

NOTICE OF THIRTEENTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Thirteenth Annual General Meeting (“**AGM**”) of Lianson Fleet Group Berhad (formerly known as Icon Offshore Berhad) (“**the Company**”) will be held at Banquet Hall, Level 1 (Main Lobby), Kuala Lumpur Golf & Country Club on Thursday, 26 June 2025 at 10:00 a.m. for the following purposes:

AGENDA

- ORDINARY BUSINESS

1.

To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and the Auditors thereon.

[Please refer to Explanatory Note (i)]

2.

To re-elect the following Directors who are retiring in accordance with Clause 107 of the Company’s Constitution and being eligible, have offered themselves for re-election:

(a) Encik Ainul Azhar Bin Ainul Jamal

(b) Captain Adarash Kumar A/L Chranji Lal Amarnath

Resolution 1  
Resolution 2

3.

To re-elect Puan Farina Binti Farikhullah Khan, who is retiring in accordance with Clause 124 of the Company’s Constitution and being eligible, has offered herself for re-election.

Resolution 3

4.

To approve the payment of the Directors’ fees of RM728,408.47 for the financial year ended 31 December 2024.

Resolution 4

5.

To approve an amount of up to RM112,500 as benefits payable to the Non-Executive Directors with effect from 27 June 2025, a day after the Company’s Thirteenth AGM until the next AGM of the Company to be held in 2026 pursuant to Section 230(1)(b) of the Companies Act 2016.

Resolution 5

6.

To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

Resolution 6

SPECIAL BUSINESS

To consider and, if thought fit, with or without any modification, to pass the following Ordinary Resolutions:

7.

ORDINARY RESOLUTION 1

- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS

“THAT subject to the Companies Act 2016, the Constitution of the Company, and the approvals of Bursa Malaysia Securities Berhad and any other governmental/regulatory authorities, the Directors of the Company be and are hereby empowered, pursuant to the Companies Act 2016, 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 of the Company may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares) for the time being;

THAT in connection with the above, pursuant to Section 85(1) of the Companies Act 2016 read together with Clause 58 of the Company’s Constitution, that approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to this mandate;

THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company;

AND THAT the Directors of the Company, whether solely or jointly, be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Main Market of Bursa Malaysia Securities Berhad and be hereby authorised to do all such acts and things including executing all relevant documents as he/she/they may consider expedient or necessary to complete and give full effect to the abovesaid mandate.”

Resolution 7
8.

ORDINARY RESOLUTION 2

- PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR - PUAN FARINA BINTI FARIKHULLAH KHAN

“THAT subject to the passing of Resolution 3, Puan Farina Binti Farikhullah Khan, who has served as an Independent Non-Executive Director of the Company for a term limit of more than nine (9) years, be and is hereby retained as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting of the Company.”

Resolution 8
9.

To transact any other ordinary business for which due notice has been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

CHUA SIEW CHUAN (SSM PC NO. 201908002648) (MAICSA 0777689)

CHIN MUN YEE (SSM PC NO. 201908002785) (MAICSA 7019243)

Company Secretaries

Kuala Lumpur

30 April 2025

Explanatory Notes to Ordinary Business/Special Business:

- (i)

Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2024

This agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this agenda item is not put forward for voting.
- (ii)

Item 2 of the Agenda – Re-election of Directors pursuant to Clause 107 of the Company’s Constitution

Clause 107 of the Company’s Constitution provides that the Directors shall have power at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board of Directors (“**Board**”), but so that the total number of Directors shall not be increased beyond the maximum number hereinbefore prescribed. Any Director so appointed shall hold office only until the next AGM and shall then be eligible for re-election, but shall not be taken into account in determining the Directors who are to retire by rotation at the meeting.

Encik Ainul Azhar Bin Ainul Jamal (“**En. Ainul Azhar**”) and Captain Adarash Kumar A/L Chranji Lal Amarnath (“**Captain Adarash Kumar**”) were appointed as Independent Non-Executive Directors of the Company on 25 July 2024 and 2 January 2025, respectively. In accordance with Clause 107 of the Company’s Constitution, both Directors will retire and, being eligible, have offered themselves for re-election at the Thirteenth AGM of the Company.

The Nomination and Remuneration Committee (“**NRC**”) and the Board had, as part of the appointment process, conducted a comprehensive evaluation of the suitability and fitness of En. Ainul Azhar and Captain Adarash Kumar, in accordance with the Company’s Fit and Proper Policy. This assessment considered various criteria, including integrity, professional competence, experience, independence, and commitment to discharge their duties as Independent Non-Executive Directors effectively. The NRC and the Board were satisfied that both candidates possess the necessary qualifications, relevant industry knowledge, leadership capabilities, and ethical standards expected of Directors. Based on this thorough review, the NRC and the Board recommended En. Ainul Azhar and Captain Adarash Kumar for re-election at the Thirteenth AGM of the Company.

The details of En. Ainul Azhar and Captain Adarash Kumar are provided in the Directors’ Profile section of the Company’s Annual Report 2024.
- (iii)

Item 3 of the Agenda – Re-election of Director pursuant to Clause 124 of the Company’s Constitution

Clause 124 of the Company’s Constitution stipulates that at the AGM where one-third (1/3) of the Directors for the time being or if the number is not three (3) or a multiple of three (3) then the number nearest to one-third (1/3) shall retire from office provided always that all Directors including a Managing Director shall retire from office once at least in each three (3) years but shall eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

Puan Farina Binti Farikhullah Khan (“**Pn. Farina**”), who is retiring in accordance with Clause 124 of the Company’s Constitution, being eligible, has offered herself for re-election at the Thirteenth AGM of the Company.

The NRC and the Board have conducted a comprehensive evaluation of Pn. Farina’s suitability and fitness, in accordance with the Company’s Fit and Proper Policy. This assessment considered factors such as integrity, professional competence, experience, independence, and commitment to her role as an Independent Non-Executive Director. Following this thorough evaluation, the NRC and the Board concluded that Pn. Farina possesses the necessary qualifications, industry knowledge, leadership qualities, and ethical standards expected of a Director. Accordingly, the NRC and the Board recommended her re-election at the Thirteenth AGM of the Company.

The details of Pn. Farina is provided in the Directors’ Profile section of the Company’s Annual Report 2024.
- (iv)

Item 5 of the Agenda – Benefits payable to the Non-Executive Directors

The proposed benefits payable to the Non-Executive Directors comprise solely of meeting attendance allowances.

The total estimated amount is based on the anticipated number of scheduled Board and Board Committee meetings, as well as any additional unscheduled meetings that may be convened as necessary from 27 June 2025 until the next AGM in 2026.
- (v)

Item 7 of the Agenda - Authority to issue shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights

The Company wishes to renew the mandate on the authority to issue and allot shares pursuant to the Companies Act 2016 at the Thirteenth AGM of the Company (hereinafter referred to as the “**General Mandate**”).

The Company had been granted a general mandate by its shareholders at the Twelfth AGM of the Company held on 30 May 2024 (hereinafter referred to as the “**Previous Mandate**”). As of the date of this notice, no new shares in the Company have been issued pursuant to the Previous Mandate.

The proposed resolution, if passed, will provide flexibility to the Directors of the Company to undertake any possible fund raising activities, including but not limited to placement of shares, for the purpose of funding Company’s future investment projects, working capital, acquisitions and/or such other purposes as the Directors may deem fit, without having to convene a general meeting, provided that the aggregate number of the shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company (excluding treasury shares). This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

Pursuant to Section 85(1) of the Companies Act 2016 be read together with Clause 58 of the Company’s Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities.

The proposed Resolution 7, if passed, will exclude your pre-emptive rights to be offered new shares and/or convertible securities to be issued by the Company pursuant to the said resolution.
- (vi)

Item 8 of the Agenda – Proposed retention of Independent Non-Executive Director

Pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance, the tenure of an independent director should not exceed a term limit of nine (9) years. Upon completion of the nine (9) years, an independent director may continue to serve on the board as a non-independent director. If the board intends to retain an independent director beyond nine (9) years, shareholders’ approval must be sought through a two-tier process, and the board must provide justifications for the retention.

The proposed Resolution 8 is intended to retain Pn. Farina as an Independent Non-Executive Director of the Company, as she will have served in this capacity for a cumulative term exceeding nine (9) years as of 18 May 2025. The Board, based on the recommendation of the NRC, proposed that she continue to act as an Independent Non-Executive Director, supported by the following justifications:

(a) Pn. Farina continues to meet the criteria for Independence as defined in the Listing Requirements of Bursa Malaysia Securities Berhad and is able to provide effective checks and balances, contributing objectivity to Board deliberations.

(b) Her extended tenure on the Board has not compromised her independence of judgement or her ability to act in the best interests of the Company and the Group. On the contrary, her familiarity with the Group’s business operations has enhanced her active participation in Board and Board Committee discussions, where she consistently offers independent views.

(c) Throughout her tenure, Pn. Farina has demonstrated due care, skill, and competence in the discharge of her duties, providing independent and objective judgement that supports the Board’s decision-making process and serves the best interests of the Company and its shareholders.

Notes:

1.

In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 June 2025 (General Meeting Record of Depositors) shall be eligible to attend, speak, and vote at the Thirteenth AGM of the Company or appoint proxy(ies) to attend, participate, speak and vote in his/her stead.
2.

A member who is entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint up to two (2) proxies to participate and vote in his/her stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
3.

A proxy may, but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint any person as his/her proxy to participate and vote instead of the member at the Thirteenth AGM of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the Thirteenth AGM of the Company shall have the same rights as the member to speak at the Thirteenth AGM of the Company.
4.

Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”) (“**authorised nominee**”), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which ordinary shares of the Company standing to the credit of the said securities account.
5.

Where an authorised nominee appoints two (2) proxies, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
6.

Where a member is an exempt authorised nominee that holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“**omnibus account**”) (“**exempt authorised nominee**”), there is no limit to the number of proxies that the exempt authorised nominee may appoint in respect of each omnibus account it holds. Where an exempt authorised nominee appoints two (2) or more proxies to attend and vote at the same meeting, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy. An exempt authorised nominee refers to an authorised nominee defined under the SICDA, which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
7.

The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the Thirteenth AGM of the Company or adjourned general meeting at which the person named in the appointment proposes to vote:

(a) By electronic form - The form of proxy can be electronically lodged with the share registrar of the Company via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (applicable to individual members, corporate shareholders, authorised nominee, and exempt authorised nominee). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of the form of proxy via the Boardroom Smart Investor Portal.

(b) In hard copy form - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the share registrar of the Company at Boardroom Share Registrars Sdn. Bhd. at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.
8.

Please refer to the Administrative Guide for shareholders/proxies/corporate representatives attending the Thirteenth AGM of the Company for further details.

# ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING (“AGM”)

Date of AGM : Thursday, 26 June 2025  
Time : 10:00 a.m.  
Venue : Banquet Hall, Level 1 (Main Lobby), Kuala Lumpur Golf & Country Club

## **PARKING**

1. Please park at the Multi-Storey Car Park.
2. Proceed to Level 2 and take the buggy to the Main Lobby.

## **REGISTRATION**

1. Registration will start at 8:00 a.m. and will remain open until the conclusion of the AGM or such time as may be determined by the Chairman of the meeting.
2. Please read the signage to ascertain the registration area to register yourself for the meeting and join the queue accordingly.
3. Please produce your original MyKad/Identity Card (“IC”) or Passport (for foreigners) to the registration staff for verification and ensure you collect your MyKad/IC or Passport thereafter.
4. Upon verification and successful registration, you will be given:-
  - (a) Identification wristband which will be provided at the registration counter.
  - (b) Special QR code will be generated for shareholders, proxies, authorised representatives and attorneys to scan and access to the e-poll system using own smartphone/tablet.
  - (c) If you are attending the AGM as a shareholder as well as a proxy, you will be registered once and will only be given one identification wristband. No person will be allowed to enter the meeting hall without a wristband.
5. There will be no replacement in the event that you lost or misplaced identification wristband.
6. After registration, please vacate the registration area immediately and proceed to the meeting hall.
7. No person will be allowed to register on behalf of another person even with the original IC of that other person.
8. The registration counter will handle only verification of identity and registration. If you have any enquiry, please proceed to the Help Desk located next to the registration counter.

## **VOTING PROCEDURE**

1. The voting procedure will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad’s (“Bursa Malaysia”) Main Market Listing Requirements. The Company appointed Boardroom Share Registrars Sdn. Bhd. (“Boardroom”) as the “Poll Administrator” to conduct the poll by way of electronic voting (“e-voting”) and SKY Corporate Services Sdn. Bhd. as the “Scrutineers” to verify and validate the poll results.
2. For purposes of this AGM, e-voting may be carried out. Please follow the instructions given for the e-polling process.

## ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING ("AGM")

### LODGEMENT OF FORM OF PROXY

1. If you are unable to attend the AGM in person and wish to appoint the Chairman of the Meeting or another person as your proxy to vote on your behalf, the instrument appointing proxy(ies) may be made in the following manner not less than forty-eight (48) hours before the time for holding the AGM or any adjournment thereof:-

(a) In hardcopy form

Deposit at the office of Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11<sup>th</sup> Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Any alteration to the Form of Proxy must be initialled.

(b) By electronic means

The proxy form may also be electronically lodged with Share Registrar's website, Boardroom Smart Investor Portal ("BSIP") at <https://investor.boardroomlimited.com>.

For further information, kindly refer to the steps below for proxy appointment via BSIP.

#### **Register Online with BSIP (for first-time registration only)**

*[Note: If you have already signed up with BSIP, you are not required to register again]*

- (a) Access the website at <https://investor.boardroomlimited.com>.
- (b) Click "**Register**" to sign up as a user.
- (c) Complete registration with all the required information. Upload and attach a softcopy of your Identity Card ("NRIC") (front and back) or Passport. Click "Register".
- (d) You will receive an email from BSIP Online for email address verification. Click on "**Verify Email Address**" from the email received to continue with the registration.
- (e) For corporate shareholder, kindly upload the authorisation letter as well. Click "**Sign up**".
- (f) Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number.
- (g) Click on "**Request OTP Code**" and an OTP code will be sent to the registered mobile number. You will need to enter the OTP code and click "**Enter**" to complete the process.
- (h) Once your mobile number is verified, registration of your new BSIP account will be pending for final verification.
- (i) An email will be sent to you to inform the approval of your BSIP account within one (1) business day. Subsequently, you can login at <https://investor.boardroomlimited.com> with the email address and password filled up by you during the registration to proceed.

#### For Individual/ Corporate Shareholders

- i. Log in to <https://investor.boardroomlimited.com>.
- ii. Select "**Lianson Fleet Group Berhad 13<sup>th</sup> Annual General Meeting**" from the list of Meeting Event(s) and click "**Enter**".
- iii. Click "Submit eProxy Form".

## ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING ("AGM")

- iv. For Corporate Shareholders, select the company you would like to represent (if more than one). (Boardroom Smart Investor Portal now facilitates registration of Corporate Shareholders).
- v. Enter your CDS account no. and number of shares held. Read and accept General Terms and Conditions by clicking "Next".
- vi. Then, insert your proxy details and voting instructions. If you wish your proxy(ies) to act upon his/her discretion, please indicate "Discretionary".
- vii. Review and confirm your proxy(ies) appointment and click "Next".
- viii. Download or print the eProxy form as acknowledgement.

### For Authorised Nominees and Exempt Authorised Nominees

- i. Log in to <https://investor.boardroomlimited.com>.
- ii. Select "**Lianson Fleet Group Berhad 13<sup>th</sup> Annual General Meeting**" from the list of Meeting Event(s) and click "**Enter**".
- iii. Click "Submit eProxy Form".
- iv. Select the company you would like to represent (if more than one).
- v. Proceed to download the file format for "Submission of Proxy Form".
- vi. Prepare the file for the appointment of proxy(ies) by inserting the required data.
- vii. Proceed to upload the duly completed Proxy Appointment file.
- viii. Review and confirm your proxy(ies) appointment(s) and click "Submit".
- ix. Download or print the eProxy form as acknowledgement.

### **REVOCATION OF PROXY**

If you have submitted your Form of Proxy prior to the AGM and subsequently decide to appoint another person or wish to participate in the AGM yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) or via electronic means (as the case may be) to revoke the earlier appointed proxy(ies) at least forty-eight (48) hours before the AGM or proceed to Help Desk Counter on the AGM day for proxy revocation. Upon revocation, your proxy(ies) will not be allowed to participate in the AGM. In such event, you should inform your proxy(ies) accordingly.

### **RECORDING OR PHOTOGRAPHY AT 13<sup>TH</sup> AGM**

No screen recording or any other form of recording or photography of the AGM's proceedings is allowed without prior written permission of the Company.

### **GIFT POLICY**

There will be **NO DISTRIBUTION** of door gifts for shareholders/proxies who join or participate in the AGM.

### **2024 ANNUAL REPORT – GO DIGITAL & PAPERLESS**

1. As part of our commitment to sustainable practices, 2024 Annual Report can be downloaded from our website at [www.lianson.com](http://www.lianson.com) under Investor Relations as well as Bursa Malaysia's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company Announcements. There will be **NO DISTRIBUTION** of 2024 Annual Report during the meeting.
2. If you wish to request for the printed copy of 2024 Integrated Annual Report, please forward your request by completing the Request Form provided by us.

## **ADMINISTRATIVE GUIDE FOR SHAREHOLDERS/PROXIES ATTENDING THE ANNUAL GENERAL MEETING (“AGM”)**

### **ENQUIRY**

For enquiries on the voting procedure and e-polling process, please refer to Boardroom during office hours (Monday to Friday from 8:30 a.m. to 5:30 p.m.):

Help Desk

Boardroom Share Registrars Sdn. Bhd.

Telephone No. : +603-7890 4700

Email : bsr.helpdesk@boardroomlimited.com

### **PERSONAL DATA PROTECTION CONSENT**

The processing of your personal data is subject to Lianson Fleet Group's Privacy Notice, as published on its website.

## FORM OF PROXY

<b>CDS Account No.</b>	
<b>No. of shares held</b>	
<b>Contact no.</b>	

I/We, \_\_\_\_\_ NRIC/Passport/Registration/Company No.: \_\_\_\_\_  
(Full name in block letters)

of \_\_\_\_\_  
(Full address)

being a \*member/members of **Lianson Fleet Group Berhad** (formerly known as Icon Offshore Berhad) ("**Company**"), hereby appoint the following person(s):

Proxy	Full Name (in Block Letters) as per NRIC/Passport	Tel. No.	NRIC/Passport No.	No. of shares	%
1					
	Email Address:				
2					
	Email Address:				

or failing \*him/her, the Chairman of the Meeting as \*my/our proxy to vote for \*me/us on \*my/our behalf at the Thirteenth Annual General Meeting ("AGM") of the Company to be held at Banquet Hall, Level 1 (Main Lobby), Kuala Lumpur Golf & Country Club on Thursday, 26 June 2025 at 10:00 a.m. or at any adjournment thereof.

