



FARLIM GROUP (MALAYSIA) BHD

Registration No: 198201002529 (82275-A)

發林集團(馬)有限公司

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting (“**EGM**” or “**Meeting**”) of Farlim Group (Malaysia) Bhd (“**Farlim**” or “**Company**”) will be held at Melati 1, 2 & 3, Dorsett Grand Subang, Jalan SS 12/1, 47500 Subang Jaya, Selangor Darul Ehsan on Wednesday, 15 January 2025 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and, if thought fit, passing the following ordinary resolution, with or without any modifications:

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY FARLIM (PERAK) SDN BHD (“FARLIM PERAK”), A WHOLLY-OWNED SUBSIDIARY OF FARLIM, OF A LEASEHOLD HOUSING SCHEME WITH INDIVIDUAL TITLE ISSUED CONSISTING OF 1,201 PIECES OF INDIVIDUAL LEASEHOLD TITLES, 3 PIECES OF TENAGA NASIONAL BERHAD SUBSTATION LEASEHOLD TITLES AND 1 PIECE OF SISTEM SUIS UTAMA TAPAK PENCAWANG ELEKTRIK LEASEHOLD TITLE, HELD UNDER TITLE NO. HSD 16599 TO 17802 & 183566, LOT NO. PT 21779 TO PT 22982 & PT 24754, MUKIM OF TEJA, DISTRICT OF KAMPAR, STATE OF PERAK TOGETHER WITH RESERVED LAND FOR INFRASTRUCTURE, UTILITIES, AMENITIES AND SERVICES (COLLECTIVELY REFERRED TO AS THE “GOPENG LAND”), MEASURING TOTAL GROSS LAND AREA OF APPROXIMATELY 39.174 HECTARES (96.800 ACRES), FOR A TOTAL CASH CONSIDERATION OF RM33,000,000 (“DISPOSAL CONSIDERATION”) (“PROPOSED DISPOSAL”)

“**THAT** subject to the approval and consent being obtained from all relevant authorities and/or parties (where applicable), approval be and is hereby given to Farlim Perak to dispose the Gopeng Land to Gabong Holding Sdn Berhad for the Disposal Consideration, based on the terms and conditions of the conditional sale and purchase agreement dated 25 September 2024 in relation to the Proposed Disposal.

THAT the proceeds arising from the Proposed Disposal be utilised for the purposes set out in Section 4 of the circular to shareholders in relation to the Proposed Disposal dated 18 December 2024 and the Board of Directors of the Company (“**Board**”) be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may at its absolute discretion deem fit, necessary and/or expedient in the best interest of the Company.

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the aforesaid Proposed Disposal, with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board to implement, finalise and give full effect to the Proposed Disposal.”

By Order of the Board

LIM LI HEONG (MAICSA 7054716) (SSM PC NO. 202008001981)
WONG MEE KIAT (MAICSA 7058813) (SSM PC NO. 202008001958)
Company Secretaries

Kuala Lumpur
18 December 2024

Notes:

A member of the Company shall be entitled to appoint any person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at the Meeting. A proxy need not be a member of the Company. There is no restriction as to the qualification of the proxy.

A member of the Company may appoint one (1) proxy or more proxies in relation to the Meeting and where a member appoints more than one (1) proxy as aforesaid, such appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.

Where a member of the Company is an exempt authorised nominee which holds ordinary shares of the Company for multiple beneficial owners in one securities account ("**omnibus account**"), there is no limit to the number of proxies it may appoint in respect of each omnibus account it holds.

If the member is a corporation, the form of proxy must be executed either under its common seal or under the hand of an officer or attorney duly authorised in writing.

The form of proxy or instrument appointing a proxy duly completed and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the Company's Registered Office situated at No. 2-8, Bangunan Farlim, Jalan PJS 10/32, Taman Sri Subang, 46150 Petaling Jaya, Selangor Darul Ehsan or at the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, the form of proxy may also be lodged electronically via <https://investor.boardroomlimited.com> not less than forty-eight (48) hours, i.e. latest by Monday, 13 January 2025 at 10.00 a.m., before the time appointed for holding the Meeting, or any adjournment thereof.

For the purposes of determining whether a depositor shall be regarded as a member entitled to attend, speak and vote at the Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue pursuant to Paragraph 7.16(2) of Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") a Record of Depositors as at 8 January 2025 and a depositor shall not be regarded as a member entitled to attend the Meeting and to speak and vote thereat unless his/her name appears in the said Record of Depositors.

Details and instructions in addition to the above on participation at the Meeting are set out in the Administrative Guide.



FARLIM GROUP (MALAYSIA) BHD.

发林集团(马)有限公司

Registration No. 198201002529 (82275-A)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING ("EGM" OR "MEETING")

Day and Date : Wednesday, 15 January 2025
Time : 10.00 a.m.
Venue : Melati 1, 2 & 3, Dorsett Grand Subang, Jalan SS 12/1, 47500 Subang Jaya,
Selangor Darul Ehsan

Entitlement to Participate in the EGM

In respect of deposited securities, only members whose names appear on the Record of Depositors on 8 January 2025 (General Meeting Record of Depositors) shall be eligible to participate in the Meeting or appoint proxy(ies) to participate on his/her behalf.

