

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the Twenty-Fourth (24<sup>th</sup>) Annual General Meeting ("AGM") of the Company will be held and conducted on a fully virtual basis entirely through live streaming and online remote voting via Cloud AGM Platform operated by ARB Wemeet Sdn Bhd at <https://member.artwemeet.com> (Domain registration numbers with MYNIC: D1A457700) on Wednesday, 11 May 2022 at 10.00 a.m., to transact the following businesses: -

- |   |                               |
|---|-------------------------------|
| 1. To receive the audited financial statements for the period ended 31 December 2021 together with the Directors' and Auditors' Reports thereon.  | <b>Please refer to Note A</b> |
| 2. To approve the payment of Directors' fees and other benefits payable of up to RM187,200 for the period from the conclusion of the 24 <sup>th</sup> AGM up to the conclusion of the next AGM of the Company in year 2023. | <b>Ordinary Resolution 1</b>  |
| 3. To re-elect the following Director who is retiring pursuant to Clause 123 of the Company's Constitution:   |                               |
| i. David Wong You King  | <b>Ordinary Resolution 2</b>  |
| ii. Lim Yun Nyen  | <b>Ordinary Resolution 3</b>  |
| 4. To re-appoint Messrs. Al Jafree Salihin Kuzaimi PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.   | <b>Ordinary Resolution 4</b>  |

**SPECIAL BUSINESSES:**

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

- |   |                              |
|---|------------------------------|
| 5. <b>Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Companies Act, 2016</b>  | <b>Ordinary Resolution 5</b> |
| <p>"THAT subject to the Companies Act 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"), Additional Temporary Relief Measures to Listed Corporations for Covid-19, issued by Bursa Securities on 16 April 2020, its subsequent letter dated 23 December 2021 on extension of implementation of the 20% General Mandate and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company, at any time to such persons 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 does not exceed twenty per centum (20%) of the total number of issued shares of the Company (excluding treasury shares) at any point in time ("20% General Mandate"); AND THAT the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation of the additional shares so issued pursuant to the 20% General Mandate on Bursa Securities which would be utilised before 31 December 2022 and thereafter, the 10% general mandate will be reinstated;</p> <p>AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company."</p> |                              |
| 6. <b>Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Shareholders' Mandate")</b>   | <b>Ordinary Resolution 6</b> |

"THAT, subject to compliance with all applicable laws, regulations and guidelines, approval be and is hereby given to the Company and/or its subsidiaries to enter into Recurrent Related Party Transactions of a revenue or trading nature with related parties as set out in Section 2.4 of the Circular to Shareholders dated 18 April 2022 for the purposes of Paragraph 10.09, Chapter 10 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements"), subject to the following:

- (i) the transactions are necessary for the day-to-day operations of the Company's subsidiary in the ordinary course of business, at arm's length, on normal commercial terms and are on terms not more favourable to the related party than those generally available to the public and not detrimental to minority shareholders of the Company;
- (ii) the mandate is subject to annual renewal. In this respect, any authority conferred by a mandate shall only continue to be in force until: -
  - (a) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed;
  - (b) the expiration of the period within which the next AGM of the Company after the date is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
  - (c) revoked or varied by resolution passed by the shareholders in a general meeting,

whichever is the earlier.

(iii) disclosure is made in the annual report of the Company of the breakdown of the aggregate value of the Recurrent Related Party Transactions conducted pursuant to the mandate during the current financial year, and in the annual reports for the subsequent financial years during which a shareholder's mandate is in force, where: -

- (a) the consideration, value of the assets, capital outlay or costs of the aggregated transactions is equal to or exceeds RM1.0 million; or
  - (b) any one of the percentage ratios of such aggregated transactions is equal to or exceeds 1%,
- whichever is the higher;

and amongst other, based on the following information:

- (a) the type of the Recurrent Related Party Transactions made; and
- (b) the names of the related parties involved in each type of the Recurrent Related Party Transactions made and their relationships with Annum Group.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

