



EROSION CONTROL | GEOSYNTHETIC

## FIBROMAT (M) BERHAD

(Registration No. 201201037651 (1022133-V))  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of Fibromat (M) Berhad (“Fibromat” or the “Company”) will be held at Boardroom, Wisma Fibromat, 574 Jalan Samudra Utara 1, Taman Samudra, 68100 Batu Caves, Selangor on Friday, 28 February 2025 at 11.00 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions:

#### SPECIAL RESOLUTION

##### PROPOSED ADOPTION OF A NEW CONSTITUTION OF THE COMPANY (“PROPOSED ADOPTION OF NEW CONSTITUTION”)

“THAT the existing Constitution of the Company be deleted in its entirety and that the new Constitution as set out in Appendix I of the Company’s circular to shareholders dated 5 February 2025 be and is hereby adopted as the new Constitution of the Company.

**AND THAT** the Directors of the Company be and are hereby empowered and authorised to do the following:

- to take all such steps and to do all acts, deeds and things as they may consider necessary, expedient and/ or appropriate to execute, sign, deliver and cause to be delivered on behalf of the Company of all such documents and/ or applications to implement, complete and give full effect to the Proposed Adoption of New Constitution; and
- to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or imposed by the relevant authorities and to take all steps and do all such acts and matters in the manner as the Board of Directors of the Company may consider necessary or expedient to implement, complete and give full effect to the Proposed Adoption of New Constitution.”

#### ORDINARY RESOLUTIONS 1 TO 7

##### PROPOSED ALLOCATION TO THE ELIGIBLE DIRECTORS AND PERSON CONNECTED WITH DIRECTORS (“PROPOSED ALLOCATION”)

“THAT subject to the passing of the Special Resolution for the Proposed Adoption of New Constitution and the approvals of all relevant authorities and/ or parties being obtained (if required) for the proposed transfer of the listing of and quotation for the entire enlarged issued share capital of the Company from the LEAP Market of Bursa Malaysia Securities Berhad (“Bursa Securities”) to the ACE Market of Bursa Securities and the proposed withdrawal of the Company’s listing from the Official List of the LEAP Market of Bursa Securities pursuant to Rules 8.05 and 8.06 of the LEAP Market Listing Requirements of Bursa Securities, including but not limited to the approval from Bursa Securities for the listing of and quotation for the new ordinary shares in the Company (“Issue Shares”) to be issued pursuant to the Proposed Allocation to the following persons, and the conditions imposed by the relevant authorities being complied with, authority be and is hereby given for the Company to issue and allot up to 2,340,000 Issue Shares to the following persons, as detailed in the Company’s circular to shareholders dated 5 February 2025:

- |   |                              |
|---|------------------------------|
| (a) Dr. Fauziah Binti Ahmad ( <i>Independent Non-Executive Chairperson</i> ) to be allocated with up to 150,000 Issue Shares  | <b>Ordinary Resolution 1</b> |
| (b) Mohd Tarmim Bin Sidek ( <i>Executive Director</i> ) to be allocated with up to 400,000 Issue Shares                       | <b>Ordinary Resolution 2</b> |
| (c) Ng Chun Hou ( <i>Executive Director</i> ) to be allocated with up to 1,200,000 Issue Shares                               | <b>Ordinary Resolution 3</b> |
| (d) Chao Kar Po ( <i>Independent Non-Executive Director</i> ) to be allocated with up to 20,000 Issue Shares                  | <b>Ordinary Resolution 4</b> |
| (e) Loo Pak Soon ( <i>Independent Non-Executive Director</i> ) to be allocated with up to 150,000 Issue Shares                | <b>Ordinary Resolution 5</b> |
| (f) Ilham Binti Umar Thabii ( <i>Independent Non-Executive Director</i> ) to be allocated with up to 20,000 Issue Shares      | <b>Ordinary Resolution 6</b> |
| (g) Ng Chun Yew ( <i>Person connected with Ng Kian Boon and Ng Chun Hou</i> ) to be allocated with up to 400,000 Issue Shares | <b>Ordinary Resolution 7</b> |

**THAT** the Directors of the Company are authorised to allot and issue the Issue Shares to the respective Eligible Directors and person connected with Directors arising from the Proposed Allocation.

**AND THAT** the Directors of the Company be and are hereby empowered and authorised to do the following:

- to take all such steps and to do all acts, deeds and things as they may consider necessary, expedient and/ or appropriate to execute, sign, deliver and cause to be delivered on behalf of the Company of all such documents and/ or applications to implement, complete and give full effect to the Proposed Allocation; and
- to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or imposed by the relevant authorities and to take all steps and do all such acts and matters in the manner as the Board of Directors of the Company may consider necessary or expedient to implement, complete and give full effect to the Proposed Allocation.”

#### BY ORDER OF THE BOARD

TAI YIT CHAN (SSM PC NO. 202008001023) (MAICSA 7009143)  
CHEN BEE LING (SSM PC NO. 202008001623) (MAICSA 7046517)  
Company Secretaries  
Selangor  
Date: 5 February 2025

#### Notes:

- The EGM of the Company will be held at Boardroom, Wisma Fibromat, 574 Jalan Samudra Utara 1, Taman Samudra, 68100 Batu Caves, Selangor.
- A member who is entitled to attend and vote at the EGM shall be entitled to appoint not more than two (2) proxies to attend, participate and vote on his/ her behalf at the EGM. A proxy may but need not be a member of the Company. Where a member appoints two (2) proxies to attend the EGM, the member shall specify the proportion of his/ her shareholding to be represented by each proxy, failing which the appointment shall be invalid.
- Where a member of the Company (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991) entitled to attend and vote at the meeting is entitled to appoint a maximum of two (2) proxies to attend, participate, speak and vote on his (her) behalf. The appointment of two (2) proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- 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. The appointment of two (2) proxies in respect of any particular omnibus account shall be invalid unless the exempt authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- The instrument appointing a proxy and the power of attorney or other authority, if any, shall be in writing under the hand of appointer or of his attorney duly authorised in writing or a copy of that power of attorney, certified by an advocate and solicitor, or where the appointer is a corporation, either under the corporation’s common seal or under the hand of an officer or attorney duly authorised. Any alteration in the proxy form must be initialled.
- The instrument appointing a proxy must be deposited to Wisma Fibromat, 574 Jalan Samudra Utara 1, Taman Samudra, 68100 Batu Caves, Selangor not less than forty-eight (48) hours before the time appointed for holding the EGM or at any adjournment thereof.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 25 February 2025 (“General Meeting Record of Depositors”) shall be entitled to attend, participate and vote at the EGM, or to appoint proxy(ies) to attend, participate and vote on their behalf.
- Those proxy forms which are indicated with “√” in the spaces provided to show how the votes are to be cast will also be accepted.

#### Personal data privacy:

By submitting an instrument appointing proxy(ies) and/ or representative(s) to attend, participate and vote at the EGM and/ or any adjournment thereof, a member of the Company:

- consents to the collection, use and disclose of the member’s personal data by the Company (or its agents) for the purpose of processing and the administration by the Company (or its agents) of proxies and 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 agent) to comply with any applicable laws, listing rules, regulations and/ or guidelines (collectively, the “Purposes”);
- warrants that the member has obtained the prior consent of such proxy(ies) and/ or representative(s) for the collection, use and disclose of the proxy(ies) and/ or representative(s) personal data by the Company 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.