

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Bursa Malaysia Securities Berhad ("**Bursa Securities**") has only perused this Circular in respect of the Proposed New Shareholders' Mandate on a limited review basis pursuant to the provisions of Guidance Note 22 of the ACE Market Listing Requirements of Bursa Securities, prior to the issuance of this Circular. Bursa Securities has not perused the Circular in relation to the Proposed Renewal of Shareholders' Mandate.

Bursa Securities takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.

SHAREHOLDERS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISK OF THE PROPOSAL SET OUT HEREIN.



Registration No: 200901014295 (857363 U)
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

IN RELATION TO

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The resolution in respect of the above proposal will be tabled as Special Business at the Fourteenth ("**14th**") Annual General Meeting ("**AGM**") of Widad Group Berhad ("**Widad**" or the "**Company**") which will be conducted on a virtual basis at the Broadcast Venue at WBG Penthouse, Widad Semantan (WiSe), No. 3, Jalan Semantan, Damansara Heights, 50490, Kuala Lumpur on Monday, 12 June 2023 at 2.00 p.m. The Notice of the 14th AGM of the Company together with the Administrative Guide, Form of Proxy and Requisition Form are set out in the Notice Booklet.

The Form of Proxy must be completed and deposited at the Company's Registered Office at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur or email to AGM-support.Widad@megacorp.com.my not less than forty-eight (48) hours before the time fixed for the 14th AGM. The lodging of the Form of Proxy will not preclude you from attending and voting at the 14th AGM should you subsequently decide to do so.

Last date and time for lodging the Form of Proxy : Saturday, 10 June 2023 at 2.00 p.m

Date and time of the 14th AGM : Monday, 12 June 2023 at 2.00 p.m.

This Circular is dated 28 April 2023

DEFINITIONS

For the purpose of this Circular, except where the context otherwise requires, the following definitions shall apply: -

Act	- Companies Act, 2016 and any amendments made thereto from time to time
AGM	- Annual General Meeting
Board	- The Board of Directors of Widad
Bursa Securities	- Bursa Malaysia Securities Berhad, Registration No. 20030103357 (635998-W)
Circular	- This circular dated 28 April 2023 in relation to the Proposed Renewal of Shareholders' Mandate.
CMSA	- Capital Markets and Services Act 2007, as amended, supplemented or modified from time to time
Constitution	- Constitution of Widad
Directors	- Shall have the same meaning given in Section 2(1) of the CMSA. For the purpose of the Proposed Shareholders' Mandate shall include any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director or a chief executive of the Company, its subsidiary or holding company, in accordance with the definition of the Listing Requirements
EPS	- Earnings per share
Listing Requirements	- ACE Market Listing Requirements of Bursa Securities
LPD	- 31 March 2023, being the latest practicable date prior to the printing of this Circular
Major Shareholders	<p>A person who has an interest or interests in one or more voting shares in the Company and the number or the aggregate number of such shares, is: -</p> <p>(a) 10% or more of the total number of voting shares in the company; or</p> <p>(b) 5% or more of the total number of voting shares in the company where such person is the largest shareholder of the company.</p> <p>For the purpose of this definition, "interest" shall have the meaning of "interest in shares" given in Section 8 of the Act and for the purpose of the Proposed Shareholders' Mandate, a Major Shareholder includes any person who is or was within the preceding six (6) months of the date on which the terms of the transaction were agreed upon, a major shareholder of the company or any other corporation which is its subsidiary or holding company</p>
NA	- Net asset

Person(s) Connected	<ul style="list-style-type: none"> - in relation to any person (referred to as “said Person”) means such person who falls under any one of the following categories: <ul style="list-style-type: none"> (a) a family member of the said Person; (b) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary; (c) a partner of the said Person; (d) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person; (e) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act; (f) a body corporate in which the said Person, or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or (g) a body corporate which is a related corporation of the said Person.
Proposed Shareholders’ Mandate	<ul style="list-style-type: none"> - Proposed renewal of shareholders’ mandate and proposed new shareholders’ mandate for Widad to enter into Recurrent Transactions of a revenue or trading nature as set out in this Circular
Puan Sri Jamilah	<ul style="list-style-type: none"> - Puan Sri Jamilah Binti Mahamad Isa
Recurrent Transaction(s)	<ul style="list-style-type: none"> - A recurrent related party transaction of a revenue or trading nature which is necessary for the day-to-day operations of the Group and has been made or will be made in the ordinary course of the Group’s business
Related Party(ies)	<ul style="list-style-type: none"> - Director, Major Shareholder or Person Connected with such Director or Major Shareholder of Widad
RM	<ul style="list-style-type: none"> - Ringgit Malaysia
Shares	<ul style="list-style-type: none"> - Ordinary share(s) in Widad
SHSB	<ul style="list-style-type: none"> - Serendah Heights Sdn. Bhd., Registration No. 201001003175 (887756-D)
Tan Sri Ikmal	<ul style="list-style-type: none"> - Tan Sri Muhammad Ikmal Opat Bin Abdullah
WBG	<ul style="list-style-type: none"> - Widad Business Group Sdn Bhd, Registration No. 200201034715 (602380-P)
WBSB	Widad Builders Sdn. Bhd., Registration No. 200101000816 (536572-D)
WCSB	<ul style="list-style-type: none"> - Widad Capital Sdn. Bhd., Registration No. 201501029374 (1154695-V)

- WIDAD or Company** - Widad Group Berhad, Registration No. 200901014295 (857363-U)
- WIDAD Group or Group** - Widad and its subsidiary, collectively

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa.

Reference to persons shall include a corporation, unless otherwise specified. Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Circular shall be a reference to Malaysian time, unless otherwise specified.

