly completed must be deposited at the Registered Office of the Company not less than forty-eight (48) hours before the time for holding the meeting. The Registered office of the Company at Sublot 153 (Parent Lot 70), Jalan Kuala Baram, Kuala Baram, 98100 Miri, Sarawak, Malaysia.
- Pursuant to Paragraph 8.29(a)(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in this Notice shall be put to a poll.
- In respect of deposited securities, only members whose names appear on the Record of Depositors on 28 November 2024, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.