Form of Proxy

Members who are unable to attend the EGM are encouraged to appoint a proxy or the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Please ensure that the original form is deposited at the Company's Registered Office situated at No. 2-8, Bangunan Farlim, Jalan PJS 10/32, Taman Sri Subang, 46150 Petaling Jaya, Selangor Darul Ehsan or at the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, the Form of Proxy may also be lodged electronically via <https://investor.boardroomlimited.com> not less than forty-eight (48) hours, i.e. latest by Monday, 13 January 2025 at 10.00 a.m., before the time appointed for holding the said Meeting or any adjournment thereof. Please find the below steps for eProxy lodgement:

- i. Create an account via <https://investor.boardroomlimited.com>;
- ii. Select "**FARLIM GROUP (MALAYSIA) BHD EXTRAORDINARY GENERAL MEETING**" from the list of Meeting Event(s) and click "**Enter**";
- iii. Click "**Submit eProxy Form**";
- iv. For Corporate Shareholder, select the company you would like to represent (if more than one) (*Boardroom Smart Investor Portal now facilitates the registration of Corporate Shareholders*);
- v. Enter your CDS account no. and number of shares held. Read and accept the General Terms and Conditions by clicking "**Next**";
- vi. Then, insert your proxy details and voting instructions. If you wish your proxy(ies) to act upon his/her discretion, please indicate "Discretionary";
- vii. Review and confirm your proxy/proxies appointment and click "**Next**"; and
- viii. Download or print the eProxy form as acknowledgement;

If you wish to participate in the EGM yourself, please do not submit any Form of Proxy for the EGM. You will not be allowed to participate in the EGM if you have earlier appointed a proxy and such proxy has not been revoked in accordance with the paragraph below-headed "Revocation of Proxy".

Revocation of Proxy

If you have submitted your Form of Proxy and subsequently decide to appoint another person or wish to participate in the EGM yourself, please write in to BSR.Helpdesk@boardroomlimited.com or login to <https://investor.boardroomlimited.com> to revoke the earlier appointed proxy(ies) at least forty-eight (48) hours before the Meeting i.e. latest by Monday, 13 January 2025 at 10.00 a.m.

Registration

The registration will commence at 9.00 a.m. at the entrance of the designated meeting room in Dorsett Grand Subang, Jalan SS 12/1, 47500 Subang Jaya, Selangor Darul Ehsan and will end at a time when the Meeting commences.

Please read the signage to ascertain the correct registration counter. Please present your original National Registration Identity Card (NRIC) or Passport at the registration counter for verification purposes. Kindly ensure the original NRIC or Passport is returned to you thereafter. No person will be allowed to register on behalf of another person with the NRIC or Passport of that other person.

Upon verification, attendees are required to write their names and sign on the Attendance List placed on the registration table. An identification wristband will be provided to shareholders/proxy(ies) upon successful registration. No person will be allowed to enter the meeting hall without the identification wristband. There will be no replacement for the identification wristband in the event that it is lost or misplaced.

Voting Procedure

The resolution set out in the Notice of the EGM will be put to vote by poll pursuant to Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. Boardroom Share Registrars Sdn. Bhd. has been appointed as the Poll Administrator to conduct the polling process. Usearch Corporate Services Sdn. Bhd. has been appointed as Independent Scrutineers to verify the poll result.

Issuance of Documents by Electronic Means

The following documents are available for viewing and downloading from the Company's website at <http://farlim.com.my/notification-shareholders/>:-

1. Notice of the EGM;
2. Form of Proxy;
3. Administrative Guide;
4. Circular to Shareholders dated 18 December 2024 ("**Circular**"); and
5. Request Form for printed copy of the Circular.

You may also request for a printed copy of the Circular by completing and submitting the Request Form below to the Company Secretarial Department via e-mail at corporateaffairs@farlim.com.my or facsimile transmission at 04-8298811. Barring any unforeseen circumstances, we will send a copy of the printed Circular to you as reasonably practicable from the date of receipt of your request. However, please consider the environment protection before requesting for the printed copy of the Circular.

Others

1. Parking

A flat parking fee will be charged subject to the hotel's validation. Shuttle bus service will be arranged to transport shareholders and proxies from Lakeview Club to Dorsett Grand Subang at 9.30a.m. on the day of Meeting.

2. Refreshment

Refreshment will be provided during the EGM.

3. Vouchers

There will be no distribution of food/gift vouchers for shareholders/proxies who attend the EGM.

4. No Recording or Photography

Recording or photography of the Meeting proceedings is prohibited without the prior written permission of the Company.

5. Seating

All participants are requested to be seated at least five minutes before the scheduled commencement of the Meeting.

Enquiry

If you have any enquiries prior to the EGM, you may contact Boardroom Share Registrars Sdn. Bhd. during office hours from Monday to Friday (8.30a.m. to 5.30p.m.).

Boardroom Share Registrars Sdn. Bhd.

Address : 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim,
Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia
General Line : 603-7890 4700
Fax Number : 603-7890 4670
Email : BSR.Helpdesk@boardroomlimited.com

Personal Data Policy

By registering for the 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 of the Company agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the shareholder's breach of warranty.