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APPENDIX I FURTHER INFORMATION

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Registration No. 200901014295 (857363 U)
(Incorporated in Malaysia)

Registered Office:
Level 15-2
Bangunan Faber Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur

28 April 2023

Directors,

Dato' Dr. Mohd Rizal Bin Mohd Jaafar (*Managing Director*)
Jen (R) Tan Sri Dato' Sri Zulkiple Bin Hj Kassim (*Independent Non-Executive Director*)
Mr. Ong Kuan Wah (*Independent Non-Executive Director*)
En. Nor Adha Bin Yahya (*Independent Non-Executive Director*)
Mr. Tung Ghee Meng (*Independent Non-Executive Director*)

To: **Shareholders of Widad**

Dear Sir/Madam,

**PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND PROPOSED NEW
SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A
REVENUE OR TRADING NATURE**

1. INTRODUCTION

On 13 April 2023, the Company announced to Bursa Securities that the Board Proposes to seek its shareholders' approval on the Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.

The purpose of this letter is to provide you with the relevant information on the Proposed Shareholders' Mandate and to seek your approval for the ordinary resolution pertaining to the Proposed Renewal of Shareholders' Mandate to be tabled at the forthcoming 14th AGM. The notice of the forthcoming 14th AGM, Administrative Notes, Form of Proxy and Requisition Form set out in the Notice Booklet has been dispatched to the eligible shareholders. This Circular is made available at <https://www.widadgroup.com>.

YOU ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS CIRCULAR INCLUDING THE APPENDIX CAREFULLY BEFORE VOTING ON THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSED SHAREHOLDERS' MANDATE TO BE TABLED AT THE FORTHCOMING 14th AGM.

2. DETAILS OF THE PROPOSED SHAREHOLDERS' MANDATE

2.1 INTRODUCTION

Rule 10.09(2) of the Listing Requirements allow Widad to seek a mandate from the shareholders for Recurrent Transactions, subject to the following:

- (a) the transactions are in the ordinary course of business and are on terms not more favorable to the Related Party than those generally available to the public;
- (b) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where the aggregate value is equal to or more than threshold below in relation to a listed corporation with a share capital of RM60.0 million and above:
 - (i) the consideration, value of the assets, capital outlay or cost of the Recurrent Transactions aggregated transactions is equal to or exceeds RM1 million; or
 - (ii) the percentage ratio of such Recurrent Transactions are 1% or more, whichever is the higher;
- (c) Widad's circular to the shareholders for the shareholders' mandate includes such information as may be prescribed by Bursa Securities;
- (a) in a meeting to obtain shareholders' mandate, the interested Director, interested Major Shareholder or Person Connected to such interested Director or Major Shareholder, and where it involves the interest of an interested Person Connected with a Director or Major Shareholder, such Director or Major Shareholder, must not vote on the resolution approving the Recurrent Transactions. An interested Director or interested Major Shareholder must ensure that Persons Connected with them abstain from voting on the resolution approving the Recurrent Transactions; and
- (b) Widad immediately announces to Bursa Securities when the actual value of Recurrent Transactions entered into by the listed corporation, exceeds the estimated value of the Recurrent Transactions disclosed in the circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

The Proposed Renewal of Shareholders' Mandate, if approved by the shareholders at the forthcoming 14th AGM, will take effect from the date of the said 14th AGM until:

- (i) the conclusion of the next AGM following the forthcoming 14th AGM at which the Proposed Renewal of Shareholders' Mandate is passed, at which time it will lapse, unless the authority is renewed by a resolution passed at the next AGM;
- (ii) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2)(b) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by shareholders in a general meeting, whichever is earlier;

Thereafter, approval from the shareholders for renewal of the mandate will be sought at each subsequent AGM of the Company.

Accordingly, the Board proposes to seek the shareholders' approval for the Proposed Renewal of Shareholders' Mandate as detailed in Section 2.4 of this Circular at the 14th AGM to be held on 12 June 2023, to enable the Company and/or its subsidiaries to enter into Recurrent Transactions with the Related Party, which are necessary for the day-to-day operations of Widad Group.

Such transactions will be made on terms which are not more favourable to the Related Party than those generally available to the public and are not to the detriment of the minority shareholders of Widad.

2.2 Principal Activities of Widad Group

The Company is principally an investment holding company and provides management services to its subsidiaries. The principal activities of the subsidiaries as at the LPD are set out in the table below: -

Name of Company	Effective interest (%)	Principal Activities
WBSB	100	Construction, integrated facilities management activities and concession.
Widad Green Sdn. Bhd. ("WGSB")	100	Waste management services
Widad Rail Sdn. Bhd. ("WRSB")	100	Rail industry
Widad Concession Sdn. Bhd. ("WCONSB")	100	Investment holding and general management services
SHSB	100	Investment holding and general management services
Widad Energy Sdn. Bhd. ("WENSB")	100	Renewable Energy
Widad Master Sdn. Bhd. ("WMSB")	100	Investment holding and general management services
Innovative City Holdings Sdn. Bhd. ("ICHSB")	60	Investment holding and general management services
Widad Bina Urus Sdn. Bhd. ("WBUSB")	99	Construction of buildings
Subsidiaries of WBSB		
- WCSB	100	Special purpose vehicle
- Widad Facility Management Sdn. Bhd. ("WFMSB")	100	Provision of integrated facilities management activities
Subsidiary of WCSB		
- Palm Shore Holdings Sdn. Bhd. ("PSHSB")	100	Investment Holding and Renovations Contracting
Subsidiary of SHSB		
- YBK Usahasama Sdn. Bhd. ("YUSB")	100	Concession Business

2.3 Classes of the Related Parties

The Company proposes to seek shareholders' approval for the Proposed Renewal of Shareholders' Mandate for the Group to enter into transactions in the normal course of business within the classes of Related Parties as set out below, provided such transactions are entered into at arm's length and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders. Such mandate will enable the Group to enter into Recurrent Transactions without the necessity, in most instances, to make the otherwise required announcement or to convene meetings in order to procure specific prior approval of its shareholders. The Recurrent Transactions will also be subject to the review procedures set out in Section 2.6 below.

