



## HCK CAPITAL GROUP BERHAD

Registration No. 199901010064 (484964-H)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of HCK Capital Group Berhad ("**HCK**" or the "**Company**") ("**EGM**") will be held virtually through live streaming from the Broadcast Venue at Level 42, HCK Tower (Menara J), No. 8, Jalan Damansara, Empire City, Jalan PJU 8, 47820 Petaling Jaya, Selangor Darul Ehsan on Monday, 23 December 2024 at 11.00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution:-

#### ORDINARY RESOLUTION NO. 1

**PROPOSED DEBT SETTLEMENT OF THE ADVANCES AMOUNTING TO RM100,000,000 OWING TO TAN SRI CLEMENT HII CHII KOK @ HII CHEE KOK ("TAN SRI CLEMENT HII") BY GLOBAL ACTIVATE SDN BHD ("GASB"), AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF HCK THROUGH ISSUANCE OF 47,256,746 NEW ORDINARY SHARES IN HCK ("HCK SHARE(S)" OR "SHARE(S)") AT AN ISSUE PRICE OF RM2.1161 PER SHARE TO TAN SRI CLEMENT HII ("SETTLEMENT SHARES") ("PROPOSED DEBT SETTLEMENT")**

"**THAT**, subject to the approvals of all relevant authorities in respect of the listing and quotation of the new HCK Shares to be issued in relation to the Proposed Debt Settlement on the Main Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), and/ or parties (if required) being obtained, approval be and is hereby given to the Company to allot and issue 47,256,746 new HCK Shares at an issue price of RM2.1161 per Settlement Share to Tan Sri Clement Hii, being the settlement of debt owing by GASB to Tan Sri Clement Hii amounting to RM100,000,000, upon the terms and subject to the conditions as set out in the settlement agreement dated 26 September 2024 entered into between the Company, GASB and Tan Sri Clement Hii.

**THAT** the Board be and is hereby authorised and empowered to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/ or agreements as may be necessary to give effect and complete the Proposed Debt Settlement and to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required by the relevant authorities or as the Board may deem necessary in the best interest of the Company and to take such steps as they may deem necessary or expedient to implement, finalise, and give full effect and to complete the Proposed Debt Settlement.

**THAT** pursuant to Section 85 of the Companies Act, 2016 ("**Act**") read together with Clause 14.2 the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights to be offered the new HCK Shares ranking equally to the existing issued HCK Shares to be allotted and issued by the Company pursuant to the Proposed Debt Settlement AND THAT the Board be exempted from the obligation to first offer such new HCK Shares to the existing shareholders of the Company in respect of the issuance and allotment of the new HCK Shares pursuant to the Proposed Debt Settlement, which will consequently result in a dilution of the shareholders' shareholdings in the Company."

