



MClean

MCLEAN TECHNOLOGIES BERHAD

(Registration No. 201001009003 (893631-T))

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of MClean Technologies Berhad ("MClean" or "Company") will be conducted as a fully virtual meeting through live streaming and online remote voting using Remote Participation and Voting facilities provided by Digerati Technologies Sdn Bhd in Malaysia at <https://mclean-egm.digerati.com.my> (Domain registration number: D1A119533) on Monday, 16 December 2024 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED PRIVATE PLACEMENT OF UP TO 49,300,000 NEW ORDINARY SHARES IN MCLEAN ("PLACEMENT SHARES"), REPRESENTING APPROXIMATELY 25% OF THE TOTAL NUMBER OF ISSUED MCLEAN SHARES ("SHARES") (EXCLUDING ANY TREASURY SHARES) AT AN ISSUE PRICE TO BE DETERMINED LATER ("PROPOSED PRIVATE PLACEMENT")

"THAT, subject to and conditional upon the approvals being obtained from all the relevant authorities and/or parties (if any), approval be and is hereby given to MClean to issue and allot up to 49,300,000 Placement Shares to the placees as set out in Section 2.2 of Part A of the circular to the shareholders of the Company dated 22 November 2024 ("Circular");

THAT the issue price of the Placement Shares shall be fixed by the Board at a later date after obtaining the relevant approvals and with a discount of not more than 10% to the 5-day volume weighted average price of MClean Shares immediately preceding the price fixing date(s) for such purpose and use of proceeds as set out in Section 2.7 of Part A of the Circular;

THAT the Placement Shares shall, upon allotment and issuance, rank equally in all respects with the existing Shares.

AND THAT, the Board be and is hereby authorised to do all such acts and things that are necessary to give full effect to the Proposed Private Placement with full powers to assent to any conditions, modifications, variations and/or amendments deemed necessary or expedient in the best interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions they consider necessary or as may be required to give full effect to and complete the Proposed Private Placement."

ORDINARY RESOLUTION 2

PROPOSED ALLOCATION OF UP TO 25,000,000 PLACEMENT SHARES TO ACCRELIST CROWDFUNDING PTE. LTD. ("ACCRELIST CROWDFUNDING") AT AN ISSUE PRICE TO BE DETERMINED ("PROPOSED ALLOCATION")

"THAT, subject to the passing of Ordinary Resolution 1, approval be and is hereby given to the Board to allot and issue up to 25,000,000 Placement Shares to Accrelist Crowdfunding, a major shareholder of the Company at an issue price to be determined based on the 5D-VWAP of MClean Shares immediately preceding the date on which the price of the Placement Shares will be fixed with a discount of not more than 10% as the Board deem fit, for such purpose and utilisation of proceeds as disclosed in the Circular.

THAT the Placement Shares under the Proposed Allocation shall, upon allotment and issuance, rank equally in all respects with the existing MClean Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/or any other distributions, the entitlement date of which is prior to the date of allotment and issuance of the Placement Shares.

AND THAT the Board be and is hereby authorised to do all acts and things as they may consider necessary or expedient in the best interest of the Company with the full powers to assent to any conditions, modifications, variations and/or amendments as may be required, or imposed by the relevant authorities, and to take all steps and to enter into all such agreements, arrangements, undertakings, indemnities, transfer, assignments and guarantees with any party or parties and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Allocation."

ORDINARY RESOLUTION 3

PROPOSED ACQUISITION BY MCLEAN OF THE PLASTIC INJECTION MOULDING BUSINESS OF WE TOTAL ENGINEERING SDN BHD ("WTE" OR "VENDOR") ("PLASTIC BUSINESS OF WTE"), FOR A TOTAL PURCHASE CONSIDERATION OF RM6,036,000 TO BE SATISFIED ENTIRELY IN CASH ("PROPOSED ACQUISITION")

"THAT subject to the passing of Ordinary Resolution 1 and subject to the approvals of the relevant authorities and/or parties having been obtained (if required), approval be and is hereby granted to MClean to acquire the Plastic Business of WTE for a purchase consideration of RM6,036,000 to be satisfied entirely in cash, based on the terms and conditions contained in the sale and purchase agreement dated 8 October 2024 entered into between MClean and the Vendor.

AND THAT the Board be and is hereby authorised to do all acts, deeds and things as are necessary to give full effect to the Proposed Acquisition with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities and to take all steps and actions as the Board may deem fit or expedient in the best interest of the Company in order to carry out, finalise and give full effect to the Proposed Acquisition."

