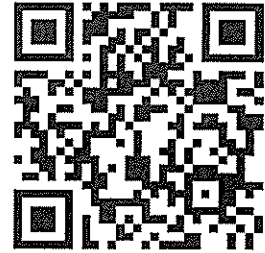


WIDAD
GROUP BERHAD



(Registration No. 200901014295 (857363-U))
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of Widad Group Berhad ("Widad" or the "Company") will be conducted on a fully virtual basis at the Broadcast Venue at WBG Penthouse, Widad Semantan (WiSe), No. 3, Jalan Semantan, Damansara Heights, 50490 Kuala Lumpur on Thursday, 15 October 2020 at 10.00 a.m., or at any adjournment thereof for the purpose of considering and, if thought fit, to pass the following resolution:

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY INNOVATIVE CITY HOLDINGS SDN BHD ("ICHSB"), AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF WIDAD, OF 100% EQUITY INTEREST IN INOVATIF MEWAH SDN BHD ("IMSB") FROM MENANG DEVELOPMENT (M) SDN BHD ("MDSB"), MENANG INDUSTRIES (M) SDN BHD ("MISB") AND TENTU SELESA SDN BHD ("TSSB") (COLLECTIVELY REFERRED TO AS THE "VENDORS") FOR A TOTAL CASH CONSIDERATION OF RM122,000,000 ("PROPOSED ACQUISITION")

"**THAT** subject to the approvals of the relevant authorities and/or parties being obtained, approval be and is hereby given for ICHSB, an indirect wholly-owned subsidiary of Widad to acquire 100% equity interest in IMSB, for a purchase consideration of RM122,000,000 to be fully satisfied in cash, subject to and upon such terms and conditions as set out in the conditional share sale agreement dated 24 June 2020 entered into between ICHSB and the Vendors in relation to the Proposed Acquisition;

AND THAT the Board of Directors of the Company ("**Board**") be and is hereby authorised and empowered to do all such acts, deeds and things and to execute, sign and deliver, on behalf of the Company, all such documents to give effect to and complete the Proposed Acquisition with full power to assent to any conditions, variations, modifications and/or amendments as may be required or imposed by any relevant authorities and/or parties and as the Board may deem necessary and expedient to finalise, implement and give full effect to the Proposed Acquisition."

BY ORDER OF THE BOARD

LIM SECK WAH (MAICSA 0799845) (SSM PC NO: 202008000054)
TANG CHI HOE (KEVIN) (MAICSA 7045754) (SSM PC NO: 202008002054)
SHUHILAWATI BINTI TAJUDDIN (LS0010190) (SSM PC NO: 202008001358)
Company Secretaries

25 September 2020
Kuala Lumpur

Notes:-

- (1) The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue. No shareholders/proxies from the public will be physically present at the meeting venue. Shareholders who wish to participate in the EGM will therefore have to register via the link <https://vps.megacorp.com.my/EOgZC7>. Kindly refer to the annexure of the Administrative Guide for further information.
- (2) For purpose of determining a member who shall be entitled to attend, speak and vote at the EGM, the Company shall be requesting Record of Depositors as at 9 October 2020. Only a Depositor whose name appears on the Record of Depositors as at 9 October 2020 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote on his/her behalf.
- (3) A member may appoint up to two (2) proxies who need not be members of the Company to attend, speak and vote at the same meeting. Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
- (4) Where a member is an authorised nominee as defined under the Central Depositories Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (5) 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.
- (6) The instrument appointing a proxy, in the case of an individual, shall be signed by the appointer or by his attorney duly authorised in writing, and in the case of a corporation, shall be executed under its Common Seal or under the hand of an officer or attorney of the corporation duly authorised.
- (7) The Form of Proxy or the instrument appointing a proxy and the power of attorney (if any) under which it is signed or authorised certified copy thereof must be deposited at the Registered Office of the Company at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur or email to EGM-support.Widad@megacorp.com.my not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof. You also have the option to register directly at <https://vps.megacorp.com.my/EOgZC7> to submit the proxy appointment electronically not later than Tuesday, 13 October 2020 at 10.00 a.m. For further information on the electronic submission of proxy form, kindly refer to the Administrative Guide.

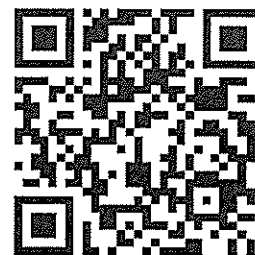
Personal Data Privacy:-

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak 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.



WIDAD
GROUP BERHAD

Registration No: 200901014295 (857363 U)
(Incorporated in Malaysia under the Companies Act, 1965)



ADMINISTRATIVE GUIDE FOR THE SHAREHOLDERS ON EXTRAORDINARY GENERAL MEETING

Date and Time	:	Thursday, 15 October 2020 at 10.00 a.m.
Broadcast Venue	:	WBG Penthouse, Widad Semantan (WISE), No. 3, Jalan Semantan, Damansara Heights, 50490 Kuala Lumpur.

