

NOTICE OF FIFTH (5th) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 5th Annual General Meeting ("AGM") of the Company will be held at Toh Yuen VIP Room, Klang Executive Club, 42, Persiaran Bukit Raja 2, Bandar Baru Klang, 41150 Klang, Selangor Darul Ehsan on Thursday, 23 January 2025 at 10:30 a.m. for the following purposes:-

A G E N D A

Ordinary Business

- To receive the Audited Financial Statements for the financial year ended 31 August 2024 together with the Reports of the Directors and the Auditors thereon. **(Refer to Note 2)**
- To approve the payment of Directors' fees of up to RM308,000/- for the financial year ending 31 August 2025 and benefits payable to the Directors of up to RM48,000/- for the period from 23 January 2025 to the Sixth (6th) Annual General Meeting of the Company to be held in year 2026 pursuant to Section 230(1)(b) of the Companies Act 2016. **Resolution 1**
- To re-elect the following Directors, who retire pursuant Clause 21.7 of the Company's Constitution, and being eligible, have offered themselves for re-election:- **Resolution 2**
Resolution 3
(a) Mr. Lim Chin Horng; and
(b) Mr. Lim Foo Seng
- To re-appoint Messrs. Baker Tilly Monteiro Heng PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Board of Directors of the Company to determine their remuneration. **Resolution 4**

Special Business

To consider and, if thought fit, with or without any modification, to pass the following Ordinary Resolution:-

- ORDINARY RESOLUTION**
- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 **Resolution 5**

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act"), ACE Market Listing Requirements ("ACE LR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), the Constitution of the Company, and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding Treasury Shares, if any) for the time being as stipulated under Rule 6.04(1) of the ACE LR of Bursa Securities;

THAT in connection with the above, pursuant to Section 85(1) of the Act read together with Clause 16.6 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to this mandate;

AND THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company;

AND FURTHER THAT the Directors of the Company, whether solely or jointly, be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the ACE LR of Bursa Securities; AND be hereby authorised to do all such acts and things including executing all relevant documents as he/they may consider expedient or necessary to complete and give full effect to the abovesaid mandate."

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

BY ORDER OF THE BOARD

(duly signed)

YEOW SZE MIN (SSM PC No. 201908003120) (MAICSA 7065735)

TAN LOO EE (SSM PC No. 201908002686) (MAICSA 7063694)

Company Secretaries

Selangor Darul Ehsan

24 December 2024

Notes:

(1) Information for Shareholders/Proxies

- For the purpose of determining a member who shall be entitled to attend the 5th AGM, the Company shall be requesting from Bursa Malaysia Depository Sdn. Bhd. ("Bursa Depository") in accordance with Clause 18.7(b) of the Company's Constitution and Section 34(1) of Securities Industry (Central Depositories) Act, 1991 ("SICDA") to issue a General Meeting Record of Depositors as at 16 January 2025. Only a depositor whose name appears on such Record of Depositors shall be entitled to attend the said meeting or appoint proxies to attend and/or speak and/or vote on his/her behalf.
- A member entitled to attend and vote at the 5th AGM is entitled to appoint a proxy/proxies to attend, speak and vote instead of him. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak and vote at the meeting.
- A member may, subject to Notes (d) and (e) below, appoint more than 1 proxy to attend and vote at the 5th AGM, to the extent permitted by the Act, SICDA, ACE LR of Bursa Securities and the Rules of Bursa Depository. Where a member appoints 2 proxies to attend and vote at the 5th AGM, such appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.
- Where a member of the Company is an authorised nominee as defined under SICDA, it may appoint at least 1 proxy but not more than 2 proxies in respect of each securities account it holds to which shares in the Company standing to the credit of the said account.
- Where a member of the Company is an exempt authorised nominee which hold shares in the Company for multiple beneficial owners in 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.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, in the event the appointer is a corporation, the instrument appointing a proxy must be either under the appointer's Common Seal or under the hand of an officer or attorney duly authorised.
- Appointment of Proxy(ies)**
A member may obtain the proxy form for the 5th AGM vide the Abridged Annual Report (hard copy) or Annual Report (electronic copy) released to Bursa Securities. The appointment of proxy(ies) may now be made in hard copy or in electronic form:-
(i) **Hard copy**
In the case of appointment made in hard copy, the instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a notarially certified copy thereof, must be deposited at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, not less than 48 hours before the time for holding the 5th AGM or any adjournment thereof.
(ii) **Electronic form**
In the case of appointment made in electronic form, the transmission/ lodgement of proxy form should be made no less than 48 hours before the time for holding the 5th AGM or any adjournment thereof:-
(a) Vide Facsimile (Fax Number: +603-2094 9940 / +603-2095 0292); or
(b) Vide designated electronic mail (Email) Address of Share Registrar: info@sshsb.com.my
A member may call the support line of Securities Services (Holdings) Sdn. Bhd. at +603-2084 9000 for assistance/clarification on item (g)(i) above.

