



## NOTICE OF THE SIXTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Sixth Annual General Meeting of the Company will be held at The Boardroom, No. 7, Jalan Sungai Tiram 1, 81800 Ulu Tiram, Johor on Friday, 20 December 2024 at 11.00 a.m. or at any adjournment thereof for the following purposes:

### 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. Please refer to Explanatory Note 1
- To approve the payment of Directors' fees and benefits payable to the Directors of the Company and its subsidiaries for an amount of up to RM150,000.00 from 21 December 2024 until the next Annual General Meeting of the Company. Ordinary Resolution 1
- To re-elect Mr Ma Eng Yau as Director of the Company, who retires in accordance with Clause 166 of the Constitution of the Company, and who being eligible, has offered himself for re-election. Ordinary Resolution 2
- To re-appoint Messrs Moore Stephens Associates PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. Ordinary Resolution 3

#### AS SPECIAL BUSINESS

To consider and, if thought fit, to pass with or without modifications, the following Ordinary Resolutions:

- Ordinary Resolution - Authority for Directors to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act") and Waiver of Pre-Emptive Rights over new ordinary shares in the Company under Section 85 of the Act read together with Clause 31 of the Constitution of the Company** Ordinary Resolution 4

"THAT subject always to the Act, the Constitution of the Company, the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental and/or regulatory authorities, the Directors of the Company ("Directors") be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot new shares in the Company, at any time, upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit PROVIDED THAT the aggregate number of shares to be issued pursuant to this resolution, must be not more than one hundred percent (100%) of the total number of shares issued other than on pro rata basis to existing shareholders of the Company must be not more than fifty percent (50%) of the total number of issued shares for the time being of the Company, AND THAT the Directors be and are also authorised and empowered to obtain approval from Bursa Securities, for listing of and quotation for the additional shares so issued ("General Mandate") AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting ("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 Clause 31 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights conferred upon the shareholders of the Company to be offered new shares ranking equally with the existing shares held, arising from any issuance of new shares in the Company AND THAT the Directors be also authorised and empowered to issue and allot shares in the Company, at any time, in their absolute discretion."

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

By Order of the Board

Foo Siew Loon (MAICSA No. 7006874)  
SSM Practising Certificate No: 202008002104  
Company Secretary

Kuala Lumpur  
27 November 2024

#### Notes:

- A member of the Company entitled to attend, speak and vote at this meeting may appoint one or more proxy to attend and vote in his stead. A proxy 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 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 authorised nominee as defined in accordance with the provision of 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 the Company standing to the credit of the said Securities Account.
- Where a member 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.
- 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 duly completed proxy form must be deposited at the registered office of the Company at Unit 27.2, Menara 1MK, Kompleks 1 Mont Kiara, No.1, Jalan Kiara, Mont Kiara, 50480 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting as the case may be, or in the case of a poll, not less than twenty-four (24) hours before the appointed time for taking the poll.
- Only depositors whose names appear in the Record of Depositors of the Company on 13 December 2024 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at the AGM.
- All resolutions set out in this notice of meeting will be put to vote by way of poll.

#### Explanatory Notes:

- Agenda 1 is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval of the shareholders for the Audited Financial Statements and hence, will not be put forward for voting.
- Ordinary Resolution 1 – Payment of Directors' fees and benefits for the period from 21 December 2024 until the next AGM of the Company.**

The proposed resolution, if passed, will enable the Company to pay directors' fees and meeting allowances. In the event the proposed amount is insufficient due to more meetings or enlarged Board size, approval will be sought at the next AGM of the Company for such shortfall.

- Ordinary Resolution 2 – Re-election of Director**

Clause 166 of the Constitution of the Company provides that at every AGM, 1/3 of the directors at the date of the notice convening the AGM will retire from office unless elected or re-elected at the AGM. Clause 168 of the Constitution of the Company provides that where a retiring director is re-elected, the retiring director will continue as a director.

- Ordinary Resolution 3 – Re-appointment of Auditors**

This resolution is to approve the re-appointment of Messrs Moore Stephens Associates PLT as the Company's External Auditors for the ensuing year.

- Ordinary Resolution 4 – Authority for Directors to Issue and Allot Shares Pursuant to Sections 75 and 76 of the Act and Waiver of Pre-Emptive Rights over new ordinary shares in the Company under Section 85 of the Act read together with Clause 31 of the Constitution of the Company**

This proposed resolution is a renewal of the general mandate for the issuance of shares by the Company pursuant to Sections 75 and 76 of the Act and the LEAP Market Listing Requirements of Bursa Securities at any time as the Directors may in their absolute discretion deem fit without convening a general meeting ("General Mandate"). The General Mandate, if passed, will give the Directors, the authority to issue and allot new shares in the Company. 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.

The General Mandate, if granted, will provide flexibility to the Company for such issuance of shares for any possible fund-raising activities, including but not limited to, further placement of shares, for the purpose of funding investment project(s) and/or acquisition(s), working capital and/or repayment of borrowings. This will avoid any delay and cost involved in convening a general meeting to approve such issue of shares.

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 5<sup>th</sup> AGM of the Company held on 21 December 2023 and which will lapse at the conclusion of the 6<sup>th</sup> AGM of the Company.

Pursuant to Section 85(1) of the Act, existing shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally with the existing issued shares held in the Company. This resolution, if passed, will exclude the shareholders' pre-emptive rights to be offered new shares to be issued by the Company.

#### Important Notice

The Company reserves the right to take further measures or short-notice arrangement as and when appropriate in order to minimise any risk to the 6<sup>th</sup> AGM of the Company. Kindly check Bursa Securities' website for the latest updates on the status of the meeting regularly.

#### Personal Data Privacy

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