



JOE HOLDING BERHAD

[Registration No. 199901018997 (493897-V)]
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of JOE Holding Berhad (“JOE” or the “Company”) will be conducted on a virtual basis through live streaming and online remote participation and voting from a broadcast venue at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on **Wednesday, 12 February 2025 at 11.00 a.m.** or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

SPECIAL RESOLUTION

PROPOSED REDUCTION OF THE ISSUED SHARE CAPITAL OF JOE OF RM80.40 MILLION PURSUANT TO SECTION 117 OF THE COMPANIES ACT 2016 (“PROPOSED SHARE CAPITAL REDUCTION”)

“**THAT** subject to the approvals being obtained from the relevant authorities and/or relevant parties pursuant to Section 117 of the Companies Act 2016, approval be and is hereby given to the Company to implement the Proposed Share Capital Reduction and reduce RM80.40 million of the issued share capital of the Company and that the corresponding credit of RM80.40 million arising from such cancellation shall be utilised to set off the accumulated losses of the Company and the remaining balance, if any, will be credited to the retained earnings of the Company which shall be used in a manner to be determined by the board of directors of JOE (“**Board**”) at a later date and in the best interest of the Company as permitted by the relevant and applicable laws as well as the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;

AND THAT the Board be and is hereby authorised with full power to make any modifications, variations and/or amendments in any manner as may be in the best interest of the Company or as may be required by the relevant authority/authorities to give effect to the Proposed Share Capital Reduction, and to take all such steps as they may deem necessary or expedient in the best interests of the Company to implement, finalise and give full effect to the Proposed Share Capital Reduction.”

BY ORDER OF THE BOARD OF JOE HOLDING BERHAD

WONG YUET CHYN (MAICSA 7047163)
(SSM PC NO. 202008002451)
ADELINE TANG KOON LING (LS 0009611)
(SSM PC NO. 202008002271)
Company Secretaries

Kuala Lumpur
9 January 2025

Notes:

1. Please refer to the Administrative Guide for the procedures to register and participate in the virtual meeting. Shareholders will not be allowed to attend the meeting in person at the Broadcast Venue on the day of the meeting.
2. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies (but not more than two) to attend and vote instead of him. A proxy may but need not be a member of the Company. Where a member appoints more than one proxy, he shall specify the proportion of his holdings to be represented by each proxy, failing which the appointment(s) shall be invalid.
3. 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 corporation's common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
4. The Form of Proxy shall be deposited at the registered office of the Company at A3-3-8, Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur, W.P. Kuala Lumpur or fax to 03-6413 3270 or email to infosr@wscs.com.my not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
5. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it shall be entitled to appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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.
7. Where an authorised nominee or an exempt authorised nominee appoints more than one proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors (“**ROD**”) as at 3 February 2025 and only a Depositor whose name appears on such ROD shall be entitled to attend this meeting or appoint proxy to attend and/or vote in his/her behalf.
9. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by way of poll.

Personal Data Privacy

By registering for the meeting via remote participation and electronic voting and/or submitting an instrument appointing proxy(ies) and/or representatives to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company: (i) consents to the processing of the member's personal data by the Company (or its agents): (a) for processing and administration of proxies and representatives appointed for the EGM; (b) for preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (which includes any adjournments thereof); and (c) for the Company's (or its agents) compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively the Purpose); (ii) warrants that he/she has obtained such proxy(ies)' and/or representative(s)' prior consent for the Company's (or its agents') processing of such proxy(ies)' and/or representative(s)' personal data for the Purposes; and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Note: The term “processing” and “personal data” shall have the meaning as defined in the Personal Data Protection Act, 2010.