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| 7. To transact any other business of the Company for which due notice shall have been given. |  |
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By order of the Board,

Tan Tong Lang (MAICSA 7045482/ SSM PC NO. 202208000250)  
Chong Chew Lo (MAICSA 7046627/ SSM PC NO. 201908002693)  
Company Secretaries

Selangor  
18 April 2022

**Notes**

1. Please refer to the Administrative Guide for the procedures to register, participate and vote remotely in the virtual meeting using Cloud AGM Platform provided by ARB Wemeet Sdn Bhd via its online website at <https://member.artwemeet.com>.
2. A member of the Company entitled to participate and vote at this meeting may appoint up to two (2) proxies to participate and vote in his stead. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at a General Meeting of the Company shall have the same rights as the member to speak at the General Meeting.
3. Where a member appoints up to two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his/her holdings to be represented by each proxy.
4. Where a member 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.
5. Where a member is an authorized nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 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.
6. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is a corporation, either under the common seal or under the hand of an officer or attorney duly authorised.
7. To be valid, the proxy form duly completed must be deposited at the Share Registrar's office of the Company at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor, Malaysia not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.
8. In respect of deposited securities, only members whose names appear in the Record of Depositors on 25 April 2022 (General Meeting Record of Depositors) shall be entitled to participate, speak and vote at this AGM.

**EXPLANATORY NOTES TO ORDINARY BUSINESS:**

- a) Item 1 of the Agenda - Audited Financial Statements for the financial year ended 31 December 2021. This item of the Agenda is for discussion purposes only, as Section 340(1)(a) of the Companies Act 2016 does not require the shareholders to formally approve the Audited Financial Statements. Therefore, this item will not be put forward for voting.

**EXPLANATORY NOTES TO SPECIAL BUSINESS:**

Ordinary Resolution 5 – Authority to allot and issue shares in general pursuant to Sections 75 and 76 of the Act  
The Company has obtained the mandate from the shareholders at the last EGM held on 8 October 2021 ("Previous Mandate"). As at the date of this Notice, no new shares in the Company were issued pursuant to the Previous Mandate and accordingly, no proceeds were raised. Bursa Securities has via its letter dated 23 December 2021 granted an extension to the temporary relief measures 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 future financial needs of the Group, the Board would like to procure approval for the 20% General Mandate, pursuant to Section 76(4) of the Companies Act 2016 from its shareholders at the forthcoming Forty-Third AGM of the Company. The 20% General Mandate will provide flexibility to the Company for any possible fund-raising 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 the 31 December 2022. The Board of Directors of the Company, after due consideration, is of the opinion that in the face of unprecedented challenges to the Company brought by Covid-19 pandemic, this 20% General Mandate will enable the Company further flexibility to raise funds expeditiously other than incurring additional interest costs as compared to bank borrowings, thereby allowing the Company to preserve its cash flow and achieve a more optimal capital structure. Any funds raised from this 20% General Mandate is expected to be used as working capital to finance day-to-day operational expenses, on-going projects or future projects/investments to ensure the long-term sustainability of the Company. The Board, having considered the current and prospective financial position, needs and capacity of the Company, is of the opinion that the 20% General Mandate is in the best interest of the Company and its subsidiaries. As at the date of this Notice, no new shares in the Company were issued pursuant to the general mandate granted to the Directors at the last AGM held on 18 May 2021 and which will lapse at the conclusion of the Twenty-Fourth AGM.

**Ordinary Resolution 6: Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The Ordinary Resolution 6, if passed, will enable the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next annual general meeting of the Company.



