



[www.myeg.com.my](http://www.myeg.com.my)

**MY E.G. SERVICES BERHAD**  
[Registration No. 200001003034 (505639-K)]  
(Incorporated in Malaysia)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("**EGM**") of MY E.G. Services Berhad ("**MYEG**" or the "**Company**") will be held as a virtual meeting through live streaming and online remote voting using Remote Participation and Voting ("**RPV**") facilities via Vote2U at <https://web.vote2u.app> from the broadcast venue at Level 43A, MYEG Tower, Empire City, No. 8, Jalan Damansara, PJU 8, 47820 Petaling Jaya, Selangor Darul Ehsan, Malaysia ("**Broadcast Venue**") on Thursday, 6 August 2020 at 11.00 a.m., or immediately following the conclusion or adjournment of the Nineteenth Annual General Meeting of the Company scheduled to be conducted virtually from the Broadcast Venue on the same day at 10.00 a.m., whichever is later, for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this Notice.

### **ORDINARY RESOLUTION 1**

#### **PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OF MYEG AND ITS SUBSIDIARIES ("**MYEG GROUP**") TO INCLUDE THE PROVISION OF FINANCIAL SERVICES ("**PROPOSED DIVERSIFICATION**")**

**"THAT**, subject to the approvals of the relevant authorities and/ or parties being obtained, approval be and is hereby given to MYEG Group to diversify into the provision of Financial Services as described in the Circular to the shareholders of MYEG ("**Shareholders**") dated 10 July 2020 ("**Circular**");

**AND THAT** the Board of Directors of MYEG ("**Board**") be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Diversification with full power to assent to any conditions, variations, modifications, and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps to do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Diversification."

### **SPECIAL RESOLUTION 1**

#### **PROPOSED ESTABLISHMENT OF A DIVIDEND REINVESTMENT PLAN THAT PROVIDES SHAREHOLDERS WITH AN OPTION TO ELECT TO REINVEST THEIR CASH DIVIDEND IN NEW ORDINARY SHARES IN MYEG ("**MYEG SHARE(S)**" OR "**SHARE(S)**") ("**PROPOSED DRP**") AND PROPOSED ISSUANCE OF NEW MYEG SHARES**

**"THAT** subject to the approvals of the relevant regulatory authorities for the Proposed DRP having being obtained to the extent permitted by law:-

- i. the Proposed DRP which shall upon such terms and conditions as the Board, at its sole absolute discretion, deem fit be and is hereby approved;
- ii. the Board be and is hereby authorised:-
  - a. to establish and implement the Proposed DRP;
  - b. to determine, at its sole and absolute discretion, whether the Proposed DRP will apply to any dividends (whether interim, final, special or any other cash dividend) ("**Dividend(s)**") declared and/ or approved by the Company;
  - c. to allot and issue such number of MYEG Shares from time to time as may be required to be allotted and issued pursuant to the Proposed DRP; and

- d. to sign and execute all documents, to do all acts, deeds and things and to enter into all transactions, arrangements and agreements as may be necessary and expedient in order to give full effect to the Proposed DRP and to implement, finalise and complete the Proposed DRP with full power to assent to any conditions, variations, modifications and/ or amendments in any manner, including amendments, modification, suspension and termination of the Proposed DRP, as the Board may, in its absolute discretion, deem fit and in the best interest of the Company and/ or as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts, for and on behalf of the Company.

**THAT** the new MYEG Shares will, upon allotment and issuance, rank equally in all respects with the existing MYEG Shares, save and except that the holders of new MYEG Shares shall not be entitled to any dividends, rights, allotments and/ or any other forms of distributions that may be declared, made or paid to Shareholders where the entitlement date of such distributions precedes the relevant date of allotment and issuance of the new MYEG Shares;

**THAT** the issue price of the said new MYEG Shares, which will be determined and fixed by the Board on the price-fixing date to be determined, shall not be more than 10% discount to the 5-day volume weighted average market price ("**VWAP**") of MYEG Shares immediately preceding the price-fixing date, of which the VWAP shall be adjusted ex-dividend before applying the aforementioned discount in fixing the issue price at the material time;