The principal activities of the Related Parties are as follows:

Related Parties	Effective interest (%)	Principal activities
WBG	-	Investment holding and general trading
Subsidiaries of WBG		
- Wardah Communication Sdn. Bhd. ("WARCSB")	100	General printing and publishing business
WBG Power Sdn. Bhd.	100	Installation of nonelectric solar energy collectors, operation of generation facilities that produce electric energy and management consultancy activities
- Wardah Properties Sdn. Bhd.	100	Property investment & management consultancy activities.
- WBG Resources Sdn. Bhd	100	General trading and supply
- Widad Aero Sdn. Bhd. ("WASB")	100	Aerospace services
- Widad Agrofarm Sdn. Bhd.	63	Agrofarm
- Widad Land Sdn. Bhd.	100	Property development
- Tristar Bay Sdn. Bhd.	60	Property development
- Widad Education Sdn. Bhd. ("WESB")	100	Educational centre
- Langkasuka Land Sdn. Bhd.	100	Investment holding, management consultancy activities. and property development
- Widad Skycore (M) Sdn. Bhd.	100	Investment holding and aircraft industry
- WBG Mining Sdn. Bhd.	100	Mining Activities
- WBG Mineral Sdn. Bhd.	100	Mineral Extraction Activities
- Widad East Coast Sdn. Bhd.	100	Investment holding, management consultancy activities. and property development

Related Parties	Effective interest (%)	Principal activities
- Widad BZI Sdn. Bhd.	50	Investment holding, management consultancy activities. and property development.
- Arriz Abadi Sendirian Berhad ("AASB")	40	Construction.
- Widad Wazan Hydro (Bera) Sdn. Bhd.	80	Construction of hydropower plant and energy power provider.
- WBG Water Sdn Bhd ("WWSB")	100	Investment holding and management consultancy activities.
- Langkatech Solution Sdn Bhd	100	Investment holding, information technology service, management consultancy and construction
- Smart Paradigm Sdn. Bhd.	100	Administrative educational services, educational support services and general trading.
Subsidiary of WWSB - Rai Utility Sdn. Bhd.	80	Water Engineering
Subsidiary of WASB - Widad Aerotree Sdn. Bhd.	100	Investment holding and aircraft industry
Subsidiary of WESB - Widad Skill Development Sdn. Bhd.	100	Development of knowledge and skills
Subsidiary of WARCSB - Dataprep Holdings Bhd ("Dataprep")	13.04	Investment holding and provision of management services to subsidiaries
Subsidiaries of Dataprep - Dataprep (Malaysia) Sdn Berhad	100	Provision of information technology ("IT") outsourcing and managed services
- Solsis (M) Sdn Bhd	100	Provision of computer hardware, network services, applications and contact centre
- Solsisnet Sdn Bhd	100	Provision of networking equipment, services and training
- Dataprep Payment Solutions Sdn Bhd	100	Provision of information technology services and secured payment solutions
- Ridaa Associates Sdn Bhd	51	Provision of selling multimedia goods, hardware and other multimedia components electronic, mechanical and electrical contractor
- Dataprep Asia Sdn Bhd	100	Provision of services relating to healthcare information technology solution and general trading

Related Parties	Effective interest (%)	Principal activities
- Instant Office Sdn Bhd	100	Dormant
- 88 Daiman Sdn. Bhd.	100	Dormant
- Tamadun Interaktif Sdn Bhd	100	Dormant
- Dataprep (HK) Limited	100	Dormant
- Dataprep (Beijing) Limited	100	Dormant
- Dataprep International (Labuan) Ltd	100	Investment holdings
- PT Dataprep Technology Indonesia	65	Sales and marketing of ICT products, software and services
- DP Kyoto Tech Middle East Limited	51	Provision of education technologies, infrastructure, network and support services (presently dormant)
Widad Langkasuka Sdn. Bhd. ("WLSSB")	-	Investment holding, management consultant and property development.
Widad Healthcare Specialist Sdn. Bhd. ("WHSSB")	-	Hospital activities, Physiotherapy and occupational therapy service and Stores specialized in retail sale of pharmaceuticals, medical and orthopaedic goods
Azro Construction Sdn. Bhd. ("ACSB")	-	Construction
WBG Hornbill Holdings Sdn. Bhd. ("WHHSB")	-	Investment holding, general trading and property development
WBG East Holdings Sdn. Bhd. ("WEHSB")	-	Investment holding, general trading and property development
Opat Holdings Sdn. Bhd. ("OHSB")	-	Activities of holding companies
WBG Capital Sdn Bhd ("WBGCSB")	-	Investment holding and management consultancy activities.
Ghanim Alam Holdings Sdn. Bhd. ("GAHSB")	-	Construction, multimedia and filming
Opat Capital Sdn. Bhd. ("OCSB")	-	Activities of holding companies.
Subsidiary of OCSB - Widad Hospitality Management Sdn. Bhd. ("WHMSB")	100%	Hospitality management services.

Related Parties	Effective interest (%)	Principal activities
WBB Holdings Sdn. Bhd. ("WHSB")	-	Investment holding, management consultant and property development.
Kampong Bharu City Centre Sdn. Bhd. ("KBCCSB")	-	Activities of holding companies.
Infra Enigma Sdn. Bhd. ("IESB")	-	General trading in oil and gas tools, parts and supplies.
Widad THB Resources Sdn. Bhd. ("WTRSB")	-	Construction of buildings, Landscape care and maintenance service activities and Purification and distribution of water for water supply purposes.
Election Point Resources Sdn. Bhd. ("EPRSB")	-	Money lending company.
Crystal Solaris Sdn. Bhd. ("CSSB")	-	Investment holding, general trading and property development
Atama Builders Sdn. Bhd. ("ABSB")	-	Construction.
Temoyong Land Sdn. Bhd. ("TLSB")	-	Investment holding, construction and property development.
Vertical Engineering Sdn. Bhd. ("VESB")	-	Construction
Global Mahawangsa Sdn. Bhd. ("GMSB")	-	Investment holding, general trading, multimedia and filming, and property development
Northshore Marketing Sdn Bhd. ("NMSB")	-	General trading, property development and information technology services.
Steadfast Capital Inc. ("SCI")	-	Investment holding.

