

NOTICE OF THE THIRTY-SIXTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty-Sixth Annual General Meeting of the Company will be conducted fully on a virtual basis and entirely via remote control participation and voting via online meeting platform at <https://dvote.my> on Monday, 13 December 2021 at 10.30 a.m. for the purpose of transacting the following businesses:-

AGENDA

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| <p>1. To lay the Audited Financial Statements for the financial year ended 30 June 2021 together with the Reports of the Directors and the Auditors thereon.</p> <p>2. To re-elect the following Directors who retire in accordance with Clause 76 (3) of the Constitution of the Company:-</p> <p style="margin-left: 20px;">i) Dato' Lim Hoe
 ii) Ms. Kang Hui Ling
 iii) Dr. Wong Kai Fatt</p> <p>3. To approve the payment of Directors' Fees of RM 270,000.00 for the financial year ended 30 June 2021.</p> <p>4. To approve the payment of Directors' Benefits up to an amount of RM 200,000.00 from the conclusion of the Thirty-Sixth Annual General Meeting until the next Annual General Meeting of the Company.</p> <p>5. To re-appoint Mazars PLT. as Auditors for the financial year ending 30 June 2022 and to authorise the Directors to fix their remuneration.</p> <p>6. As Special Business, to consider and if thought fit, to pass the following resolutions with or without modifications:-</p> <p style="margin-left: 20px;">A. ORDINARY RESOLUTION
 CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR
 "THAT subject to the passing of Resolution 2, approval be and is hereby given for Ms. Kang Hui Ling who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 12 years, to continue to act as an Independent Non-Executive Director of the Company."</p> <p style="margin-left: 20px;">B. ORDINARY RESOLUTION
 PROPOSED AUTHORITY FOR DIRECTORS TO ALLOT AND ISSUE SHARES
 "THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby given full authority to allot and issue 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 issued pursuant to this resolution in any one financial year does not exceed 10% of the issued share capital of the Company for the time being AND THAT the Directors be and are hereby given full authority to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or at the expiry of the period within which the next Annual General Meeting is required to be held in accordance with the provisions of the Companies Act 2016, whichever is the earlier."</p> <p style="margin-left: 20px;">C. ORDINARY RESOLUTION
 PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE
 "THAT authority be and is hereby given pursuant to paragraph 10.09 of the Main Market Listing Requirements of the Bursa Malaysia Securities Berhad for the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as stated in section 2.4 of the Circular to Shareholders dated 29 October 2021 with the related parties listed in section 2.3 of the Circular which are necessary for the day-to-day operations, in the ordinary course of business, made on at arm's length basis and on normal commercial terms which are not more favourable than those normally available to the public and are not to the detriment of the minority shareholders;
 AND THAT the authority conferred by this Mandate shall commence immediately upon the passing of this resolution and is subject to annual renewal. In this respect the authority shall only continue to be in force until:-</p> <p style="margin-left: 40px;">a) the conclusion of the next Annual General Meeting of the Company at which time the authority will lapse, unless the authority is renewed by a resolution passed at that Annual General Meeting;</p> <p style="margin-left: 40px;">b) the expiration of the period within which the next AGM is to be held pursuant to Section 340(2) of the Companies Act 2016 ("the Act") but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act; or</p> <p style="margin-left: 40px;">c) revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier."</p> | <p>Please refer Explanatory Note A</p> <p>Resolution 1
 Resolution 2
 Resolution 3
 Resolution 4</p> <p>Resolution 5
 Resolution 6</p> <p>Resolution 7</p> <p>Resolution 8</p> <p>Resolution 9</p> |
| <p>7. To transact any other matter of which due notice shall have been given in accordance with the Constitution of the Company and the Companies Act 2016.</p> | |

By Order of the Board

Lim Thiam Wah, ACIS
 MAICSA No. 7000553
 SSM PC No. 201908003868
 Chartered Secretary
 Kuala Lumpur
 29 October 2021

Notes:

1. The 36th Annual General Meeting ("AGM") of the Company will be conducted on a fully virtual basis and entirely via remote control participation and voting via online meeting platform at <https://dvote.my>. Please refer to the Administrative Guide for the detailed steps on remote participation and vote remotely.
2. For the purpose of determining who shall be entitled to participate and vote at the AGM, the Company shall request Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the Record of Depositors as at 30 November 2021. Only members whose name appears on this Record of Depositors shall be entitled to participate and vote at the AGM or appoint a proxy to participate and vote on his/her/its behalf.
3. A member entitled to participate and vote at the AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate and vote in his place at the AGM. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to participate and vote at the AGM may appoint not more than two (2) proxies to participate and vote in his/her/its place at the AGM.
5. If two (2) proxies are appointed, the entitlement of those proxies to vote shall be in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
6. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
7. Where a member of the Company is an exempt authorised nominee 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
8. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
9. An instrument appointing a proxy shall be in writing and in the case of an individual shall be signed by the appointor or by his attorney; and in the case of a corporate member, shall be either under its common seal or signed by its attorney or an officer on behalf of the corporation.
10. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the AGM or adjourned AGM at which the person named in the appointment proposes to vote or in case of poll not less than 24 hours before the time appointed for taking the poll:-
 - (i) **In hard copy form**
 In the case of an appointment made in hard copy form, the Proxy Form must be deposited with Registered Office of the Company situated at Ground Floor, Wisma Ekovest, No.118, Jalan Gombak, 53000 Kuala Lumpur.
 - (ii) **By electronic form via facsimile**
 In the case of an appointment made by facsimile transmission, the Proxy Form must be received via facsimile at 03-4021 5943.
 - (iii) **By electronic form via email**
 In the case of an appointment made by email transmission, the Proxy Form must be received via email at proxy@ekovest.com.my.