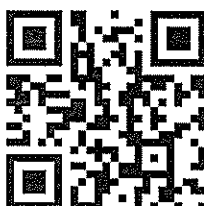
1. Mode of Meeting

In view of the Coronavirus Disease ("Covid-19") pandemic and as part of our safety measures, the Extraordinary General Meeting ("EGM") will be conducted on a **fully virtual basis through remote participation and electronic voting from the Broadcast Venue ("Online EGM")**. This is line with the Guidance Notes on the conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and subsequently revised on 15 July 2020.

Shareholders will not be allowed to physically present at the EGM in person at the Broadcast Venue on the day of the meeting.

2. Circular to Shareholders

- ❖ Please scan the QR Code for the Circular to Shareholders of the Company which are also available at <https://www.widadgroup.com>:



- ❖ There will be no distribution of the Circular to Shareholders
- ❖ You may submit your request for a printed copy of the above by completing the attached Requisition Form and either send by post or email to sazali@megacorp.com.my.
- ❖ The printed copy of the above-mentioned documents will be dispatched to you by ordinary post within (4) market days from the date of receipt of your request.

3. No Vouchers/Door Gift

There will be **NO** distribution of door gift/food vouchers to Members/Proxies who participate in the EGM.

4. Digital Ballot Form at a Fully Virtual at EGM

- 4.1 No shareholders or proxies should be physically present at the Broadcast Venue. Shareholders who wish to participate in the EGM will therefore have to do so remotely. Pre-registration of attendance is required via the link <https://vps.megacorp.com.my/EOgZC7> (refer to para 4.4 for further details). After the registration is validated and accepted, shareholders will be notified via an email with a link to grant access to the Digital Ballot Form ("DBF").
- 4.2 With the DBF, you may exercise your right as a shareholder of the Company to participate and vote during the EGM, at the comfort of your home or from any location.
- 4.3 Shareholders may use the *Questions Pane* (located at the top right of the screen) to submit questions in real time during the meeting via the Webinar platform. Shareholders may also submit questions before the meeting to EGM-support.WIDAD@megacorp.com.my in relation to the agenda items for the EGM.

Procedures for Remote Participation and Voting via DBF

- 4.4 Kindly follow the steps below to ensure that you are able to obtain your DBF and details to login to the Webinar session to participate and remote voting at the EGM online:
 - (a) Open this link <https://vps.megacorp.com.my/EOgZC7>, or scan the QR code (top right hand of the 1st page of this Administrative Guide) and submit all details requested at least **forty-eight (48) hours** before the date of EGM.
 - (b) Only shareholders are allowed to register their details online. Shareholders can also appoint proxies or Chairman of the meeting as proxy via online, as in step (a) above. Please ensure that your details are accurate as non-compliance would result in you not being able to receive your DBF.
 - (c) Alternatively, you may deposit your Proxy Form with the proxy's email address and mobile phone number at the office of Poll Administrator, Mega Corporate Services Sdn Bhd situated at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Wilayah Persekutuan or submit via email to EGM-support.WIDAD@megacorp.com.my
 - (d) For corporate shareholders or Nominee Accounts, please send Proxy Form by email as (c) above.
 - (e) The Poll Administrator, Mega Corporate Services Sdn Bhd, will email a copy of your DBF to you once they have verified your details.
 - (f) Shareholders would receive 2 emails:
 - i. Webinar session link (to join the virtual meeting)
 - ii. DBF – for remote voting purposes.

5. Record of Depositors ("ROD") for the EGM

The date of ROD for the EGM is 9 October 2020. As such, only shareholders whose name appear in the ROD as at 9 October 2020 shall be entitled to attend the EGM and to participate, speak and vote thereat.

6. Poll Voting

- 6.1 The voting will be conducted by poll in accordance with Rule 8.29A of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Mega Corporate Services Sdn Bhd as Poll Administrator to conduct the poll by way of electronic voting and Cygnus IT Solutions PLT as Scrutineers to verify the poll results.

For the purpose of this EGM, e-voting will be carried out via your digital devices (e.g. Computer /Mobile Phone/Tablets). The DBF itself is self-explanatory. Please read the instructions carefully on the email from *Webinar Master* and familiarize yourself with the steps needed to exercise your rights at the EGM.

- 6.2 Shareholders can proceed to vote on the resolution and submit your votes during the voting period as stipulated on the DBF. Upon completion of the voting session at the EGM, the Scrutineers will verify the poll results after which the Chairman of the meeting will announce the results of the resolution.

7. Communication Guidance

Shareholders are reminded to monitor the Company's website and announcements made to Bursa Malaysia Securities Berhad for any changes to the EGM.

8. Enquiry

If you have any enquiry prior to the EGM, please contact the following officers during office hours:

Widad Group Berhad

Address : WBG Penthouse, Widad Semantan(WiSe), No. 3, Jalan Semantan,
Damansara Heights, 50490 Kuala Lumpur
Contact Person : Ms Shuhilawati Binti Tajuddin
Telephone No. : 03-2094 0009 (Ext. No.: 217)
Fax No : 03-2095 9090
Email : shuhilawati@widadgroup.com

Poll Administrator – Mega Corporate Services Sdn Bhd

Address : Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail,
50250 Kuala Lumpur
Contact Person : Mr. Alfred John
Telephone No. : 03-26948984
Fax No. : 03-2732 5388
Email : EGM-support.WIDAD@megacorp.com.my