2.4 (i) Details of the Recurrent Transactions

The Recurrent Transactions which are covered by the Proposed Renewal of Shareholders' Mandate are set out in the table below: -

No.	Subsidiaries Companies of Widad	Name of Related Party	Nature of Transaction	Names of Interested Directors(s) / Major Shareholder(s) / Person(s) Connected in Widad	Estimated value for the period from this AGM to the next AGM* (RM'000)	Estimated value disclosed in the preceding year's circular (RM'000)	Actual value transacted from the previous AGM up to LPD (RM'000)
1	Widad Group	WBG and its subsidiaries	Provision of construction and integrated facilities management services ^(a) by Widad to WBG and its subsidiaries	<p>WBG is a controlling shareholder of Widad.</p> <p>Tan Sri Ikmal is a controlling shareholder of WBG. Puan Sri Jamilah is a person connected with Tan Sri Ikmal, a substantial shareholder and also a director of WBG.</p> <p>Datuk Cham Nong A/L Aliap is a brother of Tan Sri Ikmal, and therefore, he is a person connected with Tan Sri Ikmal. Datuk Cham Nong A/L Aliap is one of the directors of WBG</p> <p>Dato' Dr. Mohd Rizal Mohd Jaafar is a director of WBG and some of the subsidiaries of WBG.</p>	(b)	(b)	-
2.	WBSB	Dataprep	Rental of office space to Dataprep ^(c)	<p>WARCSB is the controlling shareholder of Dataprep and a wholly-owned subsidiary of WBG. Tan Sri Ikmal is deemed interested in Dataprep via his major shareholding in WBG. Tan Sri Ikmal is also one of the directors of WBSB. Puan Sri Jamilah is a person connected with Tan Sri Ikmal and she is also a shareholder of WBG.</p> <p>Dato' Dr. Mohd Rizal Bin Mohd Jaafar is a director of WBG, Dataprep and some of the subsidiaries of WBG.</p>	588	588	441
			Provision of ICT and ICT related services, solutions and trading of products from Dataprep and its subsidiaries		50	50	-

No.	Subsidiaries Companies of Widad	Name of Related Party	Nature of Transaction	Names of Interested Directors(s) / Major Shareholder(s) / Person(s) Connected in Widad	Estimated value for the period from this AGM to the next AGM* (RM'000)	Estimated value disclosed in the preceding year's circular (RM'000)	Actual value transacted from the previous AGM up to LPD (RM'000)
			Trading of products namely supply and install of security system such as fingerprint system) and supply of hardware (computer and computer peripheral, printer) and software (accounting system and project management system) between Dataprep (supplier) and WBSB (purchaser)		(b)	(b)	-
3	Widad Group	VESB	Provision of construction and integrated facilities management services ^(a) by Widad Group to VESB, AASB, ACSB, GMSB, CSSB, GAHSB, IESB, OHSB, WTRSB, KBCCSB, ABSB and OCSB	Isyraf Widad Bin Muhammad Ikmal Opat is the only shareholder of VESB. He is a son of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.	(b)	(b)	-
4		AASB		Puan Sri Jamilah is the major shareholder of AASB and is a person connected with Tan Sri Ikmal and she is one of the directors and shareholder of WBG. WBG is also a shareholder of AASB. Tan Sri Ikmal is deemed interested in WIDAD via his major shareholding in WBG.	(b)	(b)	-

2.4 (i) Nature of Recurrent Transactions (Cont'd)

No.	Subsidiaries Companies of Widad	Name of Related Party	Nature of Transaction	Names of Interested Directors(s) / Major Shareholder(s) / Person(s) Connected in Widad	Estimated value for the period from this AGM to the next AGM* (RM'000)	Estimated value disclosed in the preceding year's circular (RM'000)	Actual value transacted from the previous AGM up to LPD (RM'000)
5	Widad Group (cont'd)	ACSB		<p>Ilham Widad Bin Muhammad Ikmal Opat and Datuk Cham Nong A/L Aliap are the directors and shareholders of ACSB. Ilham Widad Bin Muhammad Ikmal Opat is a son of Tan Sri Ikmal and therefore, he is a person connected to Tan Sri Ikmal. Whereas, Datuk Cham Nong A/L Aliap is a brother of Tan Sri Ikmal, and therefore, he is a person connected with Tan Sri Ikmal.</p> <p>Datuk Cham Nong A/L Aliap is also one of the directors of WBG</p>	(b)	(b)	-
6		GMSB, and CSSB		<p>Datuk Cham Nong A/L Aliap is a director and major shareholder of GMSB and CSSB. He is a brother of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.</p> <p>Datuk Cham Nong A/L Aliap is also one of the directors of WBG</p>	(b)	(b)	-
7		GAHSB		<p>Anan A/L Aliap is the director and major shareholder of GAHSB. He is a brother of Tan Sri Ikmal and therefore, he is a person connected to Tan Sri Ikmal.</p>	(b)	(b)	-

2.4 (i) Nature of Recurrent Transactions (Cont'd)

No.	Subsidiaries Companies of Widad	Name of Related Party	Nature of Transaction	Names of Interested Directors(s) / Major Shareholder(s) / Person(s) Connected in Widad	Estimated value for the period from this AGM to the next AGM* (RM'000)	Estimated value disclosed in the preceding year's circular (RM'000)	Actual value transacted from the previous AGM up to LPD (RM'000)
8	Widad Group (cont'd)	IESB		<p>Tan Sri Ikmal is deemed interested in WIDAD via his major shareholding in WBG. He is also a director of IESB.</p> <p>Iham Widad Bin Muhammad Ikmal Opat is the shareholder and one of the directors of IESB. He is the son of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.</p>	(b)	(b)	-
9		WTRSB and KBCCSB		<p>Tan Sri Ikmal is deemed interested in WIDAD via his major shareholding in WBG. He is also a director and shareholder of WTRSB and KBCCSB.</p> <p>Dato' Dr. Mohd Rizal Bin Mohd Jaafar is a director and shareholder of WTRSB and KBCCSB.</p>	(b)	(b)	-
10.		ABSB		<p>Isyraf Widad Bin Muhammad Ikmal Opat is the director of ABSB. He is the son of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.</p>	(b)	(b)	-
11.		OCSB		<p>Tan Sri Ikmal is deemed interested in WIDAD via his major shareholding in WBG. He is also a director and shareholder of OCSB</p> <p>Iham Widad Bin Muhammad Ikmal Opat is the shareholder of OCSB. He is the son of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.</p>	(b)	(b)	-