#### By Order of the Board,

**DATIN ADELINE HII SIEW CHING (MIA 38679)**

SSM Practising Certificate No. 202008000762

**SIEW SUET WEI (MAICSA No.:7011254)**

SSM Practising Certificate No. 202008001690

Company Secretaries

6 December 2024

Petaling Jaya

#### Notes:-

- The EGM of the Company will be conducted on a virtual basis by way of live streaming and online remote voting via the Remote Participation and Voting ("**RPV**") facilities provided by Vote2U via online platform at <https://web.vote2u.my> (Domain registration with MYNIC D6A471702).*
- The Broadcast Venue is strictly for purpose of complying 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. Members/ Proxies/ Corporate Representatives will not be allowed to attend the EGM in person at the Broadcast Venue on the day of the meeting.*
- Members are to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "**participate**") remotely at the EGM via RPV provided by Vote2U. Please refer to the Administrative Guide for the EGM for the procedures to register and participate in the meeting via RPV.*
- A member whose name appears in the Record of Depositors as at 16 December 2024 shall be entitled to attend, participate, speak and vote at the meeting.*
- Proxy-*
  - A member (other than an exempt authorised nominee) entitled to attend, participate, speak and vote at the meeting shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote on his (her) behalf. A proxy may but need not be a member of the Company. 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.*
  - Where a member appoints two (2) proxies to attend, participate, speak and vote at the same meeting, the member shall specify the proportions of his (her) shareholdings to be represented by each proxy.*
  - The Proxy Form shall be signed by the appointor or his (her) attorney duly authorised in writing of, if the member is a corporation, shall be either given under the corporation's seal or under the hand of an officer or attorney of the corporation duly authorised.*
  - The instrument appointing a proxy must be deposited at the Company's Office at Level 42, HCK Tower (J-40-1), No. 8, Jalan Damansara, Empire City, Jalan PJU 8, 47820 Petaling Jaya, Selangor Darul Ehsan by Saturday, 21 December 2024 at 11.00 a.m. which is not less than forty-eight (48) hours before the time set for holding the meeting or at any adjournment thereof.*
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of EGM will be put to vote on a poll. Poll Administrator and Independent Scrutineers will be appointed respectively to conduct the polling and to verify the results of the poll*

#### Personal data privacy:-

By submitting form(s) of proxy appointing proxy(ies) or corporate representative(s) or attorney(s) to attend, participate, speak (including to pose questions to the Board of the Company) and vote at the EGM 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 or representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (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) or corporate representative(s) or attorney(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) or corporate representative(s) or attorney(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) or corporate representative(s) or attorney(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.



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**ADMINISTRATIVE GUIDE FOR THE  
EXTRAORDINARY GENERAL MEETING (“EGM”)**

<b>Date</b>	: Monday, 23 December 2024
<b>Time</b>	: 11.00 a.m.
<b>Virtual Meeting accessible at</b>	: Online Meeting Platform via Vote2U at <a href="https://web.vote2u.my">https://web.vote2u.my</a>
<b>Domain Registration Numbers with MYNIC</b>	: D6A471702
<b>Broadcast Venue</b>	: Level 42, HCK Tower (Menara J), No. 8 Jalan Damansara Jalan PJU 8, 47820 Petaling Jaya, Selangor Darul Ehsan

The EGM of HCK Capital Group Berhad (“**HCK**” or “**the Company**”) will be conducted virtually through live streaming and online remote voting using Remote Participation and Voting (“**RPV**”) facilities provided by Vote2U via online platform at <https://web.vote2u.my>.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection at your location and the device you use. Hence, you are to ensure that your internet connectivity throughout the duration of the meeting is maintained.

**Entitlement to Participate and Vote Remotely**

Shareholders whose names appear on the Record of Depositors (“**ROD**”) as at 16 December 2024 shall be eligible to attend, participate and vote remotely in the meeting, or appoint proxy(ies)/ the Chairman of the general meeting to attend, participate and/or vote on his/her behalf.

**PROCEDURES TO PARTICIPATE IN RPV FACILITIES**

Please follow the procedures to participate in RPV facilities as summarized below:

**\* BEFORE MEETING DAY \***

<b>A:</b>	<b>REGISTRATION</b>	
	<b>Description</b>	<b>Procedure</b>
i.	Shareholders to Register with Vote2U  ➤ Individual Shareholders	<p>a. Access website at <a href="https://web.vote2u.my">https://web.vote2u.my</a></p> <p>b. Select “<b>Sign Up</b>” to sign up as user.</p> <p>c. Read and indicate your acceptance of the ‘Privacy Policy’ and ‘Terms &amp; Conditions’ by clicking on a small box <input type="checkbox"/>. Then select “<b>Next</b>”.</p> <p>d. Fill-in your details – (i) ensure your email address is valid &amp; (ii) create your own password. Then select “<b>Continue</b>”.</p> <p>e. Upload a clear copy of your MyKAD for Malaysian (front only) or passport for non-Malaysian (page with photo).</p> <p>f. Registration as user completed.</p> <p>g. The registration will be verified and an email notification will be sent to your registered email address in due course.</p> <p><i>Note:</i> <i>If you have already signed up/registered as a user with Vote2U previously, you are not required to register again.</i></p>