**ANNUM BERHAD**  
SINCE 1997

**ANNUM BERHAD**  
[Registration No. 199701030432 (445931-U)]  
(Incorporated in Malaysia)

**24<sup>th</sup> ANNUAL GENERAL MEETING**

**ADMINISTRATIVE GUIDE FOR SHAREHOLDERS**

|   |  |
|---|--|
| <b>General Meeting</b>                            | : Twenty Fourth (24 <sup>th</sup> ) Annual General Meeting (“AGM”)   |
| <b>Day, Date and Time of Meeting</b>              | : Wednesday, 11 May 2022 at 10.00 a.m.   |
| <b>Remote Participation and Voting Facilities</b> | : Cloud AGM Platform operated by ARB Wemeet Sdn Bhd at <a href="https://member.arbwemeet.com">https://member.arbwemeet.com</a> |
| <b>Domain Registration Numbers with MYNIC</b>     | : D1A457700  |

We continue to exercise prudence in this situation where COVID-19 outbreak is still ongoing and strictly complying to the decree of the Government of Malaysia (“**Government**”) and the Guidance and Frequently Asked Questions of the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia (“**SC**”) (“**Guidance Note and FAQs**”).

In line with the Government’s directive and the revised Guidance Note and Frequently Asked Question on the Conduct of General Meetings for Listed Issuers issued by Securities Commission on 16 July 2021 (“**SC Guidance**”), the AGM of the Company will be held and conducted by way of fully virtual meeting entirely through live streaming and online voting via Cloud AGM Platform operated by ARB Wemeet Sdn Bhd at its website at <https://member.arbwemeet.com>. An online meeting platform used to conduct the meeting can be recognised as the meeting venue as required under Section 327(2) of the Companies Act 2016, provided that the online platform located in Malaysia. Pursuant to the SC Guidance, all meeting participants including the Chairman of the meeting, board members, senior management and shareholders are to participate in the meeting online.

The Company will continue to observe the guidelines issued by the Ministry of Health and will take all relevant precautionary measures as advised.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of shareholders and proxies. Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained.

**Entitlement to Participate and Vote Remotely**

Only shareholders whose names appear on the Record of Depositors (“**ROD**”) as at 25 April 2022 shall be eligible to participate and vote remotely in the meeting or appoint proxy(ies)/ the Chairman of the meeting to participate and/or vote on his/her behalf.

## PROCEDURES TO PARTICIPATE IN CLOUD AGM PLATFORM

Please follow the procedures to participate in Cloud AGM Platform as summarised below:

### \* BEFORE AGM DAY \*

| <b>A: REGISTRATION</b> |   |   |
|------------------------|---|---|
|                        | <b>Description</b>  | <b>Procedure</b>  |
| i.                     | Shareholders to Register with ARB Wemeet<br><br>➤ Individual Shareholders | <p>a. Access website at <a href="https://member.arbwemeet.com">https://member.arbwemeet.com</a></p> <p>b. Select “<b>Sign Up</b>” to sign up as user.</p> <p>c. Read and indicate your acceptance of the ‘Privacy Policy’ and ‘Terms &amp; Conditions’ by clicking on a small box <input type="checkbox"/>. Then select “<b>Next</b>”.</p> <p>d. Fill-in your details – (i) ensure your email address is valid &amp; (ii) create your own password. (iii) add the CDS account Then click “<b>OK</b>”.</p> <p>e. Registration as user completed.</p> <p>f. An email notification will be sent to you.</p> <p>g. Click the link in the email to verify account.</p> <p><u>Notes:</u></p> <ul style="list-style-type: none"> <li>• If you have already signed up/registered as a user with previously, you are not required to register again.</li> <li>• In order to be able to view the event, shareholders must add the related CDS in the profile (From the sign up or in the own profile).</li> </ul> |

