

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the First Annual General Meeting of the Company will be held on a virtual basis and conducted entirely through live streaming and remote voting using the remote participation and voting facilities from the Broadcast Venue at **Tricor Business Centre, Gemilang Room, Unit 29-02, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia** on **Tuesday, 28 June 2022 at 10.00 a.m.** or at any adjournment thereof for the following purposes:

A G E N D A

AS ORDINARY BUSINESS

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| 1. To receive Audited Financial Statements for the financial period from 9 February 2021 (Date of Incorporation) to 31 January 2022 together with the Reports of the Directors and Auditors thereon. | Please refer to Explanatory Note 1 |
| 2. To approve the payment of the Directors' fees and benefits of RM56,000.00 for the financial period ended 31 January 2022. | Ordinary Resolution 1 |
| 3. To approve the payment of the Directors' fees and benefits of up to RM355,700.00 from 1 February 2022 until the conclusion of the next Annual General Meeting. | Ordinary Resolution 2 |
| 4. To re-elect the following Directors who retire in accordance with Clause 91 of the Company's Constitution and are being eligible, have offered themselves for re-election: | |
| (a) Datin Normaliza Binti Kairon | Ordinary Resolution 3 |
| (b) Mr Loh Hock Chiang | Ordinary Resolution 4 |
| (c) En. Nor Shahmir Bin Nor Shahid | Ordinary Resolution 5 |
| (d) Mdm F'ng Meow Cheng | Ordinary Resolution 6 |
| (e) Mr Yee Swee Meng | Ordinary Resolution 7 |
| (f) Mr Tan Chong Hin | Ordinary Resolution 8 |
| 5. To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. | Ordinary Resolution 9 |

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Ordinary Resolution:

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| 6. Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016 ("Act"). | Ordinary Resolution 10 | |
| "THAT subject always to the Act, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR"), the Constitution of the Company and the approvals of the relevant government and/or regulatory authorities (where such approval is required), the Directors be and are hereby authorised and empowered pursuant to Section 75 and Section 76 of the Act, to issue and allot shares in the Company, at any time 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 to be issued pursuant to this resolution during the preceding twelve (12) months does not exceed twenty percent (20%) of the total number of issued shares of the Company for the time being and shall continue to be in force until 31 December 2022 and thereafter, shall be reinstated to ten percent (10%) of the total number of issued shares of the Company for the time being as stipulated under Paragraph 6.03(1) of the MMLR AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company AND FURTHER THAT the Directors be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued." | | Please refer to Explanatory Note 3 |
| 7. To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and the Act. | | |

BY ORDER OF THE BOARD

PAULINE NG PECK KUN (MAICSA 7029550, SSM PC No. 201908002573)

TAN AI PENG (MAICSA 7018419, SSM PC No. 201908003179)

Company Secretaries
Kuala Lumpur

Date: 31 May 2022

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

Notes:

- (i) The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Act which requires the Chairperson of the meeting to be present at the main venue of the meeting. Shareholders will not be allowed to attend the First Annual General Meeting ("**1st AGM**") in person at the Broadcast Venue on the day of the meeting.

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "**participate**") remotely at the 1st AGM using the Remote Participation and Voting ("**RPV**") facilities provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**") via its TIIH Online website at <https://tiih.online>. For further information, kindly refer to the Administrative Guide for the 1st AGM.

- (ii) For the purpose of determining who shall be entitled to attend this 1st AGM, the Company shall request from Bursa Malaysia Depository Sdn. Bhd., to make available to the Company, pursuant to Clause 61 of the Company's Constitution and Paragraph 7.16 of the MMLR, a Record of Depositors ("**ROD**") as at 21 June 2022 and only Depositors whose names appear on such ROD shall be entitled to attend the 1st AGM.
- (iii) A member who can participate can appoint one (1) or more proxies (who need not be members) to participate for him but where that member appoints more than one (1) proxy, he must specify the proportion of his shareholdings represented by each proxy.
- (iv) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised by the corporation.
- (v) A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.
- (vi) 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 of that power or authority shall be deposited with the Share Registrar, Tricor, situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.
- (vii) Subject to the Company's Constitution, shareholders may deposit the instrument appointing the proxy by electronics means by way of submitting the instrument with the Share Registrar via TIIH Online website at <https://tiih.online> not later than 26 June 2022 at 10.00 a.m. Please follow the procedure as set out in the Administrative Guide of the 1st AGM for further information on electronic submission of proxy form.
- (viii) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**SICDA**"), it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (ix) 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. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from complying with the provisions of Section 25A(1) of the SICDA.

