

## NOTICE OF EXTRAORDINARY GENERAL MEETING

# SYNERGY HOUSE

Synergy House Berhad

Reg No.: 202101025778 (14626078-V)

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of SYNERGY HOUSE BERHAD ("SHB" or the "Company") will be conducted fully virtual through live streaming and online remote voting using Remote Participation and Voting ("RPV") facilities via TIH Online website <https://tjh.online> from the broadcast venue at Tricor Business Centre, Manuka 2, 3 and 5, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur on Wednesday, 22 January 2025 at 11:00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution with or without modifications:

### ORDINARY RESOLUTION 1

**PROPOSED ESTABLISHMENT OF AN EMPLOYEES' SHARE OPTION SCHEME ("ESOS" OR "SCHEME") INVOLVING UP TO 2.5% OF THE TOTAL NUMBER OF ISSUED SHARES OF SYNERGY HOUSE BERHAD ("SHB") (EXCLUDING TREASURY SHARES, IF ANY) FOR THE ELIGIBLE EMPLOYEES OF SHB AND ITS SUBSIDIARIES ("SHB GROUP" OR "GROUP") ("PROPOSED ESOS")**

"THAT subject to the approvals being obtained from all relevant authorities/parties, approval is hereby given to the Board of Directors of SHB ("Board") to undertake the proposed establishment of an ESOS involving up to 2.5% of the total number of issued shares of SHB (excluding treasury shares, if any) to enable the granting of new ordinary shares in SHB ("SHB Shares" or "Shares") for the eligible employees of SHB Group ("Eligible Persons") in accordance with the by-laws governing the ESOS ("By-Laws") as set out in Appendix II of the Circular to shareholders dated 20 December 2024, to do and approve and adopt the By-Laws and to do all such acts, as may be necessary or expedient in order to give full effect to the Proposed ESOS;

THAT the Board be and is hereby authorised to allot and issue from time to time such number of new SHB Shares as may be required pursuant to the exercise of the options under the Proposed ESOS ("ESOS Options"), provided that the aggregate number of new Shares to be allotted and issued shall not exceed 2.5% of the total number of issued shares of our Company (excluding treasury shares, if any) at any point in time throughout the duration of the Proposed ESOS and such new Shares shall, upon allotment and issuance, rank equally in all respects with the existing issued shares of our Company, except that the new Shares so allotted and issued shall not be entitled to any dividends, rights, allotments and/or other forms of distribution, for which the entitlement date is prior to the date of allotment and issuance of such new Shares;

THAT the Board be and is hereby authorised to do all such acts and things and to execute all such documents and enter into all such transactions, arrangements and agreements, deeds or undertakings, to make such rules or regulations, or impose such terms and conditions or delegate part of its power and to generally exercise such powers and perform such acts as may be necessary or expedient in order to give full effect to the Proposed ESOS and the terms of the By-Laws;

THAT the Board be and is hereby authorised to set up a committee to implement and administer the Proposed ESOS.

THAT the Board be and is hereby authorised to make such applications as may be necessary at the appropriate time or times to Bursa Securities for the listing and quotation of such new SHB Shares which may thereafter from time to time be allotted and issued pursuant to the exercise of the Options to be granted under the Proposed ESOS;

THAT subject to the By-Laws, compliance with the ACE Market Listing Requirements of Bursa Securities ("Listing Requirements") and the approvals of any other authorities (if required), the Board be and is hereby authorised to add, modify and/or amend the Scheme and/or the By-Laws from time to time as may be permitted by the authorities or deemed necessary by the relevant regulatory authorities or the Board or any committee established to administer the Scheme, provided that such additions, modifications and/or amendments are effected and permitted in accordance with the provisions of the By-Laws.

AND THAT the Board be and are hereby authorised to give effect to the above with full powers to amend and/or assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant government/regulatory authorities and to take all steps and enter into and execute all commitments, transactions, arrangements, deeds, agreements, undertakings, indemnities, transfers, assignments and guarantees as they may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect in connection with the above."

### BY ORDER OF THE BOARD SYNERGY HOUSE BERHAD

FONG SEAH LIH (MAICSA 7062297) / (SSM PC NO. 20200800973)

THAM YIN TONG (MAICSA 7049718) / (SSM PC NO. 202008001314)

Company Secretaries

Kuala Lumpur

20 December 2024

### Notes:

- The EGM of the Company will be held virtually through live streaming and online remote voting using the RPV facilities via TIH Online website at <https://tjh.online>. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting. The shareholders of SHB will not be allowed to attend the EGM in person at the Broadcast Venue on the day of the meeting. The shareholders of SHB are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the EGM through the RPV facilities via TIH Online website at <https://tjh.online>.
- A member entitled to attend and vote at this EGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- Please read these notes carefully and follow the procedures in the Administrative Guide for the EGM in order to participate remotely through the RPV facilities.

