NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 10th Annual General Meeting of the Company will be held at Zennro Room, The Saujana Hotel Kuala Lumpur, Saujana Resort, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan on Friday, 25 September 2020 at 10.00 a.m. A.G.M.

As Ordinary Business

1. To receive the Statutory Financial Statements for the financial year ended 31 March 2020 together with the Reports of the Directors and Auditors thereon.

2. To approve the payment of Directors' fees and benefits (comprising meeting allowances) to the Non-Executive Directors (“NED”) of the Company for the period commencing from the conclusion of the 10th Annual General Meeting (“AGM”) until the conclusion of the next AGM of the Company -
   a. Directors' fees amounting to RM32,000 and SGD2,500 per month.
   b. Meeting allowance of RM2,000 per Malaysian NED and SGD1,800 per Singaporean NED per meeting day.
   c. To make up the following Directors who retire pursuant to the Company's Constitution and be eligible to offer themselves for re-election:
      i. Md Adrian Chai Yong Huang [Clause 76(3)]
      ii. MH Gan Chin Soon [Clause 76(3)]
      iii. MH Najib Wwong [Clause 76(3)]
      iv. MRI Masnena Binti Ahmad [Clause 76(3)]
   d. To appoint a payment of a single final tier dividend of 1.75 sen per ordinary share amounting to RM230,000 for the financial year ended 31 March 2020.
   e. To re-elect the following Directors who retire pursuant to the Company's Constitution and be eligible to offer themselves for re-election:
      i. Mr Adrian Chai Yong Huang [Clause 76(3)]
      ii. MH Gan Chin Soon [Clause 76(3)]
      iii. MH Najib Wwong [Clause 76(3)]
      iv. MRI Masnena Binti Ahmad [Clause 76(3)]
3. To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

   Resolution 1
   The Company has not issued any new shares under the general mandate for the issuance of new ordinary shares which was approved at the 9th AGM of the Company held on 19 August 2019 (hence, no proceeds were raised
   Resolution 2
   The Directors of the Company are hereby authorised, to, in the opinion of the Directors and within the limits of the powers conferred on the Directors by the Articles of Association of the Company and in such manner and on such terms as the Directors think fit, to exercise the option granted by the Company, to issue in accordance with the provisions of Section 245 of the Companies Act 2016, such rights as are hereby granted to the Company to issue shares for capitalising surplus or otherwise.
   Resolution 3
   The Company will be permitted to issue shares to the Company's staff, including Directors, and/or their nominees in accordance with Section 245 of the Companies Act 2016
   Resolution 4
   The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be endorsed on the Record of Depositors of the Company on 30 September 2020.
   Resolution 5
   The amounts of Directors’ fees tabled for approval is based on the current composition of the Board which currently has 5 NED, comprising 4 Malaysian NED and 1 Singaporean NED. The total amount of Directors’ fees for the financial year ended 31 March 2020, will be paid on 16 October 2020 to Depositors whose names appear in the Record of Depositors of the Company on 31 March 2020.
   Resolution 6
   To receive the Statutory Financial Statements for the financial year ended 31 March 2020 together with the Reports of the Directors and Auditors thereon.
   Resolution 7
   To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

   Resolution 8
   The benefits comprise of meeting allowance to the NED for their attendance at Board and Board Committee meeting(s) per meeting day. The total amount of meeting allowance based on the estimated meetings scheduled for the financial year 2020 is RM94,000 and SGD12,400.

Explanatory Notes on Ordinary Business/Special Business:

1. Item 1 of the Agenda


Payment of Directors' Fees and Benefits

In compliance with Section 235(1) of the Companies Act 2016, the Ordinary Resolutions 1 and 2 are proposed to seek shareholders' approval for the payment of Directors' fees and benefits for the period commencing from the conclusion of the 10th Annual General Meeting (‘AGM’) until the conclusion of the next AGM of the Company.

The amounts of Directors' fees tabled for approval is based on the current composition of the Board which currently has 5 NED, comprising 4 Malaysian NED and 1 Singaporean NED. The total amount of Directors’ fees for the financial year ended 31 March 2020, will be paid on 16 October 2020 to Depositors whose names appear in the Record of Depositors of the Company on 31 March 2020.

The benefits comprise of meeting allowance to the NED for their attendance at Board and Board Committee meeting(s) per meeting day. The total amount of meeting allowance based on the estimated meetings scheduled for the financial year 2020 is RM94,000 and SGD12,400.

Resolution 1

Resolution 2

Resolution 3

Resolution 4

Resolution 5

Resolution 6

Resolution 7

Resolution 8

NOTICE IS HEREBY GIVEN that the 10th Annual General Meeting of the Company will be held at Zennro Room, The Saujana Hotel Kuala Lumpur, Saujana Resort, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan on Friday, 25 September 2020 at 10.00 a.m. A.G.M.

As Special Business

1. To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

   Resolution 3
   The above renewal of the general mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares for purpose of funding investment(s), working capital
   Resolution 4
   The above renewal of the general mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares for purpose of funding investment(s), working capital
   Resolution 5
   The above renewal of the general mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares for purpose of funding investment(s), working capital
   Resolution 6
   The above renewal of the general mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares for purpose of funding investment(s), working capital
   Resolution 7
   The above renewal of the general mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares for purpose of funding investment(s), working capital
   Resolution 8
   The above renewal of the general mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares for purpose of funding investment(s), working capital

1. To approve any other business for which due notice shall have been given.