**AND THAT** the Board be and is hereby authorised to do all such acts and enter into all such transactions, arrangements, deeds and undertakings and to execute, sign and deliver for and on behalf of the Company, all such documents and impose such terms and conditions or delegate all or any part of its powers as may be necessary or expedient in order to implement, finalise and give full effect to the issuance of new MYEG Shares pursuant to the Proposed DRP, with full power to assent to any conditions, modifications, variations and/ or amendments including amendments, modifications, suspension and termination of the Proposed DRP as the Board may, in its absolute discretion, deem fit and in the best interest of the Company and/ or as may be imposed or agreed to by any other relevant authorities."

## **SPECIAL RESOLUTION 2**

### **PROPOSED ESTABLISHMENT OF AN EMPLOYEES' SHARE OPTION SCHEME ("ESOS") OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF MYEG (EXCLUDING TREASURY SHARES, IF ANY) AT ANY POINT IN TIME OVER THE DURATION OF THE ESOS ("PROPOSED ESOS")**

"**THAT** subject to the approvals of all relevant regulatory authorities and/ or parties being obtained, including the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of and quotation for the new MYEG Shares to be issued arising from the exercise of the options granted under the Proposed ESOS ("**ESOS Option(s)**"), approval be and is hereby given for the Board to:-

- i. establish, implement and administer the Proposed ESOS in accordance with the bylaws of the Proposed ESOS ("**Bylaws**"), a draft of which is set out in **Appendix II** of the Circular, to approve and adopt the Bylaws and to give effect to the Proposed ESOS with full power to assent to any conditions, variations, modifications and/ or amendments as may be required by the relevant authorities;
- ii. make the necessary applications and do all things necessary at the appropriate time or times to Bursa Securities for the listing of and quotation for the new MYEG Shares, which may from time to time be allotted and issued arising from the exercise of the ESOS Options;
- iii. issue and/ or transfer via treasury shares such number of MYEG Shares from time to time as may be required arising from the exercise of the ESOS Options, **PROVIDED THAT** the maximum number of MYEG Shares, which may be made available pursuant to the Proposed ESOS, shall not exceed in aggregate 10% of the total number of issued shares of the Company (excluding treasury shares) at any point in time during the duration of the Proposed ESOS **AND THAT** the MYEG Shares to be issued and/ or transferred via treasury shares upon the exercise of the ESOS Options, shall upon allotment and issuance or transfer and full payment, rank equally in all respects with the existing MYEG Shares, save and except that such MYEG Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distributions declared, made or paid to Shareholders where the entitlement date of such distributions precedes the relevant date of issuance and/ or transfer of such MYEG Shares;

- iv. modify and/ or amend the Proposed ESOS and/ or the Bylaws from time to time provided that such modifications and/ or amendments are permitted and effected in accordance with the provisions of the Bylaws relating to modifications and/ or amendments; and
- v. do all such acts and things, take such steps, execute all such documents and enter into all such arrangements, agreements, deeds and/ or undertakings with any party(ies) as they may deem fit, necessary, expedient and/ or appropriate in order to finalise, implement and/ or give full effect to the Proposed ESOS and terms of the Bylaws with full power to assent to any terms, conditions, modifications, variations and/ or amendments as may be agreed to or required by any relevant authorities or as a consequence of any such requirement as may be deemed necessary and/ or expedient and in the best interest of the Company."

### **SPECIAL RESOLUTIONS 3 TO 7**

#### **PROPOSED ALLOCATION OF ESOS OPTIONS TO THE DIRECTORS OF MYEG**

**"THAT**, subject to the passing of the Special Resolution 2 and the approvals of the relevant authorities for the Proposed ESOS, including the approval from Bursa Securities for the listing of and quotation for the MYEG Shares to be issued arising from the exercise of the ESOS Options, having been obtained, approval be and is hereby given to the Board to authorise the ESOS Committee, at any time and from time to time throughout the duration of the Proposed ESOS, to offer and grant to the following Directors, ESOS Options to subscribe for MYEG Shares under the Proposed ESOS:-

i.	Dato' Dr Norraesah Binti Haji Mohamad	Special Resolution 3
ii.	Wong Thean Soon	Special Resolution 4
iii.	Tan Sri Dato' Dr Muhammad Rais Bin Abdul Karim	Special Resolution 5
iv.	Datuk Mohd Jimmy Wong Bin Abdullah	Special Resolution 6
v.	Wong Kok Chau	Special Resolution 7