ORDINARY RESOLUTION 4

PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OF MCLEAN AND ITS SUBSIDIARIES TO INCLUDE THE PLASTIC INJECTION MOULDING BUSINESS ("PLASTIC BUSINESS") ("PROPOSED DIVERSIFICATION")

"THAT subject to the passing of Ordinary Resolutions 1 and 3 and subject to the approvals of the relevant authorities and/or parties having been obtained, approval be and is hereby granted to the Company to diversify the existing businesses of MClean and its subsidiaries to include the Plastic Business.

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things and to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as may be necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Diversification."

SPECIAL RESOLUTION

PROPOSED REDUCTION OF UP TO RM35,000,000 OF THE ISSUED SHARE CAPITAL OF MCLEAN PURSUANT TO SECTION 117 OF THE COMPANIES ACT 2016 ("ACT") ("PROPOSED SHARE CAPITAL REDUCTION")

"THAT subject to the approvals of the relevant authorities and/or parties being obtained, where required, approval be and is hereby given to the Company to reduce the issued share capital of the Company by way of cancellation of the issued share capital of the Company which is unrepresented by available assets of up to RM35.00 million pursuant to Section 117 of the Act. The corresponding credit of up to RM35.00 million arising from such cancellation will solely be utilised towards offsetting the accumulated losses of the Company

AND THAT the Board be and is hereby authorised and empowered to do or procure to be done all acts and things and to execute all necessary documents, to give full effect and to complete the Proposed Share Capital Reduction, with full powers to assent to any conditions or make any modifications, variations and/or amendments as may be required, or imposed by the relevant authorities or as may be required by the relevant authorities and as the Board may deem necessary and expedient to finalise, implement and give full effect to complete the Proposed Share Capital Reduction."

By Order of The Board

TAN TONG LANG (MAICSA 7040814) (SSM PC No. 202208000250)

THIEN LEE MEE (MAICSA LS0010621) (SSM PC No. 201908002254)

Joint Company Secretaries

Kuala Lumpur

Date: 22 November 2024

Notes:

- Please refer to the Administrative Guide for the procedures to register and participate in the virtual meeting.
- A member of our Company entitled to attend and vote at this meeting may appoint more than one (1) proxy to attend and vote in his stead. A proxy may, but need not, be a member of our Company. A proxy appointed to attend and vote at a General Meeting of our Company shall have the same rights as the member to speak at the General Meeting.
- Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
- Where a member is an Exempt Authorised Nominee which holds ordinary shares in our 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.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with ordinary shares of our Company standing to the credit of the said Securities Account.
- 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 common seal or under the hand of an officer or attorney duly authorised.
- To be valid, the Proxy Form duly completed must be deposited at the office of the Share Registrar of our Company, Aldpro Corporate Services Sdn Bhd at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan or email to admin@aldpro.com.my not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.
- In respect of deposited securities, only members whose names appear in the Record of Depositors of MClean Shares on 5 December 2024 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at this EGM.
- Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.



MCLEAN TECHNOLOGIES BERHAD
(Registration No. 201001009003 (893631-T))
(Incorporated in Malaysia)

Administrative Guide for Extraordinary General Meeting (“EGM”)

Day & Date : Monday, 16 December 2024
Time : 10.00 a.m. or at any adjournment
Online Meeting Platform : <https://mclean-egm.digerati.com.my>
(Domain registration number D1A119533)

1. Virtual Meeting

- 1.1 The EGM will be conducted virtually through live streaming and online remote voting via Remote Participation and Voting (“RPV”) facilities.
- 1.2 Kindly ensure that you are connected to the internet at all times in order to participate and/or vote at our virtual Meeting. Therefore, it is your responsibility to ensure that connectivity for the duration of the Meeting is maintained. Kindly note that the quality of the live webcast is dependent on the bandwidth and stability of the internet connection of the participants. The Company, the Board and its management, registrar and other professional advisers (if any) shall not be held responsible or be liable for any disruption in the internet line resulting in the participants being unable to participate and/or vote at the Meeting.

2. Entitlement to Participate and Vote

- 2.1 Only depositors whose names appear on the Record of Depositors as at **5 December 2024** shall be entitled to participate and/or vote at the meeting or appoint proxy(ies) / corporate representative(s) to participate and/or vote on his/her behalf by returning the duly executed Proxy Form(s).