- For the purpose of determining who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 13 January 2025. Only a member whose name appears on this Record of Depositors shall be entitled to attend this EGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
- A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at the EGM through the RPV facilities must request his/her proxy or to register himself/herself for the RPV facilities at TIH Online website at <https://tjh.online>. Procedures for the RPV facilities can be found in the Administrative Guide of the EGM.
- A member of the Company who is entitled to attend and vote at an EGM may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the EGM.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Listing Requirements.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- The appointment of 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 appointed for holding the EGM or adjourned EGM 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 proxy form must be deposited at the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

#### (ii) By electronic means via Tricor's TIH Online website at <https://tjh.online>

Please refer to the Administrative Guide of the EGM for further information on electronic lodgement of proxy form.

- Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- Last date and time for lodging the proxy form is Monday, 20 January 2025 at 11:00 a.m.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned EGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please deposit the ORIGINAL certificate of appointment of authorised representative with the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

The certificate of appointment of authorised representative should be executed in the following manner:

- If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - at least two (2) authorised officers, of whom one shall be a director; or
    - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- Pursuant to Rule 8.31A(1) of the Listing Requirements, the resolution set out in the notice of EGM will be put to vote by way of poll.

## ADMINISTRATIVE GUIDE FOR EXTRAORDINARY GENERAL MEETING (“EGM”) OF SYNERGY HOUSE BERHAD (THE “COMPANY”)

<b>Day &amp; Date</b>	:	Wednesday, 22 January 2025
<b>Time</b>	:	11.00 a.m.
<b>Broadcast Venue</b>	:	Tricor Business Centre, Manuka 2, 3 and 5, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

### MODE OF MEETING

- The EGM of the Company will be conducted on a virtual basis through live streaming and online meeting platform at TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) in Malaysia via Remote Participation and Electronic Voting (“RPV”) facilities.

### SHAREHOLDERS’ PARTICIPATION AT THE EGM VIA REMOTE PARTICIPATION AND VOTING FACILITIES (“RPV”)

- Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM using the RPV provided by Tricor.
- The RPV are available on Tricor’s TIIH Online website at <https://tiah.online>.
- We strongly encourage you to participate the EGM via the RPV. You may also consider appointing the Chairman of the meeting as your proxy to attend and vote on your behalf at the EGM.
- Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

### PROCEDURES FOR RPV

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the EGM using the RPV:-

Procedure	Action
<b>BEFORE THE EGM DAY</b>	
i. Register as a user with TIIH Online	<ul style="list-style-type: none"> <li>Using your computer, access the website at <a href="https://tiah.online">https://tiah.online</a>. Register as a user under the “e-Services” by selecting “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance.</li> <li>Registration as a user will be approved within one (1) working day and you will be notified via email.</li> <li>If you are already a user with TIIH Online, you are not required to register again.</li> <li>You will receive an email to notify you that the remote participation is available for registration at TIIH Online.</li> </ul>
ii. Submit your request to attend EGM remotely	<ul style="list-style-type: none"> <li>Registration is open on Friday, 20 December 2024 until the day of EGM on Wednesday, 22 January 2025. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate the EGM using the RPV facilities.</li> <li>Login with your user ID (i.e. email address) and password and select the corporate event: “(Registration) SYNERGY EGM 2025”.</li> <li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>Select “Register for Remote Participation and Voting”.</li> <li>Review your registration and proceed to register.</li> <li>System will send an email to notify that your registration for remote participation is received and will be verified.</li> <li>After verification of your registration against the Record of Depositors as at 13 January 2025, the system will send you an <b>email after 20 January 2025</b> to approve or reject your registration for remote participation.</li> </ul> <p><i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</i></p>

Procedure	Action
<b>ON THE EGM DAY</b>	
i. Login to TIIH Online	<ul style="list-style-type: none"> <li>• Login with your user ID and password for remote participation at the EGM at any time from 10.00 a.m., i.e. 1 hour before the commencement of meeting at 11.00 a.m. on Wednesday, 22 January 2025.</li> </ul>
ii. Participate through live streaming	<ul style="list-style-type: none"> <li>• Select the corporate event: “<b>(Live Stream Meeting) SYNERGY EGM 2025</b>” to engage in the proceedings of the EGM remotely.</li> </ul> <p>If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will try to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be emailed to you at the earliest possible, after the meeting.</p>
iii. Online remote voting	<ul style="list-style-type: none"> <li>• Voting session commences from <b>11.00 a.m. on Wednesday, 22 January 2025</b> until a time when the Chairman announces the end of the voting session.</li> <li>• Select the corporate event: “<b>(Remote Voting) SYNERGY EGM 2025</b>” or if you are on the live stream meeting page, you can select “<b>GO TO REMOTE VOTING PAGE</b>” button below the Query Box.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select the CDS account that represents your shareholdings.</li> <li>• Indicate your votes for the resolutions that are tabled for voting.</li> <li>• Confirm and submit your votes.</li> </ul>
iv. End of remote participation	<ul style="list-style-type: none"> <li>• Upon the announcement by the Chairman on the conclusion of the EGM, the live streaming will end.</li> </ul>

#### NOTE TO USERS OF THE RPV:-

- (i) Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
- (ii) 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.
- (iii) In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-4080 5616 / 011-4080 3168 / 011-4080 3169 / 011-4080 3170 or email to [tiih.online@vistra.com](mailto:tiih.online@vistra.com) for assistance.

#### ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

- Only members whose names appear on the Record of Depositors (“ROD”) as at **13 January 2025** shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote in the EGM or appoint a proxy(ies)/ corporate representative(s)/attorney(s) and/or the Chairman of the Meeting to attend and vote on his/her behalf.
- In view that the EGM will be conducted on a fully virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.
- 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 together with a proxy appointed by you.
- Accordingly, Form of Proxy and/or documents relating to the appointment of proxy/corporate representative/attorney for the EGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Monday, 20 January 2025 at 11.00 a.m.**:-

##### (i) **In hard copy**:-

By hand or post to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia;

(ii) **By electronic form:-**

All shareholders can have the option to submit Form of Proxy electronically via TIIH Online and the steps to submit are summarised below:-

Procedure	Action
<b>I. Steps for Individual Shareholders</b>	
Register as a User with TIIH Online	<ul style="list-style-type: none"><li>Using your computer, please access the website at <a href="https://tjih.online">https://tjih.online</a>. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance.</li><li>If you are already a user with TIIH Online, you are not required to register again.</li></ul>
Proceed with submission of Form of Proxy	<ul style="list-style-type: none"><li>After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.</li><li>Select the corporate event: <b>“SYNERGY EGM 2025 - Submission of Proxy Form”</b>.</li><li>Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf.</li><li>Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li><li>Review and confirm your proxy(ies) appointment.</li><li>Print the Form of Proxy for your record.</li></ul>
<b>II. Steps for Corporation or Institutional Shareholders</b>	
Register as a User with TIIH Online	<ul style="list-style-type: none"><li>Access TIIH Online at <a href="https://tjih.online">https://tjih.online</a>.</li><li>Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects <b>“Create Account by Representative of Corporate Holder”</b>.</li><li>Complete the registration form and upload the required documents.</li><li>Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li><li>Proceed to activate your account with the temporary password given in the email and re-set your own password.</li></ul> <p><i>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar, Tricor, if you need clarifications on the user registration.</i></p>
Proceed with submission of Form of Proxy	<ul style="list-style-type: none"><li>Login to TIIH Online at <a href="https://tjih.online">https://tjih.online</a>.</li><li>Select the corporate exercise name: <b>“SYNERGY EGM 2025 - Submission of Proxy Form”</b></li><li>Agree to the Terms &amp; Conditions and Declaration.</li><li>Proceed to download the file format for <b>“Submission of Proxy Form”</b> in accordance with the Guidance Note set therein.</li><li>Prepare the file for the appointment of proxies by inserting the required data.</li><li>Proceed to upload the duly completed proxy appointment file.</li><li>Select <b>“Submit”</b> to complete your submission.</li><li>Print the confirmation report of your submission for your record.</li></ul>

**VOTING AT MEETING**

- The voting at the EGM will be conducted on a poll pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (**“Bursa Malaysia”**).
- Shareholders or proxy(ies) or corporate representative(s) or attorney(s) can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the EGM at 11.00 a.m. on the meeting day. Kindly refer to **“Procedures for RPV”** provided above for guidance on how to vote remotely via TIIH Online website at <https://tjih.online>.
- Upon completion of the voting session for EGM, the Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

## RESULTS OF THE VOTING

- The resolutions proposed at the EGM and the results of the voting will be announced at the EGM and subsequently via an announcement made by the Company through Bursa Malaysia at [www.bursamalaysia.com](http://www.bursamalaysia.com).

## NO DOOR GIFT

- There will be no distribution of door gifts for the EGM.
- The Company would like to thank all its shareholders for their co-operation and understanding in these challenging times.

## PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

- In order to enhance the efficiency of the proceedings of the EGM, shareholders may in advance, before the EGM, submit questions to the Board of Directors via Tricor's TIH Online website at <https://tih.online>, no later than **Monday, 20 January 2025 at 11.00 a.m.** The Board of Directors will endeavour to address the questions received at the EGM.

## CIRCULAR OF THE PROPOSED ESOS

- The Circular is available on the Company's website at <https://www.synergyhouseberhad.com/> and Bursa Malaysia's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company's announcements.
- You may request for a printed copy of the Circular at <https://tih.online> by selecting "**Request for Annual Report / Circular**" under the "**Investor Services**".
- Kindly consider the environment before you decide to request for the printed copy of the Circular. The environmental concerns like global warming, deforestation, climate change and many more affect every human, animal and nation on this planet.

## ENQUIRY

- If you have any enquiry prior to the meeting, please call our Share Registrar, Tricor at +603-2783 9299 during office hours, i.e. from 8.30 a.m. to 5.30 p.m. (Monday to Friday).