| <b>B: REGISTRATION OF PROXY</b> |  |   |
|---------------------------------|--|---|
|                                 | <b>Description</b>   | <b>Procedure</b>  |
| i.                              | Submit Form of Proxy (hard copy)<br><br>➤ Individual Shareholders<br>➤ Corporate Shareholders<br>➤ Authorised Nominee<br>➤ Exempt Authorised Nominee | <p>The hard copy Form of Proxy must be deposited with the Company’s Share Registrar Office at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor, Malaysia not less than 48 hours (Monday, 9 May 2022 at 10.00 a.m.) before the time appointed for holding the AGM or at any adjournment.</p> <p>a. Fill-in the details on the hard copy Form of Proxy by providing the following information:</p> <ul style="list-style-type: none"> <li>• Proxy(ies) &amp; Corporate Representative <ul style="list-style-type: none"> <li>○ Name</li> <li>○ Number of MyKAD for Malaysian or passport for non-Malaysian</li> <li>○ Address, contact number and email address – ensure email address is valid</li> </ul> </li> </ul> <p>b. Corporate Representative only – deposit the hard copy of Form of Proxy together with the following document to the Company’s Share Registrar office at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor, Malaysia.</p> <ul style="list-style-type: none"> <li>• A copy of Certificate of Appointment as corporate representative</li> <li>• Photocopy MyKAD/ Passport of Corporate Representative.</li> </ul> <p>c. Individual shareholders authorized nominee and exempt authorized nominee – deposit the hard copy Form of Proxy to the Company’s Share Registrar Office at Level 5, Block B, Dataran PHB, Saujana Resort, Section U2, 40150 Shah Alam, Selangor, Malaysia.</p> <p>d. Submitted Form of Proxy will be verified.</p> <p>e. After verification, proxy(ies) and corporate representative will receive email notification.</p> |

- f. Please refer to the steps stated in the email notification given to participants for their participations in the meeting.
- g. Please click the “WeMeet” button in the notification email and you will be directed to the login page at <https://member.arbwemeet.com>.
- h. You may login with your email and you will be prompted to change password.

**\* ON AGM DAY \***

1. Log in to <https://member.arbwemeet.com> with your registered email address and password.
2. Cloud AGM Platform will be opened for log in one (1) hour before the commencement of the AGM you are attending at 9.00 a.m..
3. When you are logged in, select the general meeting event you are attending. On the main page, you are able to access the following:

| <u>Description</u>           | <u>Procedures</u>  |
|------------------------------|--|
| i. Live Streaming            | a. Click “ <i>Watch Live</i> ” button to view the live streaming.  |
| ii. Ask Question (real-time) | a. Select “ <i>Ask Question</i> ” button to pose a question.<br>b. Type in your question and select “ <i>Submit</i> ”.   |
|                              | <i>Note:</i><br><i>The Chairman of the AGM/ Board of Directors will endeavour to respond to questions submitted by remote shareholders and proxies and corporate representatives during the AGM.</i>   |
| iii. Online Remote Voting    | a. On the main page, scroll down and select “ <i>Select CDS Account &amp; Vote Now</i> ”.<br>b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Select “ <i>Next</i> ” to continue voting for all resolutions.<br>c. After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Select “ <i>Finish Voting</i> ” to submit your vote. |
|                              | <i>Note:</i><br><i>Once you have confirmed and submitted your votes, you are able to change your voting choices in “View My Vote” before the event ends.</i>   |
| iv. View Voting Results      | a. On the event details page, scroll down and select “ <i>View My Vote</i> ”.  |
| v. End of Cloud AGM Platform | a. Upon the announcement by the Chairman of the meeting on the closure of the said meeting, the live streaming will end.<br>b. You may log out from <a href="https://member.arbwemeet.com">https://member.arbwemeet.com</a> .  |

## **ADDITIONAL INFORMATION**

### **Voting Procedure**

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at a general meeting will be conducted by poll. The Company has appointed ARB WeMeet Sdn Bhd as the Poll Administrator to conduct the polling process and Aegis Communication Sdn Bhd as the independent scrutineers to verify the results of the poll.

### **No e-Voucher, Gift and Food Voucher**

There will be no e-Voucher, gift and food voucher for shareholders, proxies and corporate representatives who participate in the meeting.

### **Enquiry**

- a. For enquiries relating to the AGM, please contact the Share Registrar during office hours (9:00 a.m. to 5:00 p.m.) on Monday to Friday (except public holidays) as follows:

Email : *admin@aldpro.com.my*  
General Line : +603-7890 0638

- b. For enquiries relating to Cloud AGM Platform or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact ARB Wemeet helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Monday to Friday (except public holidays) as follows:

Email : *supportsales@arbberhad.com*