(ii) **Proposed New Shareholders' Mandate**

No.	Subsidiaries Companies of Widad	Name of Related Party	Nature of Transaction	Names of Interested Directors(s) / Major Shareholder(s) / Person(s) Connected in Widad	Estimated value for the period from this AGM to the next AGM* (RM'000)
1	Widad Group	WFMSB and WBUSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to WFMSB and WBUSB	Tan Sri Ikmal is a controlling shareholder of WBG. Tan Sri Ikmal is deemed interested in WIDAD via his 95% interest in WBG. He is also a director of WFMSB and a shareholder of WBUSB.	(b)
2		YUSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to YUSB	<p>Tan Sri Ikmal is a controlling shareholder of WBG. Tan Sri Ikmal is deemed interested in WIDAD via his 95% interest in WBG. He is also a director of YUSB.</p> <p>Dato' Dr. Mohd Rizal Mohd Jaafar is a director of WBG and the subsidiaries of WBG, namely, Widad Agrofarm Sdn. Bhd., WWSB, Rai Utility Sdn. Bhd., Widad East Coast Sdn. Bhd., WBG Power Sdn. Bhd., Tristar Bay Sdn. Bhd., Widad BZI Sdn. Bhd., WBG Resources Sdn. Bhd., Widad Wazan Hydro (Bera) Sdn. Bhd., Widad Land Sdn. Bhd., Widad Aerotree Sdn. Bhd., WESB, WASB, Widad Skill Development Sdn. Bhd. and Langkatech Solution Sdn. Bhd. He is also a director of YUSB.</p> <p>Ilham Widad Bin Muhammad Ikmal Opat is one of the directors of YUSB. He is the son of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.</p>	(b)
3		SHSB, WGSB, WRSB and WCSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to SHSB, WGSB, WRSB and WCSB	<p>Tan Sri Ikmal is a controlling shareholder of WBG. Tan Sri Ikmal is deemed interested in WIDAD via his 95% interest in WBG. He is also a director of SHSB, WGSB, WRSB and WCSB.</p> <p>Dato' Dr. Mohd Rizal Mohd Jaafar is a director of WBG and the subsidiaries of WBG, namely, Widad Agrofarm Sdn. Bhd., WWSB, Rai Utility Sdn. Bhd., Widad East Coast Sdn. Bhd., WBG Power Sdn. Bhd., Tristar Bay Sdn. Bhd., Widad BZI Sdn. Bhd., WBG Resources Sdn. Bhd., Widad Wazan Hydro (Bera) Sdn. Bhd., Widad Land Sdn. Bhd., Widad Aerotree Sdn. Bhd., WESB, WASB, Widad Skill Development Sdn. Bhd. and Langkatech Solution Sdn. Bhd. He is also a director of SHSB, WGSB, WRSB and WCSB.</p>	(b)

(ii) **Proposed New Shareholders' Mandate (Cont'd)**

No.	Subsidiaries Companies of Widad	Name of Related Party	Nature of Transaction	Names of Interested Directors(s) / Major Shareholder(s) / Person(s) Connected in Widad	Estimated value for the period from this AGM to the next AGM* (RM'000)
4	Widad Group (cont'd)	WENSB, WMSB, WCONSB, ICHSB and PSHSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to WENSB, WMSB, WCONSB, ICHSB and PSHSB	<p>Dato' Dr. Mohd Rizal Mohd Jaafar is a director of WBG and the subsidiaries of WBG, namely, Widad Agrofarm Sdn. Bhd., WWSB, Rai Utility Sdn. Bhd., Widad East Coast Sdn. Bhd., WBG Power Sdn. Bhd., Tristar Bay Sdn. Bhd., Widad BZI Sdn. Bhd., WBG Resources Sdn. Bhd., Widad Wazan Hydro (Bera) Sdn. Bhd., Widad Land Sdn. Bhd., Widad Aerotree Sdn. Bhd., WESB, WASB, Widad Skill Development Sdn. Bhd. and Langkatech Solution Sdn. Bhd. . He is also a director of WENSB, WMSB, WCONSB, ICHSB and PSHSB.</p> <p>Ilham Widad Bin Muhammad Ikmal Opat is one of the directors of WENSB, WMSB, WCONSB, ICHSB and PSHSB. He is the son of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.</p>	(b)
5		WLSSB, TLSB and NMSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to WLSSB, TLSB and NMSB	Tan Sri Ikmal is a controlling shareholder of WBG. Tan Sri Ikmal is deemed interested in WIDAD via his 95% interest in WBG. He is also a director of WLSSB, TLSB and NMSB and holds 100% interest in WLSSB and TLSB.	(b)
6		WHSSB, WHHSB, WEHSB and WHSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to WHSSB, WHHSB, WEHSB and WHSB	<p>Tan Sri Ikmal is a controlling shareholder of WBG. Tan Sri Ikmal is deemed interested in WIDAD via his 95% interest in WBG. He is also a director and holds 100% interest in WHSSB, WHHSB, WEHSB and WHSB.</p> <p>Dato' Dr. Mohd Rizal Mohd Jaafar is a director of WBG and the subsidiaries of WBG, namely, Widad Agrofarm Sdn. Bhd., WWSB, Rai Utility Sdn. Bhd., Widad East Coast Sdn. Bhd., WBG Power Sdn. Bhd., Tristar Bay Sdn. Bhd., Widad BZI Sdn. Bhd., WBG Resources Sdn. Bhd., Widad Wazan Hydro (Bera) Sdn. Bhd., Widad Land Sdn. Bhd., Widad Aerotree Sdn. Bhd., WESB, WASB, Widad Skill Development Sdn. Bhd. and Langkatech Solution Sdn. Bhd. He is also a director of WHSSB, WHHSB, WEHSB and WHSB.</p>	(b)