Explanatory Note to Ordinary and Special Businesses:-

(2) Audited Financial Statements for the financial year ended 31 August 2024 ("FYE 2024")

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this Agenda item is not put forward for voting.

(3) Resolution 1 - Directors' Fees and Benefits Payable

Section 230(1) of the Act provides amongst others, that the fees of the Directors, and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at the general meeting.

The proposed Resolution 1, if approved, will authorise the payment of Directors' fees of the Company for the financial year ending 31 August 2025 and to be payable on a semi-annual basis and will authorise the payment of benefits payable to the Directors by the Company. The benefits payable to the Directors for the period from 23 January 2025 to the 6th AGM of the Company to be held in year 2026 are derived from the estimated meeting allowance based on the number

of scheduled meetings and unscheduled meetings (when necessary) for the Board of Directors ("Board") and Board Committees, and the number of Directors attending the meetings.

In the event that the Directors' fees and benefits payable proposed are insufficient due to enlarged Board size, approval will be sought at the next AGM for additional Directors' fees and benefits payable to meet the shortfall.

(4) Resolutions 2 and 3 - Retirement of Directors

In determining the eligibility of the Directors to stand for re-election at the 5th AGM of the Company, the Nomination Committee ("NC") had reviewed and assessed the following Directors from the annual assessment and evaluation of the Board for the FYE 2024: -

- Mr. Lim Chin Horng; and
- Mr. Lim Foo Seng.

(hereinafter referred to as the "Retiring Directors").

The Board via NC's annual assessment was satisfied with the performance of the Retiring Directors, who are standing for re-election and have recommended to the shareholders the proposed re-election at the 5th AGM under Resolutions 2 and 3.

The Retiring Directors have consented to their re-election and abstained from deliberations and voting in relation to their re-election at the NC Meeting and/or Board Meeting.

The profiles of the Retiring Directors are set out in the Annual Report in respect of the FYE 2024.

(5) Resolution 4 - Re-appointment of Auditors

The Audit and Risk Management Committee and the Board had, on 24 October 2024, considered the re-appointment of Messrs. Baker Tilly Monteiro Heng PLT as Auditors of the Company. The Audit and Risk Management Committee and the Board collectively agreed and are satisfied that Messrs. Baker Tilly Monteiro Heng PLT meets the relevant criteria prescribed by Rule 15.21 of the ACE LR of Bursa Securities.

(6) Resolution 5 - Authority to Issue Shares pursuant to the Act

The Company wishes to renew the mandate on the authority to issue and allot shares pursuant to the Act at the 5th AGM of the Company (hereinafter referred to as the "General Mandate").

The Company had been granted a general mandate on the authority to issue shares pursuant to the Act by its shareholders at the Fourth AGM of the Company held on 29 January 2024 (hereinafter referred to as the "Previous Mandate").

As at the date of this notice, the Previous Mandate granted by the shareholders had not been utilised and hence no proceeds were raised therefrom.

The purpose to seek the General Mandate is to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting. This authority unless revoked or varied by the Company in general meeting, will expire at the next AGM. The proceeds raised from the General Mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

Pursuant to Section 85(1) of the Act read together with Clause 16.6 of the Company's Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.

That proposed Resolution 5, if passed, will exclude your pre-emptive rights to be offered new shares and/or convertible securities to be issued by the Company pursuant to the said resolution.

Personal data privacy:-

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 5th AGM and/or any adjournment thereof, a member of the Company -

- consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of processing and administration by the Company (or its agents) of proxies and representatives appointed for the 5th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 5th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing requirements, regulations and/or guidelines (collectively, the "Purposes");
- warrants that where the member disclose the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained prior consent of such proxy(ies) and/or representative(s) for the Purposes; and
- 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.