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

Explanatory Notes:

1. **Item 1 of the Agenda** **Audited Financial Statements for the financial period ended 31 January 2022 ("AFS")**

The AFS are for discussion only as they do not require shareholders' approval pursuant to Section 340(1)(a) of the Act. Hence, this Agenda item will not be put forward for voting.

2. **Ordinary Resolutions 1 & 2 – Directors' remuneration and benefits**

Pursuant to Section 230(1) of the Act, the fees of the Directors and any benefits payable to the Directors shall be approved at a general meeting. Payment of the fees and benefits of the Directors will be made by the Company as and when incurred if the proposed Ordinary Resolutions 1 & 2 are passed at the 1st AGM. The Board is of the view that it is just and equitable for the Directors to be paid fees and benefits as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company for the relevant period.

	<i>For the financial period ended 31 January 2022</i>	<i>From 1 February 2022 until the conclusion of the next Annual General Meeting</i>
<i>Fees</i>	<i>RM48,000.00</i>	<i>RM255,000.00</i>
<i>Chairperson of the Board</i>	<i>RM500.00 per meeting attendance</i>	<i>RM2,000.00 per meeting attendance</i>
<i>Chairperson of the Board committees</i>		<i>RM1,000.00 per meeting attendance</i>
<i>Board/ Board committee members</i>		<i>RM700.00 per meeting attendance</i>

3. **Ordinary Resolution 10 - Authority to Directors to allot and issue shares**

Bursa Malaysia Securities Berhad ("**Bursa Securities**") had via its letter dated 23 December 2021 granted an extension to the temporary relief measure to listed corporations, amongst others, an increase in general mandate limit for new issues of securities to not more than 20% of the total number of issued shares of the Company for the time being ("**20% General Mandate**"). Pursuant to the 20% General Mandate, Bursa Securities has also mandated that the 20% General Mandate may be utilised by a listed corporation to issue new securities until 31 December 2022 and thereafter, the 10% general mandate will be reinstated.

Having considered the current economic climate arising from the global COVID-19 pandemic and the future financials needs of the Group, the Board would like to procure approval for the 20% General Mandate, pursuant to Section 76(4) of the Act from its shareholders at this 1st AGM of the Company.

The 20% General Mandate will provide flexibility to the Company for any possible fundraising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s) workings capital and/ or acquisitions. The 20% General Mandate, unless revoked or varied by the Company in general meeting, will expire at the end of 31 December 2022.

The general mandate if passed, will give the Directors, the authority to issue and allot ordinary shares in the Company, for such purposes as the Directors consider would be in the best interest of the Company and also to avoid any delay and cost involved in convening a general meeting to approve such issue of shares.

4. **Voting by Poll**

Pursuant to Paragraph 8.29A of the MMLR, all resolutions set out in this Notice are to be voted by poll.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

Pursuant To Paragraph 8.27(2) Of The Main Market Listing Requirements Of Bursa Malaysia Securities Berhad

1. Details of Individuals who are Seeking Election

There are no individuals who are standing for election as Directors (excluding Directors standing for re-election) at this 1st AGM.

2. Statement Relating to General Mandate for Issue of Securities in Accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

The General Mandate as set out in Ordinary Resolution 10 in the Notice of the 1st AGM of the Company is to provide flexibility to the Company for any fundraising exercises, including but not limited to placement of new shares for the purposes of funding current and/or future investment project(s), working capital, repayment of borrowings and/or acquisition(s). As at the date of this Notice, no new shares were issued since the Company's listing on 16 December 2021.