(ii) **Proposed New Shareholders' Mandate (Cont'd)**

No.	Subsidiaries Companies of Widad	Name of Related Party	Nature of Transaction	Names of Interested Directors(s) / Major Shareholder(s) / Person(s) Connected in Widad	Estimated value for the period from this AGM to the next AGM* (RM'000)
7	Widad Group (cont'd)	WBGCSB and EPRSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to WBGCSB and EPRSB	Isyraf Widad Bin Muhammad Ikmal Opat and Ilham Widad Bin Muhammad Ikmal Opat are directors and holds 50%:50% interest in WBGCSB and EPRSB. They are the sons of Tan Sri Ikmal and therefore, they are persons connected with Tan Sri Ikmal.	(b)
8		WHMSB	Provision of construction and integrated facilities management services ^(a) by Widad Group to WHMSB	WHMSB is wholly owned by OCSB . Tan Sri Ikmal is a controlling shareholder of WBG. Tan Sri Ikmal is deemed interested in WIDAD via his 95% interest in WBG. He is also a director of WHMSB. Dato' Dr. Mohd Rizal Mohd Jaafar is a director of WBG and the subsidiaries of WBG, namely, Widad Agrofarm Sdn. Bhd., WWSB, Rai Utility Sdn. Bhd., Widad East Coast Sdn. Bhd., WBG Power Sdn. Bhd., Tristar Bay Sdn. Bhd., Widad BZI Sdn. Bhd., WBG Resources Sdn. Bhd., Widad Wazan Hydro (Bera) Sdn. Bhd., Widad Land Sdn. Bhd., Widad Aerotree Sdn. Bhd., WESB, WASB, Widad Skill Development Sdn. Bhd. and Langkatech Solution Sdn. Bhd. .. He is also a director of WHMSB.	(b)
9		SCI	Provision of construction and integrated facilities management services ^(a) by Widad Group to SCI	Ilham Widad Bin Muhammad Ikmal Opat is a director and holds 60% interest in SCI. He is the son of Tan Sri Ikmal and therefore, he is a person connected with Tan Sri Ikmal.	(b)

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Notes:

- (a) The scope of Widad Group 's construction activities includes, amongst others, the infrastructure works (such as design, construction, completion, maintenance and upgrading of roads, bridges, sewerage treatment plants, water distribution systems and dams) and civil works (such as construction of low and high-rise buildings for a variety of uses).

Widad Group 's integrated facilities management is an interdisciplinary field dedicated to the co-ordination of space, infrastructure, people and organisations of, among others, office blocks schools, convention centres and hotels. It involves the provision of management, operations and maintenance services, which can be categorised into scheduled maintenance, ad hoc maintenance, upgrading and renovation. The scope of the services includes amongst others:

Property management	<ul style="list-style-type: none">• Interior and exterior building cleaning• Hard and soft landscaping• Security and monitoring• Pest and hygiene control• Garbage disposal services• Swimming pool maintenance
Mechanical and electrical	<ul style="list-style-type: none">• Air-conditioning system• Fire prevention system• Electrical and lighting systems• Lifts, escalators and walkalators
Civil and structural	<ul style="list-style-type: none">• Civil engineering works• Building works• Mechanical sanitary and water engineering works• Jungle clearing and land preparation• Specialist civil engineering works

- (b) The estimated value of the transactions cannot be determined as the nature of the transactions are based on the composition of the project and the value varies between the projects.
- (c) Office located at Level 7 & 8, Widad Semantan, No. 3 Jalan Semantan, Damansara Heights, 50490 Kuala Lumpur with a total area of 14,000 square feet at a rental rate of RM49,000 per month or RM3.50 per square feet. The rental is for a duration of 2 years commencing 1st August 2022. The payment of rental is on monthly basis.

* The estimated values are based on the expected value of the transactions to be entered into with Related Parties and the estimates of the management based on the information available at the time of decision making. The estimated value may vary and subject to changes.

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2.5 Amount due and owing by the Related Parties

As at LPD, there is no outstanding amount due and owing by the Related Parties which have exceeded the credit term.

2.6 Review Procedures for the Recurrent Transactions

Widad Group has established procedures to ensure that the Recurrent Transaction(s) are undertaken on transaction prices and on normal commercial terms that are consistent with the Group's usual business practices and policies which, are not more favourable to the Related Party than those extended to the public and are not to the detriment of the minority shareholders of Widad.

There is no specific threshold for approval of Recurrent Transaction(s) within the Widad Group as all Recurrent Transaction(s) are subject to the approval of the Board. Where any Director has any interest (direct or indirect) in any Recurrent Transaction(s), such Director shall abstain from deliberation and voting on the matter. If it is determined that the guidelines and/or procedures stipulated below are inadequate, Widad will obtain a fresh shareholders' mandate to ensure that:

- (a) Recurrent Transaction(s) will be undertaken on transaction prices and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (b) such transaction(s) will not be detrimental to the minority shareholders of Widad or prejudicial to the interests of the shareholders.

