THIS STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

Bursa Malaysia Securities Berhad ("Bursa Securities") has not perused this Circular before its issuance as it is an exempt document pursuant to Guidance Note 22 of the ACE Market Listing Requirements of Bursa Securities. 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 due to your reliance upon, the whole or any part of the contents of this Circular.



MESTRON HOLDINGS BERHAD

Registration No. 201801018716 (1280732-K) (Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

IN RELATION TO

PROPOSED AMENDMENT TO THE CONSTITUTION OF THE COMPANY ("PROPOSED AMENDMENT")

The Extraordinary General Meeting of the Company ("**EGM**") of Mestron Holdings Berhad ("**Mestron**" or "**the Company**") to be held at PT 50102, Jalan MU 1/9, Seksyen 10, Taman Perindustrian Meranti Utama, 47120 Puchong, Selangor on Friday, 7 July 2023 at 10:30 a.m. or at any adjournment thereof. The Notice of EGM together with the Proxy Form is enclosed in this Circular.

A member entitled to attend, participate, speak and vote at the EGM is entitled to appoint a proxy or proxies to attend, participate, speak and vote on his/ her behalf. In such event, the Proxy Form must be lodged at B-21-1, Level 21, Tower B, Northpoint Midvalley City, No 1 Medan Syed Putra 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time for holding the EGM or at any adjournment thereof. The lodging of the Proxy Form shall not preclude you from attending, participating, speaking and voting in person at the EGM should you subsequently wish to do so.

Last date and time for lodging the Proxy Form : Wednesday, 5 July 2023, at 10:30 a.m.

Date and time of the EGM : Friday, 7 July 2023 at 10:30 a.m.

This Circular is dated 15 June 2023

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

"Act" : The Companies Act 2016

"Board" : The Board of Directors of Mestron

"Bursa Securities" : Bursa Malaysia Securities Berhad

"Circular" : This Circular dated 15 June 2023

"Constitution" : Constitution of Mestron including any amendments thereto that

may be made

"Director" : Members of the Board and shall have the meaning given in

Section 2(1) of the Capital Markets and Services Act 2007

"EGM" : Extraordinary General Meeting

"LPD" : 7 June 2023 being the latest practicable date prior to the

printing of this Circular

"Mestron" or "the Company" : Mestron Holdings Berhad [Registration No. 201801018716

(1280732-K)]

"Mestron Group" or "the Group" : Mestron and its subsidiaries

"Proposed Amendment" : Proposed Amendment to the Constitution of the Company

"Proposed Transfer" : Proposed Transfer of the listing of and quotation for the entire

issued share capital of Mestron from ACE Market to Main

Market of Bursa Securities

"RM" and "sen" : Ringgit Malaysia and sen, respectively

"SC" : Securities Commission Malaysia

"Shareholders" : Shareholders of Mestron

"Substantial Shareholder(s)" : A person who has interest or interests in one or more voting

shares in the Company and the number or the aggregate number of such shares, is not less than 5% of the total number

of all the voting shares in the Company

All references to "we", "us", "our" and "ourselves" are to the Company, and save where the context otherwise requires, the consolidated subsidiary.

All references to "you" in this Statement are to the Shareholders of the Company.

Any reference in this Statement to any statutes, rules, regulations or rules of the stock exchange is a reference to such statutes, rules, regulations or rules of the stock exchange currently in force and as may be amended from time to time and any re-enactment thereof.

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 Statement to any enactment is a reference to that enactment as for the time being amended or reenacted. Any reference to a time of day in this Statement shall be a reference to Malaysian time, unless otherwise specified.

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MESTRON HOLDINGS BERHAD

Registration No. 201801018716 (1280732-K) (Incorporated in Malaysia)

Registered Office

B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur.

15 June 2023

Board of Directors: -

En. Tajul Arifin Bin Mohd Tahir (Independent Non-Executive Chairman) Mr. Por Teong Eng (Managing Director) Mr. Loon Chin Seng (Executive Director) Mr. Leong Peng Phooi (Independent Non-Executive Director) Datuk Ir. Mohd Dom Bin Ahmad (Independent Non-Executive Director) Mr. Ng Kim Cheong (Independent Non-Executive Director) Datuk Low Chin Koon (Independent Non-Executive Director) Ms. Mah Ying Ying (Independent Non-Executive Director)

To: The Shareholders of Mestron

Dear Sir/Madam,

PROPOSED AMENDMENT TO THE CONSTITUTION OF THE COMPANY

1. INTRODUCTION

On 12 June 2023, the Board announced the Company's intention to seek the Shareholders' approval for the Proposed Amendment.

