

NOTICE IS HEREBY GIVEN that the Seventh Annual General Meeting ("7th AGM" or "Meeting") of SEERS BERHAD ("Seers" or "the Company") will be held on a fully virtual basis and entirely via remote participation via Zoom Online Meeting Platform from the Main Venue at No. 4, Jalan Utarid U5/18A, Seksyen U5, 40150 Shah Alam, Selangor Darul Ehsan on Monday, 16 December 2024 at 10:30 a.m. or at any adjournment thereof, to transact the following businesses:-

AGENDA

AS ORDINARY BUSINESS :

- To receive the Audited Financial Statements for the financial year ended 30 June 2024 together with the reports of the Directors and Auditors thereon.
- To approve the payment of Directors' fees and/or benefits of up to RM76,800.00 for the period commencing from the date immediately after the 7th AGM until the date of the next Annual General Meeting ("AGM") of the Company.
- To re-elect the following Directors who retire by rotation pursuant to Clause 81 of the Company's Constitution:-
 - En. Herman Syah Bin Abdul Rahim; and
 - Ms. Neng Kuan Sen
- To re-appoint ChengCo PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.

**PLEASE REFER TO
EXPLANATORY NOTE 1
ORDINARY RESOLUTION 1**

**ORDINARY RESOLUTION 2
ORDINARY RESOLUTION 3
ORDINARY RESOLUTION 4**

AS SPECIAL BUSINESSES :

To consider and if thought fit, pass with or without any modifications, the following resolutions:-

- GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 ("THE ACT")**

ORDINARY RESOLUTION 5

"THAT subject always to the Constitution of the Company, the Act, the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), and the approvals of the relevant governmental and/or regulatory authorities, where required, the Directors of the Company be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot new ordinary shares in the Company ("Shares") to such persons, at any time, 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 must be not more than 100% of the total number of issued Shares, of which the aggregate number of Shares issued other than on pro rata basis to existing shareholders must be not more than 50% of the total number of issued Shares for the time being AND THAT the Directors be and also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued ("Mandate") AND the Mandate shall continue to be in force until the conclusion of the AGM of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier.

AND THAT pursuant to Section 85 of the Act read together with the Company's Constitution, approval be given to waive the statutory pre-emptive rights conferred upon the shareholders of the Company AND the Board of Directors is exempted from the obligation to offer such new Shares first to the existing shareholders of the Company in respect of the issuance and allotment of new Shares pursuant to the Mandate.

AND FURTHER THAT the new Shares to be issued pursuant to the Mandate, shall, upon issuance and allotment, rank *pari passu* in all respects with the existing Shares, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new Shares."

- To transact any other business of which due notice shall have been given.

By order of the Board

TEA SOR HUA (MACS 01324) (SSM PC NO. 201908001272)
LEE SIEW FUN (MAICSA 7063623) (SSM PC No. 202008000735)
Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
1 November 2024

Notes:

- A member who is entitled to attend and vote at the Meeting shall not be entitled to appoint more than two (2) proxies to attend and vote at the Meeting in his stead. Where a member appoints more than one (1) proxy, he shall specify the proportion of his shareholdings to be represented by each proxy.
- A proxy may, but need not, be a member of the Company. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with ordinary shares of the Company. The appointment of two (2) proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- 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 ("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 instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- To be valid, the instrument appointing 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 for holding the 7th AGM:-
 - In hard copy form**
In the case of an appointment made in hard copy form, the Form of Proxy must be deposited at the Registered Office of the Company at Third Floor, No. 77, 79 & 81, Jalan SS 21/60, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan.
 - By electronic form**
The Form of Proxy can be electronically lodged by email to proxyform@cospec.com.my. Kindly refer to the Administrative Notes on the procedures for electronic lodgement of the Form of Proxy.
- For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 62 of the Company's Constitution to issue a General Meeting Record of Depositors as at 9 December 2024. Only members whose names appear in the General Meeting Record of Depositors as at 9 December 2024 shall be regarded as members and entitled to attend, speak and vote at the Meeting.
- The 7th AGM will be conducted fully virtual at the Main Venue, the members are advised to refer to the Administrative Notes on the registration and voting process for the Meeting. Kindly check Bursa Securities' website at www.bursamalaysia.com for the latest updates on the status of the Meeting.

EXPLANATORY NOTES TO ORDINARY / SPECIAL BUSINESS

1. Item 1 of the Agenda – Audited Financial Statements for the financial year ended 30 June 2024

This Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require formal approval from members for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.

2. Item 2 of the Agenda – Directors' Fees and/or Benefits

Pursuant to Section 230(1) of the Act, the directors' fees and/or any benefits payable to the directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting. The estimated Directors' fees and benefits are calculated based on the current Board size and the number of

scheduled Board meetings to be held. This resolution is to facilitate the payment of Directors' fees and/or benefits for the period commencing from the date immediately after the 7th AGM until the date of the next AGM of the Company to be held in the year 2025. In the event the proposed amount is insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for such shortfall.