<b>B: REGISTRATION AS PROXY</b>		
	<b>Description</b>	<b>Procedure</b>
i.	Submit Proxy Form (hard copy) <ul style="list-style-type: none"> <li>➤ Individual Shareholders</li> <li>➤ Corporate Shareholders</li> <li>➤ Authorised Nominee</li> <li>➤ Exempt Authorised Nominee</li> </ul>	a. Fill-in the details of the Proxy Form by providing the following information: <ul style="list-style-type: none"> <li>○ Proxy(ies) &amp; Corporate Representative               <ul style="list-style-type: none"> <li>● Name</li> <li>● Number of MyKAD for Malaysian or passport for non-Malaysian</li> <li>● Address and email address – ensure email address is valid</li> </ul> </li> </ul> b. Corporate Representative only – deposit the hard copy of Proxy Form with Corporation’s Common Seal or under the hand of an officer or attorney so authorised to the address as stated on the Proxy Form. c. Individual shareholders, authorised nominee and exempt authorised nominee - deposit the hard copy Proxy Form to the address as stated on the Proxy Form. d. Submitted Proxy Form will be verified. e. After verification, proxy(ies) and corporate representative will receive an email notification with temporary credentials, i.e. email address & password, to log in to Vote2U.

**★ ON GENERAL MEETING DAY ★**

1.	Log in to <a href="https://web.vote2u.my">https://web.vote2u.my</a> with your registered email address and password.  For proxy(ies) and corporate representative, log in with the temporary credentials in the email which you have received from Vote2U.
2.	Vote2U will be opened for log in <b>one (1) hour</b> before the commencement of the general meeting you are attending.
3.	When you are logged in, select the general meeting event you are attending. On the main page, you are able to access the following:

	<b>Description</b>	<b>Procedures</b>
i.	Livestream	a. Select “ <b>Watch Live</b> ” button to view the livestream.
ii.	Ask Question (real-time)	a. Select “ <b>Ask Question</b> ” button to pose a question. b. Type in your question and select “ <b>Submit</b> ”.  <i>Note:</i> <i>The Chairman of the general meeting/ Board of Directors will endeavour to respond to questions submitted by remote shareholders and proxies and corporate representatives during the meeting.</i>
iii.	Remote Voting	a. On the main page, scroll down and select “ <b>Confirm Details &amp; Start Voting</b> ”. b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Select “ <b>Next</b> ” to continue voting for all resolutions. c. After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Select “ <b>Confirm</b> ” to submit your vote.  <i>Note:</i> <i>Once you have confirmed and submitted your votes, you are <u>not able</u> to change your voting choices.</i>
iv.	View Voting Results	a. On the main page, scroll down and select “ <b>View Voting Results</b> ”.
v.	End of RPV	a. Upon the announcement by the Chairman of the general meeting on the closure of the said meeting, the live streaming will end. b. You may log out from Vote2U.

## **ADDITIONAL INFORMATION**

### **Voting Procedure**

Pursuant to paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at a general meeting will be conducted by poll. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the Poll Administrator to conduct the polling process and Aegis Communication Sdn. Bhd. as the Independent Scrutineers to verify the results of the poll.

Upon completion of the voting session for the EGM, the Independent Scrutineers will verify the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

### **No Recording or Photography**

Unauthorised recording and photography of the proceedings of the EGM are strictly prohibited.

### **No e-Voucher, Gift, and Food Voucher**

There will be no e-Voucher, gift, or food voucher for shareholders, proxies and corporate representatives who participate in the meeting.

### **Enquiry**

For enquiries relating to RPV facilities or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone No.	:	+603-7664 8520 / 03-7664 8521
Email	:	<a href="mailto:vote2u@agmostudio.com">vote2u@agmostudio.com</a>