JOE HOLDING BERHAD
Registration No. 199901018997 (493897-V)
(Incorporated in Malaysia)

EXTRAORDINARY GENERAL MEETING (“EGM”)

ADMINISTRATIVE GUIDE

<u>Date</u>	<u>Time</u>	<u>Broadcast Venue</u>
12 February 2025 (Wednesday)	11.00 a.m.	Lot 4.1, 4th Floor, Menara Lien Hoe No. 8, Persiaran Tropicana Tropicana Golf & Country Resort 47410 Petaling Jaya, Selangor Darul Ehsan

MODE OF MEETING

The EGM will be conducted on a virtual basis through live streaming from the broadcast venue.

Shareholders of the Company (“**Members**”) are **NOT REQUIRED** to be physically present **NOR ADMITTED** at the broadcast venue on the day of the EGM. Members will have to register to attend the EGM remotely by using the Remote Participation and Voting (“**RPV**”) facilities, the details set out below.

RPV

The EGM will be conducted entirely through live streaming and online remote voting. Members are encouraged to participate in the EGM by using the RPV facilities. With the RPV facilities, Members may exercise their rights to participate (including to pose questions to the Board of Directors (“**Board**”) and the management of the Company and vote at the EGM.

Individual Member(s) are strongly encouraged to take advantage of RPV facilities to participate and vote remotely at the EGM.

If an Individual Member is unable to participate the EGM, he/she is encouraged to appoint a proxy(ies) or the Chairman of the meeting to participate on his/her behalf and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Corporate Members (through Corporate Representative(s) or appointed proxy(ies)) are also strongly advised to participate and vote remotely at the EGM using the RPV facilities. Corporate Members who wish to participate and vote remotely at the EGM will be required to provide the following documents to the registered office at A3-3-8, Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur, W.P. Kuala Lumpur no later than **Monday, 10 February 2025 at 11.00 a.m.:**

- i. Certificate of Appointment of its Corporate Representative or Form of Proxy under the seal of the Corporation;
- ii. Copy of the Corporate Representative’s or proxy’s MyKad (front and back)/Passport; and
- iii. Corporate Representative’s or proxy’s email address and mobile phone number.


If a Corporate Member (through Corporate Representative(s) or appointed proxy(ies)) is unable to participate in the EGM, the Corporate Member is encouraged to appoint the Chairman of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

In respect of Nominee Company Members, the beneficiaries of the shares under a Nominee Company's CDS account are also strongly advised to participate and vote remotely at the EGM using RPV facilities. Nominee Company Members who wish to participate and vote remotely at the EGM can request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the EGM. Nominee Company will be required to provide the following documents to the registered office at A3-3-8, Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur, W.P. Kuala Lumpur no later than **Monday, 10 February 2025 at 11.00 a.m.:**

- i. Form of Proxy under the seal of the Nominee Company;
- ii. Copy of the proxy's MyKad (front and back)/Passport; and
- iii. Proxy's email address and mobile phone number.

If a Nominee Company Member is unable to participate in the EGM, it is encouraged to request its Authorised Nominee Company to appoint the Chairman of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

The procedures for the RPV in respect of the live streaming and remote voting at the EGM is or are as follows:

Procedures	Action
Before EGM	
1. Register as participant in Virtual EGM 	<ul style="list-style-type: none"> • Using your computer, access the registration website at http://rebrand.ly/JoeEGM • If you are using mobile devices, you can also scan the QR provided on the left to access the registration page. Click Register and enter your email followed by Next to fill in your details to register for the EGM session. • Upon submission of your registration, you will receive an email notifying you that your registration has been received and is pending verification. • The event is powered by Cisco Webex. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android and iOS). Refer to the tutorial guide posted on the same page for assistance.
2. Submit your online registration	<ul style="list-style-type: none"> • Members, who wish to participate and vote remotely at the EGM via RPV facilities, are required to register prior to the meeting. The registration will open from 5.00 p.m. on Thursday, 9 January 2025 until the day of the EGM on Wednesday, 12 February 2025. • Clicking on the link mentioned in item 1 will redirect you to the EGM event page. Click on the Register link for the online registration form. • Complete your particulars in the registration page. Your name MUST match your CDS account name (not applicable for proxy). • Insert your CDS account number(s) and indicate the number of shares you hold. • Read and agree to the Terms & Conditions and confirm the Declaration. • Please ensure all information given is accurate before you click Submit to register your remote participation. Failure to do so will result in your registration being rejected. • System will send an email to notify that your registration for remote participation is received and will be verified. • After verification of your registration against the General Meeting Record of Depositors of the Company as at Monday, 3 February 2025 the system will send you an email to notify you if your registration is approved or rejected after Tuesday, 4 February 2025. • If your registration is rejected, you can contact the Company's Poll Administrator for clarifications or to appeal.