3. Item 5 of the Agenda – General Authority for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Act

The Ordinary Resolution 5 proposed under item 5 of the Agenda is to seek a general mandate for the Directors to issue and allot shares in the Company pursuant to Sections 75 and 76 of the Act and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities.

This general mandate will provide flexibility to the Company for the issuance and allotment of shares for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s). This would avoid any delay and cost involved in convening a general meeting to approve such an issue of shares. This authority will, unless revoked or varied by the Company at a general meeting, expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier.

Pursuant to Section 85 of the Act, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company. This Ordinary Resolution 5, if passed, will exclude the shareholders' pre-emptive right to be offered new shares to be issued by the Company.

As at the date of this Notice, no new Shares in the Company were issued and allotted pursuant to the Mandate granted to the Directors at the Sixth AGM of the Company held on 8 December 2023 which will lapse at the conclusion of the 7th AGM.



**ADMINISTRATIVE NOTES FOR THE FULLY VIRTUAL SEVENTH ANNUAL GENERAL MEETING
("7TH AGM" OR "MEETING") OF SEERS BERHAD ("SEERS" OR "THE COMPANY")**

Meeting Day, Date and Time : Monday, 16 December 2024 at 10:30 a.m.
Meeting Platform : Zoom Online Meeting Platform
Main Venue : No. 4, Jalan Utarid U5/18A, Seksyen U5, 40150 Shah Alam,
Selangor Darul Ehsan

MODE OF MEETING

The 7th AGM of the Company will be conducted on a fully virtual basis and via remote participation and voting through live streaming from the Main Venue via Zoom Online Meeting Platform.

The Main Venue is strictly to comply with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting and pursuant to Clause 58A of the Company's Constitution. All members/proxies holders/corporate representatives **WILL NOT BE ALLOWED** to be physically present at the Main Venue on the day of the Meeting.

PROCEDURES TO PARTICIPATE IN THE VIRTUAL 7TH AGM

The 7th AGM will be conducted on a fully virtual basis via Zoom Online Meeting Platform. Should any of the members wish to attend the 7th AGM, you are required to register yourself with the Company by providing the below details and email to registration@cospec.com.my by **Saturday, 14 December 2024, before 10:30 a.m.**:-

- (i) Full name;
- (ii) Identity Card or Passport Number;
- (iii) Contact number;
- (iv) CDS account number; and
- (v) No. of shares held.

After verification of your registration, the Company will share the Zoom meeting link and password with you. If you do not receive any confirmation email from the Company by 5:00 p.m., 14 December 2024, please contact the secretariat at registration@cospec.com.my.

RECORD OF DEPOSITORS

The date of Record of Depositors for the 7th AGM is 9 December 2024. As such, only members whose names appear in the Record of Depositors of Seers as at 9 December 2024 shall be entitled to attend the 7th AGM or appoint proxies to participate and/or vote on his/her behalf.

LODGEMENT OF FORM OF PROXY

The instrument appointing a proxy may be made via hardcopy or by electronic means through the following manner and must be deposited not less than forty-eight (48) hours before the time set for holding the 7th AGM or adjourned meeting at which the person named in the appointment proposes to vote:-

(i) **In hard copy form**

In the case of an appointment made in hard copy form, the Form of Proxy must be deposited at the Registered Office of the Company at Third Floor, No. 77, 79 & 81, Jalan SS 21/60, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan.

(ii) **By electronic form**

The Form of Proxy can be electronically lodged by email to proxyform@cospec.com.my. Kindly refer to the Administrative Notes on the procedures for electronic lodgement of Form of Proxy.

If you wish to participate in the 7th AGM yourself, please do not submit any Form of Proxy for the 7th AGM. You will not be allowed to participate in the 7th AGM together with a proxy appointed by you.

REVOCATION OF PROXY

If you have submitted your Form of Proxy prior to the 7th AGM and subsequently decide to appoint another person or wish to participate in the 7th AGM yourself, please write in and address to proxyform@cospec.com.my to revoke the earlier appointed proxy(ies) at least forty-eight (48) hours before the 7th AGM. On revocation, your proxy(ies) will not be allowed to participate in the 7th AGM. In such an event, you should advise your proxy(ies) accordingly.

NO RECORDING OR PHOTOGRAPHY

By participating at the 7th AGM, you agree that no part of the 7th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

FURTHER INFORMATION

You are required to use a smartphone, computer or laptop which has a speaker, a microphone and a webcam to participate in the Meeting. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.

ENQUIRY

If you have any enquiry before the 7th AGM, please contact the following persons during office hours from 9:00 a.m. to 5:30 p.m. (Monday to Friday except public holidays): -

Name : Ms. Siew Fun / Mr. Wai Shern / Ms. Pei Teng
Telephone No. : 03-7725 1777
Email : siewfun@cospec.com.my / waishern@cospec.com.my / peiteng@cospec.com.my

PERSONAL DATA POLICY

By registering for the remote participation and electronic voting for the fully virtual meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she 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.

[THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK]