



**LEON FUAT BERHAD**  
Registration No. 200601036648 (756407-D)  
(Incorporated in Malaysia)

**NOTICE OF 18<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the 18<sup>th</sup> Annual General Meeting ("AGM") of Leon Fuat Berhad ("LFB" or "Company") will be held at Greens III, Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Friday, 13 June 2025 at 2.30 p.m. for the following purposes:

**ORDINARY BUSINESS**

- To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors' and Auditors' Reports thereon. **Resolution 1**
- To approve the payment of Directors' fees and allowances up to RM1,850,000 from 14 June 2025 until the next AGM of the Company. **Resolution 2**
- To approve a final single tier dividend of 1.0 sen per share for the financial year ended 31 December 2024. **Resolution 3**
- To re-elect the following Directors who retire in accordance with Article 92 of the Company's Constitution:  
(i) Dato' Lim Cheng Poh **Resolution 4**  
(ii) Dato' Sri Ooi Bin Keong **Resolution 5**  
(iii) Ooi Seng Khong **Resolution 6**
- To re-appoint Messrs Baker Tilly Monteiro Heng PLT as the Company's Auditors for the financial year ending 31 December 2025 and to authorise the Directors to fix their remuneration. **Resolution 6**

**SPECIAL BUSINESS**

To consider and if thought fit, to pass with or without modifications, the following resolutions:

- ORDINARY RESOLUTION** **Resolution 7**  
**AUTHORITY FOR THE DIRECTORS TO ISSUE SHARES**  
"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("Act"), and subject to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental and/or regulatory authorities (if applicable), the Directors be and are hereby empowered to issue and allot new shares in the Company at any time, to such person or persons at such price, 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 does not exceed 10% of the total number of issued shares of the Company at the time of issue.  
AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company."

- ORDINARY RESOLUTION** **Resolution 8**  
**PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF RRPT MANDATE")**

"THAT subject always to the provisions of the Main Market Listing Requirements of Bursa Securities, 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, details as set out in Section 2.5 of the Circular to Shareholders dated 30 April 2025 with the specified classes of related parties mentioned therein which are necessary for the Group's day-to-day operations and are carried out in the ordinary course of business 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.

- THAT the approval shall continue to be in force until:
- the conclusion of the next AGM of the Company at which time it will lapse, unless by a resolution passed at the AGM whereby the authority is renewed; or
  - the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
  - revoked or varied by a resolution passed by the shareholders in a general meeting;

whichever is the earlier;  
AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Renewal of RRPT Mandate."

- To transact any other business of which due notice shall have been given in accordance with the Act and the Company's Constitution.

**NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT**

**NOTICE IS HEREBY GIVEN THAT** the final single tier dividend of 1.0 sen per share for the financial year ended 31 December 2024, if approved by the shareholders at the AGM, will be paid on 22 July 2025 to depositors registered in the Record of Depositors at the close of business on 30 June 2025.

A depositor shall qualify for entitlement only in respect of:

- Shares transferred into the depositor's securities account before 4.00 p.m. on 30 June 2025 in respect of transfer; and
- Shares bought on Bursa Securities on a cum entitlement basis according to the Rules of Bursa Securities.

**BY ORDER OF THE BOARD**

**YEHO CHONG KEAT**  
SSM PC NO. 201908004096  
MIA 2736

**LIM FEI CHIA**  
SSM PC NO. 202008000515  
MAICSA 7036158  
Company Secretaries

Kuala Lumpur  
30 April 2025

**NOTES:**

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 6 June 2025 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the AGM.
- A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the AGM. A proxy may but need not be a member of the Company.
- Where a member appoints two (2) proxies, the member shall specify the proportions of his/her shareholdings to be represented by each proxy failing which, the appointment shall be invalid.
- 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.
- To be valid, the original Proxy Form, duly completed must be deposited at the registered office of the Company at Lot 5, Level 10, Menara Great Eastern 2, No. 50, Jalan Ampang, 50450 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the AGM or any adjournment thereof.
- If the appointor is a corporation, the Proxy Form must be executed under its common seal or under the hand of an officer or attorney duly authorised.
- Audited Financial Statements for the financial year ended 31 December 2024**  
The Audited Financial Statements for the financial year ended 31 December 2024 are laid in accordance with Section 340(1)(a) of the Act for discussion only and do not require shareholders' approval. As such, this item will not be put for voting.
- Directors' Fees and Allowances (Resolution 1)**  
Pursuant to Section 230(1) of the Act, 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. The proposed Directors' fees and allowances payable to the Directors of the Company and its subsidiaries for the period from 14 June 2025 to the next AGM takes into account the estimated number of Board meetings to be held during the period.
- Final dividend (Resolution 2)**  
At its meeting held on 11 April 2025, the Board had considered the amount of dividend payout and satisfied that the Company will be solvent as it will be able to pay its debts as and when the debts become due within 12 months immediately after the date of payment in accordance with the requirements of Section 132(2) and (3) of the Act.
- Re-election of Directors (Resolutions 3 to 5)**  
The Board had through the Nomination Committee considered and noted that the retiring Directors have met the criteria as set out in the Directors' Fit and Proper Policy on character and integrity, experience and competence, time and commitment to effectively discharge their duties as Directors. The Board also noted the Director Self and Peer Performance Evaluation conducted encompassing fit and proper assessment on the Directors of the Company and satisfied that the Directors including the retiring Directors have effectively discharge their role as Directors of the Company.
- Re-appointment of Auditors (Resolution 6)**  
The Board had through the Audit Committee carried out annual review of performance of the External Auditors, Messrs. Baker Tilly Monteiro Heng PLT and having assessed the competency, audit scope and planning, independence and suitability, was satisfied with the service and performance of the External Auditors for the financial year under review.
- Authority for the Directors to issue shares (Resolution 7)**  
This resolution, if passed, will renew the authority given to and empower the Directors of the Company to issue and allot new shares in the Company at any time and for such purposes as the Directors may, in their absolute discretion, deem fit ("General Mandate"), provided that the number of shares issued pursuant to the General Mandate, when aggregated with the number of shares issued during the preceding twelve (12) months, does not exceed 10% of the total number of issued shares of the Company at the time of issue. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.  
The Company did not issue any new shares pursuant to the mandate obtained at the last annual general meeting of the Company.  
With the General Mandate, the Company will be able to raise funds expeditiously for the purpose of funding future investments projects, working capital and/or corporate proposals including placement of shares without having to convene a general meeting to seek shareholders' approval when such opportunities or needs arise.
- Proposed Renewal of RRPT Mandate (Resolution 8)**  
This resolution, if passed, will renew the authority given to 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 Group, particulars of which are set out in Section 2.5 of the Circular to Shareholders dated 30 April 2025. This authority, unless revoked or varied by the Company in a general meeting, will expire at the next AGM of the Company.
- Personal Data Privacy**  
The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to the Company and/or its agents the personal data which may include the name, contact details and mailing address, a member of the Company hereby consent, agree and authorise the processing and/ or disclosure of any personal data of or relating to the member for the purposes of issuing the notice of and convening the AGM (including any adjournment thereof), including but not limited to preparation and compilation of documents and other matters, whether or not supplied by the member. The member further confirms to have obtained the consent, agreement and authorisation of all persons whose personal data the member have disclosed and/ or processed in connection with the foregoing.