3. Appointment of Proxy

- 3.1 If you are unable to attend and participate at the meeting via RPV facilities, you may appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.
- 3.2 The instrument appointing a proxy and the power of attorney or other authority i.e. the corporate representatives / authorised nominees or exempt authorised nominees who wish to attend and participate at the meeting via RPV facilities, please ensure the duly executed original Proxy Form(s) or the original / duly certified Certificate(s) of Appointment of its corporate / authorised representative / power of attorney / letter of authority or other documents proving authority must be deposited at the office of the Share Registrar of our Company, Aldpro Corporate Services Sdn. Bhd. at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan or email to admin@aldpro.com.my no less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof. (i.e. not later than **Saturday, 14 December 2024 at 10.00 a.m.**)

4. Submission of Questions

- 4.1 Members and proxies may submit their questions via the real-time submission of typed texts through a text box at <https://mclean-egm.digerati.com.my> during the live streaming of the EGM. The questions and/or remarks submitted by the shareholders and/or proxies will be broadcasted and responded by the Chairman/ Board/ relevant adviser during the meeting.

5. Voting Procedure


- 5.1 Pursuant to Paragraph 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the Meeting will be conducted by poll.
- 5.2 For the purpose of the Meeting, e-voting can be carried out using personal smart mobile phones, tablets, personal computers or laptops.
- 5.3 The polling will commence from the scheduled starting time of the Meeting and close upon the Chairman announces the closing of the voting period towards the end of the Meeting after the question-and-answer session.
- 5.4 The Independent Scrutineer will verify the poll results reports upon closing of the poll session by the Chairman. Thereafter, the Chairman will announce and declare whether the resolutions put to vote were successfully carried or not.

6. Remote Participation and Voting (“RPV”)

- 6.1 Please note that all shareholders including (i) individual shareholders; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees, and proxies shall use the RPV facilities to participate and/or vote remotely the meeting [(ii) to (iv) through their authorised representatives].
- 6.2 If you wish to participate in the Meeting, you will be able to view a live webcast of the Meeting, pose questions and/ or submit your votes in real-time while the Meeting is in progress.
- 6.3 Kindly follow the procedures to register for RPV.

REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

Members/proxies/corporate representatives/attorneys who wish to participate the EGM remotely using RPV must follow the following procedures:-

Step	Action	Procedure
A	To register as a user at the website: https://mclean-egm.digerati.com.my 	<ul style="list-style-type: none">Click 'Register' to sign up as a new user.Upload your identity documents.Complete & submit your registration.Verify your email at your mailbox to complete the registration.You will be notified upon successful or rejected registration.You may pose your question, if any, to the Chairman/Board using the website. <p><i>*Note:</i></p> <ul style="list-style-type: none">Within three (3) days before the EGM, you will be notified with login credentials to join the meeting upon approval.Please check your spam mailbox if you do not receive emails from us.Registered user and proxy may skip this step.Identity documents will be deleted after registration.

B1	To personally attend the EGM	<ul style="list-style-type: none"> • Within three (3) days before the EGM, you will receive login credentials to join the meeting upon approval.
B2	To appoint proxy or corporate representative at website (optional)	<ul style="list-style-type: none"> • Log in to your registered account on the website. • Select "MCLEAN EGM" • Fill in the information to appoint proxy(s). • Closing time for appointment is 48 hours prior to the meeting. No request will be entertained after closing time. • Within three (3) days before the EGM, you and your proxy(s) will be notified upon the approval or rejection of RPV.
C	On the day of EGM	<ul style="list-style-type: none"> • Access the meeting through the link on the website or received in the email. • Use alternate link if you face audio issue during the meeting. • If you have any questions for the Chairman/Board, utilize the Q&A section to submit your questions. • Submit your vote within a specified period once the Chairman announces that the voting is open. • Voting will close upon the expiry of the voting period. • The broadcast will terminate upon the Chairman's announcement of the poll results.

Enquiry

If you have any enquiries prior to the EGM, please contact the following during office hours from Mondays to Fridays from 8.30a.m. to 5.30p.m. (except public holidays): -

The Share Registrar

Aldpro Corporate Services Sdn. Bhd.

Address : B-21-1, Level 21, Tower B
Northpoint Mid Valley City
No. 1, Medan Syed Putra Utara
59200 Kuala Lumpur, Wilayah Persekutuan
Email Address : admin@aldpro.com.my
Contact Persons : Mr. Jia Hong / Ms. Jennie Wong
Telephone No. : +603 9770 2200

OR

RPV Technical Support

If you have any enquiry in relation to registration, logging in and system related, please contact Technical Support:

Technical Support : Digerati Technologies Sdn. Bhd.
Tel No. : +6011-6338 8316
Email : support@digerati.com.my