The review procedures established by Widad Group for Recurrent Transaction(s) are as follows:

- (i) wherever practicable at least two (2) other contemporaneous transactions with unrelated third parties for similar products/services, and/or quantities will be used as comparison, where possible to determine whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of products/services and/or quantities;
- (ii) where quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be determined based on usual business practice to ensure that the Recurrent Transaction(s) is not detrimental to the Group. To monitor, track and identify the Recurrent Transaction(s), the following review procedures have been implemented:
 - (a) a register is maintained to record all Recurrent Transaction(s) which are entered into pursuant to the Proposed Shareholders' Mandate; and
 - (b) the Audit Committee will undertake a yearly review of the Recurrent Transaction(s) to ensure that such transactions are at all times carried out on commercial terms consistent with Widad' usual business practices and policies;
- (iii) all members of the Board and/or Audit Committee who are directly or indirectly interested in such transactions shall declare their interest thereon and shall abstain from any deliberation or voting in respect of any related party transaction;
- (iv) the Audit Committee shall have the right to access for information and shall be entitled to the services of independent advisers, if required in the discharge of its duties; and
- (v) all Recurrent Transaction(s) shall be disclosed to the Audit Committee on a quarterly basis with details of the transactions.

2.7 Statement by the Audit Committee

The Audit Committee has seen and reviewed the procedures in Section 2.6 of this Circular and are of the view that the said procedures are sufficient to ensure that the Recurrent Transactions are not more favorable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders.

The Audit Committee of the Company is also of the view that the Group has in place adequate procedures and processes to monitor, track and identify Recurrent Transactions in a timely and orderly manner. The Audit Committee's review of these procedures and processes will be conducted on a quarterly basis together with the review of quarterly results, or such frequency as the audit committee considers appropriate having regard to the value and the frequency of the Recurrent Transactions.

3. RATIONALE OF THE PROPOSED SHAREHOLDERS' MANDATE

The Recurrent Transactions entered or to be entered into by the Group with the Related Parties are all in the ordinary course of business. They are recurrent transactions of a revenue or trading nature, which are likely to occur with some degree of frequency and arise at any time and from time to time. These transactions may be constrained by the time-sensitive nature and confidentiality of such transactions, and it may be impractical to seek shareholders' approval on a case to case basis before entering into such related party transactions. Therefore, the Board is seeking an approval from the shareholders for the Proposed Shareholders' Mandate pursuant to Rule 10.09 of the Listing Requirements to allow the Group to enter into such Recurrent Transactions made on an arm's length basis and on normal commercial terms.

The obtaining of shareholders' approval for the Proposed Shareholders' Mandate on an annual basis would eliminate the need to convene separate general meetings from time to time to seek shareholders' approval and when potential Recurrent Transactions with the Related Parties arise, thereby reducing substantially administrative time, inconvenience and expenses in convening such meetings, without compromising the corporate objectives and adversely affecting the business opportunities available to the Group.

The Recurrent Transactions of a revenue or trading nature undertaken within the Group are mainly to support its day-to-day operations. The Related Parties are both good customers and reliable suppliers and the transaction prices are determined by way of negotiation in the ordinary course of business and upon normal commercial terms.

The Recurrent Transactions are expected to enhance the Group's business operations via the established relationship between the Group and the Related Parties. Such relationship will also ensure that Widad Group will continue to have support of procurement of goods and services of required quality and likewise, ensuring its products and services meet its customers' requirements.

4. EFFECTS OF THE PROPOSED SHAREHOLDERS' MANDATE

As the Recurrent Transactions are carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Party than those generally available to the public, the effect of such transactions on the EPS and NA per share of Widad Group and share capital in Widad are not expected to be different from similar transactions with a non-related party. Accordingly, the Proposed Shareholders' Mandate is not expected to have any effect on the issued share capital of Widad, NA per share and EPS of the Widad Group.

5. APPROVAL REQUIRED

The Proposed Shareholders' Mandate are subject to the approval of the shareholders of Widad at the forthcoming 14th AGM to be convened.

6. INTEREST OF DIRECTORS, MAJOR SHAREHOLDER AND/OR PERSON(S) CONNECTED

Save as disclosed below, none of the other Directors, Major Shareholders and/or person(s) connected to them has any interest, whether direct or indirect, in the Proposed Shareholders' Mandate.

The direct and indirect shareholdings of the Interested Related Parties in Widad as at the LPD are as follows:

	No. of Shares			
	Direct	%	Indirect	%
<u>Name of the interested director</u> Dato' Dr. Mohd Rizal Bin Mohd Jaafar	28,050,000	0.98	-	-
<u>Name of the interested Major Shareholders</u> Widad Business Group Sdn Bhd	1,236,447,680	43.55	-	-
Tan Sri Muhammad Ikmal Opat Bin Abdullah	152,472,600	5.37	1,258,242,980 ⁽¹⁾	44.32
<u>Name of Persons Connected</u> Puan Sri Jamilah Binti Mahamad Isa	-	-	-	-
Isyraf Widad Bin Muhammad Ikmal Opat	1,700,000	0.06	-	-
Ilham Widad Bin Muhammad Ikmal Opat	6,500,000	0.23	-	-
Steadfast Capital Inc.	13,595,300	0.48	-	-
Datuk Cham Nong A/L Aliap	7,027,000	0.25	-	-

Notes :

⁽¹⁾ Deemed interest via shareholding in Widad Business Group Sdn. Bhd. and through his children, Mr. Isyraf Widad Bin Muhammad Ikmal Opat and Mr. Ilham Widad Bin Muhammad Ikmal Opat pursuant to Section 8 of the Act. Mr Ilham Widad Bin Muhammad Ikmal is a director and holds 60% interest in Steadfast Capital Inc.

Puan Sri Jamilah Binti Mahamad Isa does not hold any Shares directly or indirectly in WIDAD.

Persons Connected has no relationship with the interested director.

Puan Sri Jamilah Binti Mahamad Isa is the spouse of Tan Sri Muhammad Ikmal Opat Bin Abdullah.

Datuk Cham Nong A/L Aliap is the brother of Tan Sri Muhammad Ikmal Opat Bin Abdullah.

The interested director (i.e. Dato' Dr. Mohd Rizal Bin Mohd Jaafar) has abstained and shall continue to abstain from all deliberations and voting at the Board meetings of the Company pertaining to the relevant Recurrent Transactions contemplated under the Proposed Shareholders' Mandate he is deemed interested.