For options (ii) and (iii), the Company may request member to deposit original executed proxy form to its registered office before or on the date of meeting for verification purpose.
11. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the registered office of the Company situated at Ground Floor, Wisma Ekovest, No. 118, Jalan Gombak, 53000 Kuala Lumpur not less than 48 hours before the time appointed for holding the AGM or adjourned AGM at which the person named in the appointment proposes to vote or in case of poll not less than 24 hours before the time appointed for taking the poll. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
12. Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
13. Last date and time for lodging proxy form is Saturday, 11 December 2021 at 10.30 a.m.
14. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of AGM will be put to vote on a poll.

Explanatory Notes:-

Note A

The Audited Financial Statements is laid in accordance with Section 340(1)(a) of the Companies Act 2016 ("CA 2016") and meant for discussion only as the Audited Financial Statements do not require shareholders' approval under the provision of Section 251(1) of the CA 2016. As such, this Agenda item is not to be put forward for voting.

Resolutions 1 to 3

Clause 76 (3) of the Constitution of the Company ("Constitution") expressly states that at the annual general meeting in every subsequent year, one-third of the Directors for the time being or, if their number is not three or a multiple of three, then, the number nearest to one-third shall retire from office and be eligible for re-election. Pursuant to Clause 76 (3) of the Constitution, Dato' Lim Hoe, Ms. Kang Hui Ling and Dr. Wong Kai Fatt are standing for re-election at this Annual General Meeting. The profiles of the Directors standing for re-election are set out in their respective profiles in the Annual Report. The Nomination Committee of the Company has assessed the criteria and contribution of Dato' Lim Hoe, Ms. Kang Hui Ling and Dr. Wong Kai Fatt and recommended them for their re-election. The Board endorsed the Nomination Committee's recommendation that Dato' Lim Hoe, Ms. Kang Hui Ling and Dr. Wong Kai Fatt be re-elected as Directors of the Company.

Resolutions 4 and 5

Section 230(1) of the CA 2016 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 a general meeting. In this respect, the Board wishes to seek shareholders' approval for the following payments to the Directors of the Company at the Annual General Meeting in two (2) separate resolutions as below:

Resolution 4 seeks approval for the payment of Directors' Fees of RM 270,000.00 for the financial year ended 30 June 2021.
 Resolution 5 seeks approval for the payment of Directors' Benefits up to an amount of RM200,000.00 from the conclusion of the Thirty-Sixth Annual General Meeting until the next Annual General Meeting of the Company.

In determining the estimated total amount of Directors' Fees and Benefits payable for the Directors of the Company, the Board has considered various factors including the number of scheduled meetings for the Board, Board Committees, Board of Subsidiaries and Management Committees as well as the number of Directors involved in these meetings based on the current number of Directors and has included additional provisional sum for future appointment of Directors of the Company. In the event where the Directors' Benefits payable exceeds the estimated amount sought in the Annual General Meeting, a shareholders' approval is to be sought in the next Annual General Meeting of the Company in 2022 on the payment of the exceeded amount.

Resolution 6

The Audit and Risk Management Committee and the Board have considered the re-appointment of Mazars PLT. ("Mazars") as Auditors of the Company and collectively agreed that Mazars has met the relevant criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Explanatory Notes to Special Business

Resolution 7

The Proposed Resolution 7, if passed, will allow Ms. Kang Hui Ling to continue in office as Independent Non-Executive Director. The Malaysian Code on Corporate Governance states that if the board intends to retain an independent director beyond twelfth years, it should justify and seek annual shareholders' approval through a two-tier voting process.

Key justifications for her to continue as Independent Non-Executive Directors are as follows:

- a. Fulfills the independent director criteria set out in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;
- b. Relevant experience and expertise as set out in her profile in the Annual Report; and
- c. Long service with the Company enhances her knowledge and understanding of the business operations of the Group which enable her to contribute actively and effectively during deliberations or discussion at Audit and Risk Management Committee and Board meetings.

Resolution 8

The Proposed Resolution 8, if passed, will empower the Directors of the Company to issue and allot shares in the Company up to an aggregate amount not exceeding ten per centum (10%) of the total number of issued shares of the Company for the time being for such purposes as they consider would be in the interest of the Company. This authority unless revoked or varied at a general meeting will expire at the next Annual General Meeting. As at the date of this notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 27 November 2020 and which will lapse at the conclusion of the Thirty-Sixth AGM. 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(s), working capital and/or acquisitions.

Resolution 9

The Proposed Resolution 9, if passed, will enable the Group to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations and are in the ordinary course of business made at an arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company. Details of the Proposed Mandate are set out in the Circular to Shareholders dated 29 October 2021.