The proxy is to vote on the business before the Thirteenth AGM of the Company as indicated below (if no indication is given, the proxy will vote as he/she thinks fit or abstain from voting):

Item	Agenda				
1.	To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and the Auditors thereon.				
Ordinary Business			Ordinary Resolution	For	Against
2(a).	To re-elect Encik Ainul Azhar Bin Ainul Jamal, who retires pursuant to Clause 107 of the Company's Constitution and, being eligible, has offered himself for re-election.		Resolution 1		
2(b).	To re-elect Captain Adarash Kumar A/L Chranji Lal Amarnath, who retires pursuant to Clause 107 of the Company's Constitution and, being eligible, has offered himself for re-election.		Resolution 2		
3.	To re-elect Puan Farina Binti Farikhullah Khan, who retires pursuant to Clause 124 of the Company's Constitution and, being eligible, has offered herself for re-election.		Resolution 3		
4.	To approve the payment of the Directors' fees of RM728,408.47 for the financial year ended 31 December 2024.		Resolution 4		
5.	To approve an amount of up to RM112,500 as benefits payable to the Non-Executive Directors with effect from 27 June 2025, a day after the Company's Thirteenth AGM until the next AGM of the Company to be held in 2026 pursuant to Section 230(1)(b) of the Companies Act 2016.		Resolution 5		
6.	To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.		Resolution 6		
Special Business					
7.	Authority to issue shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights.		Resolution 7		
8.	Proposed retention of Independent Non-Executive Director - Puan Farina Binti Farikhullah Khan.		Resolution 8		
9.	To transact any other ordinary business for which due notice has been given in accordance with the Companies Act 2016 and the Constitution of the Company.				

\* Strike out whichever is not applicable

As witness \*my/our hand this ..... day of ..... 2025

.....  
Signature/Common seal

**Notes:**

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 June 2025 (General Meeting Record of Depositors) shall be eligible to attend, speak, and vote at the Thirteenth AGM of the Company or appoint proxy(ies) to attend, participate, speak and vote in his/her stead.
2. A member who is entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint up to two (2) proxies to participate and vote in his/her stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
3. A proxy may, but does not need to be a member of the Company. Notwithstanding this, a member entitled to participate and vote at the Thirteenth AGM of the Company is entitled to appoint any person as his/her proxy to participate and vote instead of the member at the Thirteenth AGM of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the Thirteenth AGM of the Company shall have the same rights as the member to speak at the Thirteenth AGM of the Company.
7. The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the Thirteenth AGM of the Company or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (a) By electronic form - The form of proxy can be electronically lodged with the share registrar of the Company via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (applicable to individual members, corporate shareholders, authorised nominee, and exempt authorised nominee). Kindly refer to the Administrative Guide on the procedures for electronic lodgement of the form of proxy via the Boardroom Smart Investor Portal.

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**SHARE REGISTRAR**

**Boardroom Share Registrars Sdn. Bhd.**

[Registration No. 199601006647 (378993-D)]

11th Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan

AFFIX  
STAMP

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4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("**SICDA**") ("**authorised nominee**"), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds to which ordinary shares of the Company standing to the credit of the said securities account.
5. Where an authorised nominee appoints two (2) proxies, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
6. Where a member is an exempt authorised nominee that holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**") ("**exempt authorised nominee**"), there is no limit to the number of proxies that the exempt authorised nominee may appoint in respect of each omnibus account it holds. Where an exempt authorised nominee appoints two (2) or more proxies to attend and vote at the same meeting, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy. An exempt authorised nominee refers to an authorised nominee defined under the SICDA, which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
- (b) In hard copy form - In the case of an appointment made in hard copy form, the form of proxy must be deposited with the share registrar of the Company at Boardroom Share Registrars Sdn. Bhd. at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.
8. Please refer to the Administrative Guide for shareholders/proxies/corporate representatives attending the Thirteenth AGM of the Company for further details.