The interested director and interested Major Shareholders, WBG and Tan Sri Ikmal shall abstain from voting in respect of their direct and indirect shareholdings, deliberating or approving the relevant resolution approving the Proposed Shareholders' Mandate in which they are deemed interested, at the forthcoming AGM. The interested directors and interested Major Shareholders have also undertaken to ensure that Person(s) Connected with them will abstain from voting in respect of their direct and indirect shareholdings, deliberating or approving the respective resolution pertaining to the Proposed Shareholders' Mandate in which they are deemed interested, at the forthcoming AGM.

Save as disclosed above, none of the other directors and/or major shareholder(s) or any persons connected to the other directors and/or major shareholders(s) of WIDAD as defined in the Listing Requirements have any interest, either direct or indirect, in the Proposed Shareholders' Mandate.

7. DIRECTORS' STATEMENT AND RECOMMENDATION

Having considered the rationale for the abovementioned Shareholders' Mandate, the Board (save for Dato' Dr. Mohd Rizal Bin Mohd Jaafar who is deemed interested in the Proposed Shareholders' Mandate) is of the opinion that the Proposed Shareholders' Mandate is in the best interest of the shareholders and the Group. Accordingly, the Board (save for Dato' Dr. Mohd Rizal Bin Mohd Jaafar) recommends that shareholders of Widad to vote in favour of the resolution pertaining to the Proposed Shareholders' Mandate to be tabled at the forthcoming 14th AGM.

8. AGM

The 14th AGM, the notice of which is enclosed in the Notice Booklet, which will be despatched to the eligible shareholders, will be conducted on a virtual basis at the Broadcast Venue at WBG Penthouse, Widad Semantan (WiSe), No 3, Jalan Semantan, Damansara Heights, 50490 Kuala Lumpur on Tuesday, 12 June 2023 at 2.00 p.m for the purpose of considering and, if thought fit, passing the ordinary resolution to give effect to the Proposed Shareholders' Mandate.

A Form of Proxy for the forthcoming 14th AGM is enclosed in the Notice Booklet, which will be despatched to the eligible shareholders. If you are unable to attend and vote in person at the 14th AGM, you are requested to complete and return the Form of Proxy in accordance with the instructions printed thereon to the Company's Registered Office at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur or email to AGM-support.Widad@megacorp.com.my not less than forty-eight (48) hours before the time fixed for holding the 14th AGM. The lodging of the Form of Proxy will not preclude you from attending and voting at the 14th AGM should you subsequently wish to do so.

9. FURTHER INFORMATION

Shareholders are advised to refer to the enclosed Appendix I for further information.

Yours faithfully
For and on behalf of the Board of
WIDAD GROUP BERHAD

ONG KUAN WAH
INDEPENDENT NON-EXECUTIVE DIRECTOR

FURTHER INFORMATION

1. RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Board and they individually and collectively accept full responsibility for the accuracy of the information given and confirm that after making all reasonable enquiries and to the best of their knowledge and belief, there are no material facts, the omission of which, would make any statement herein misleading.

2. MATERIAL CONTRACTS

Save as disclosed below, as at the LPD, Widad Group has not entered into any contracts which are or may be material (not being contracts entered into in the ordinary course of business of our Group) during the 2 years immediately preceding the date of this Circular:

- (i) Heads of Agreement between Widad Capital Sdn Bhd ("WCSB"), a wholly-owned subsidiary of Widad Group, with Palm Shore Holdings Sdn Bhd ("PSHSB"), Nawawi Bin Tamby ("NBT") and Mohd Ghauth Bin Mohd Yusoff ("MGY") in respect of the proposed acquisition of 100% equity interest in PSHSB dated 14 April 2021 ("Heads of Agreement") free from any encumbrances for a purchase price of RM35,000,000.00 to be satisfied via cash, subject to the terms and conditions of share sale and purchase agreement to be entered into between the parties.

The proposed acquisitions were completed on 19 January 2023

3. MATERIAL LITIGATION, CLAIMS OR ARBITRATION

As at the LPD, save for the following, the Board confirmed that neither Widad nor its subsidiaries are engaged in any material litigation, claim or arbitration, either as plaintiff or defendant, which has or would have a material and adverse effect on the financial position or business of the Widad Group and the Board confirmed that there are no proceedings pending or threatened against the Widad Group or of any facts likely to give rise to any proceedings which might materially and adversely affect the financial position or business of the Widad Group:-

- (i) On 6 July 2020, an indirectly wholly-owned subsidiary of Widad Group, YBK Usahasama Sdn. Bhd. ("YBKU") was served with Writ of Summons and Statement of Claim by a sub-contractor. The sub-contractor commenced the suit against YBKU for a sum of RM1,582,983 allegedly being the amount due and owing by YBKU to the sub-contractor. On 10 August 2020, YBKU had filed its defense with no counterclaim.

On 30 July 2020, YBKU had filed an application to strike out the claim against YBKU. The striking out application is fixed for decision and/or clarification in the Shah Alam High Court on 30 September 2020. On 6 October 2021, the High Court directed that YBKU's striking out application would be heard before the learned High Court Judge on 17 November 2021. Subsequently, the High Court fixed a case management in respect of the striking out application for 7 March 2022. Following the case management, the High Court fixed the Hearing for the striking out application for 10 May 2022.

The solicitors of YBKU opines that YBKU has a reasonable prospect of success in the striking out application as well as defending against the claim.

On 16 June 2022, Court has dismissed Plaintiff's suit.

4. DOCUMENTS FOR INSPECTION

The following documents are available for inspection during normal business hours at the Registered Office of Widad at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, during normal business hours between Monday and Friday (except public holidays) from the date of this Circular up to and including the date of the forthcoming 14th AGM:

- (i) the Constitution of Widad;
- (ii) the audited consolidated financial statements of Widad for the past 2 financial years ended 31 December 2021 and 31 December 2022; and
- (iii) the material contracts referred to in Section 2 of this Appendix I.
- (iv) the material litigation referred to in Section 3 of Appendix I.