On the day of EGM		
3.	Attending EGM	<ul style="list-style-type: none"> Two reminder emails will be sent to your inbox. First email is one day before the EGM day, while the second email will be sent 1 hour before the EGM session. Click Join Webinar in the reminder email to participate the RPV.
4.	Participate with live video	<ul style="list-style-type: none"> You will be given a short brief about the system. Your microphone is muted throughout the whole session. If you have any questions for the Chairman/Board, you may use the Q&A panel to send your questions. The Chairman/Board will try to respond to relevant questions if time permits. All relevant questions will be collected throughout the session and replied later through your registered email. The session will be recorded. Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
5.	Online Remote Voting	<ul style="list-style-type: none"> The Chairman will announce the commencement of the voting session and the duration allowed at the EGM. The list of resolutions for voting will appear at the right-hand side of your computer screen under the “Slido” panel. You are required to indicate your votes for the resolutions within the given stipulated time frame. Click on the Submit button when you have completed. Votes cannot be changed once it is submitted.
6.	End of RPV Facility	Upon the announcement by the Chairman on the closure of the EGM, the live session will end.

APPOINTMENT OF PROXY

Members who appoint proxy(ies) to participate via RPV facilities in the EGM must ensure that the duly executed Form of Proxy are deposited in a hard copy form at registered office of the Company at A3-3-8, Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur, W.P. Kuala Lumpur or fax to 03-6413 3270 or email to infosr@wscs.com.my, no later than **Monday, 10 February 2025 at 11.00 a.m.**

Please note that if an Individual Member who has submitted his/her Form of Proxy prior to the EGM and subsequently decides to personally participate in the EGM via RPV facilities, the Individual Member shall proceed to contact the Company’s Poll Administrator at 03-6413 3271/012-595 5253 to revoke the appointment of his/her proxy(ies) no later than **Monday, 10 February 2025 at 11.00 a.m.**

POLL VOTING

The voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of the MAIN Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Workshire Share Registration Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic means and SharePolls Sdn. Bhd. as Scrutineers to verify the poll results.

The Scrutineers will verify the poll results and the Chairman will declare whether the resolutions are duly passed or otherwise.

NO RECORDING OR PHOTOGRAPHY

Strictly **NO** recording or photography of the proceedings of the EGM is allowed.

NO BREAKFAST/LUNCH PACKS, DOOR GIFTS OR FOOD VOUCHERS

There will be **NO** distribution of breakfast/lunch packs, door gifts or food vouchers to the Members or Proxy(ies) who participate in the EGM.

ENQUIRY

If you have any enquiry prior to the meeting, please contact the following officers during office hours from 9.00 a.m. to 5.30 p.m. on Monday to Friday (except public holidays) at:

For registration, logging in and system related:

InsHub Sdn. Bhd.

Name : Ms. Eris/Mr. Calvin
Telephone : 03-7688 1013
Email : vgm@mlabs.com

For Proxy and other matters:

Workshire Share Registration Sdn. Bhd.

Name : Mr. Vemalan/Mr. Tee Yee Loon
Telephone : 03-6413 3271 / 012-595 5253
Email: : infosr@wscs.com.my

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD

To administrate the proceedings of the EGM in orderly manner, Shareholders may before the EGM, submit questions to the Board to gpaberhad@outlook.com no later than **Monday, 10 February 2025 at 11.00 a.m.** The Board will endeavour to address the questions received at the EGM.