Provided always that:-

- i. he/ she must not participate in the deliberation or discussion of his/ her own allocation;
- ii. the allocation to him/ her, who either singly or collectively, through person(s) connected to him/ her, holds 20% or more of the total number of issued shares of MYEG (excluding treasury shares), must not exceed 10% of the total number of MYEG Shares to be issued under the Proposed ESOS; and
- iii. subject always to such terms and conditions and/ or any adjustments which may be made in accordance with the provisions of the Bylaws, the Main Market Listing Requirements of Bursa Securities, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

**AND THAT** the Board is also authorised to allot and issue the corresponding number of new MYEG Shares arising from the exercise of the ESOS Options that may be granted to him under the Proposed ESOS."

#### **By Order of the Board**

TAI YIT CHAN (MAICSA 7009143)(SSM PC No.: 202008001023)

TAN AI NING (MAICSA 7015852)(SSM PC No.: 202008000067)

Company Secretaries

Selangor Darul Ehsan

10 July 2020

#### **Notes:-**

1. *The EGM of the Company will be held as a virtual meeting through live streaming and online remote voting using the RPV facilities via Vote2U at <https://web.vote2u.app>. Please refer to the Administrative Guide for the procedures to register, participate and vote remotely at the EGM through the RPV facilities.*
2. *In compliance with Section 327(2) of the Companies Act 2016, the Chairman shall be present at the main venue of the meeting in Malaysia and in line with the Securities Commission Malaysia's Guidance Note, the Broadcast Venue will be strictly limited to only essential individuals for organising and conducting the virtual EGM. No Shareholders and proxy(ies) will allowed to be physically present nor enter the Broadcast Venue.*

3. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the EGM will be conducted by poll rather than a show of hands. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
4. A member entitled to attend, participate and vote at the virtual meeting is entitled to appoint a proxy(ies) to attend and vote in his/ her stead. If the proxy(ies) is not a member of the Company, he/ she need not be an advocate, an approved company auditor or a person approved by the Registrar of Companies and there shall be no restriction as to qualification of the proxy(ies).
5. A member shall be entitled to appoint up to two (2) proxies or attorneys or authorised representatives to vote at the same virtual meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/ she specifies the proportion of his/ her shareholdings to be represented by each proxy.
6. 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 shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
7. An instrument appointing a proxy must be in writing under the hand of the appointer or his/ her attorney duly authorised and in the case of corporation shall be either under its common seal or under the hand of an officer or attorney duly authorised.
8. The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of authority may be deposited at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time for holding the virtual meeting (no later than Tuesday, 4 August 2020 at 11.00 a.m.) or any adjourned virtual meeting at which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid.  
  
Alternatively, individual Shareholders may choose to submit the electronic Proxy Form ("**e-Proxy Form**") using RPV facilities via Vote2U at <https://web.vote2u.app> no later than Tuesday, 4 August 2020 at 11.00 a.m. Please refer to the Administrative Guide for the procedures to submit the e-Proxy Form through the RPV facilities.
9. The appointment of the proxy(ies) will be **INVALID** if the Proxy Form is not completed correctly in accordance with the instructions stated in the form.
10. In respect of deposited securities, only members whose names appear on the Record of Depositors on 29 July 2020 (General Meeting Record of Depositors) shall be eligible to attend the virtual meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.

**Mode of Communication:**

Prior to the EGM, Shareholders may submit questions to the Board of Directors at [https://www.myeg.com.my/investor\\_relations](https://www.myeg.com.my/investor_relations) (under the "General Meeting" tab) latest by 3 August 2020. During the EGM, Shareholders may submit questions by clicking on "Ask Question" on the RPV facilities while participating in the virtual meeting.

**Personal data privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.