The purpose of this Circular is to provide you with information on the Proposed Amendment and to seek the approval from the Shareholders for the Special Resolution pertaining to the Proposed Amendment to be tabled at the forthcoming EGM of the Company.

SHAREHOLDERS OF MESTRON ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDICES CONTAINED HEREIN BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED AMENDMENT TO BE TABLED AT THE FORTHCOMING EGM.

2. DETAILS OF THE PROPOSED AMENDMENT

Details of the Proposed Amendment are set out in Appendix 2 of this Circular.

3. RATIONALE FOR THE PROPOSED AMENDMENT

The Proposed Amendment is necessary to incorporate the relevant amendment to the Constitution of the Company to facilitate the Proposed Transfer.

4. EFFECTS OF THE PROPOSED AMENDMENT

The Proposed Amendment will not have any effect on the earnings per share, net assets per share, gearing, share capital, substantial shareholders' shareholdings and shareholdings structure of Mestron Group.

5. APPROVALS REQUIRED

The Proposed Amendment is conditional upon the approval of the Shareholders of the Company being obtained at the forthcoming EGM to be convened.

6. INTEREST OF DIRECTORS AND/OR MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

None of the Directors, major shareholders and/or persons connected with them have any interest, direct or indirect, in the Proposed Amendment.

10. DIRECTORS' STATEMENT AND RECOMMENDATION

The Board, having considered the Proposed Amendment, is of the opinion that the Proposed Amendment is in the best interests of the Company and accordingly recommended that the shareholders of Mestron vote in favour of the special resolution for the Proposed Amendment to be tabled at the forthcoming EGM.

11. EGM

The EGM, the notice of which is enclosed in this Circular, is scheduled to be held at PT 50102, Jalan MU 1/9, Seksyen 10, Taman Perindustrian Meranti Utama, 47120 Puchong, Selangor on Friday, 7 July 2023 at 10:30 a.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the resolution to give effect to the Proposed Amendment.

If you are unable to attend, participate, speak and vote at the EGM, you may appoint a proxy or proxies to attend, participate, speak and vote on their behalf. In such event, the Proxy Form must be lodged at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1 Medan Syed Putra Utara, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the EGM or at any adjournment thereof. The completion, signing and return of the Proxy Form will not preclude you from attending and voting in person, should you subsequently decide to do so.

12. FURTHER INFORMATION

Shareholders are requested to refer to Appendix 1 contained in this Circular for further information.

Yours faithfully, For and on behalf of the Board of MESTRON HOLDINGS BERHAD

POR TEONG ENG

Managing Director

APPENDIX 1 - FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Directors of Mestron who individually and collectively accept full responsibility for the accuracy of the information contained in this Circular and confirm that after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading or incorrect.

2. DOCUMENTS AVAILABLE FOR INSPECTION

The existing Constitution of Mestron is available for inspection by the Shareholders of Mestron at the Registered Office of Mestron at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur during normal office hours between Monday and Friday (except public holidays) from the date of this Circular up to and including the date of the EGM.

APPENDIX 2 - PROPOSED AMENDMENT TO THE EXISTING CONSTITUTION OF MESTRON

The Proposed Amendment entails an amendment to the Constitution of the Company to facilitate the implementation of the Proposed Transfer, details are as follows:

Clause No.	Existing Clause	Proposed Amendment
3	"Listing Requirements" means the relevant Listing Requirements of the Exchange, as it may be modified or amended from time to time	"Listing Requirements" means the Main Market Listing Requirements of Bursa Securities, as the case may be, including any amendments that may be made thereto from time to time
21	Subject to the Listing Requirement, the Central Depositories Act and or the Rules, and notwithstanding the existence of a resolution pursuant to Section 75 of the Act, the Company must ensure that it shall not issue any shares or convertible Securities if those shares or convertible Securities, when aggregated with any such shares or convertible Securities issued during the preceding twelve (12) months, exceeds ten per cent (10%) of the value of the issued and paid-up capital of the Company, except where the shares or convertible Securities are issued with the prior approval of the shareholders in general meeting of the precise terms and conditions of the issue. In working out the number of shares or convertible Securities that may be issued by the Company, if the Security is a convertible Security, each such Security is counted as the maximum number of shares into which it can be converted or exercised.	Subject to the provisions of this Constitution and Listing Requirement, and notwithstanding the existence of a resolution pursuant to Section 75(1) and 76(1) of the Act, the Company shall ensure that it shall not issue any shares or convertible securities if the total number of shares or convertible securities, when aggregated with the total number of any such shares or convertible securities issued during the preceding twelve (12) months, exceeds the allowed threshold by the prevailing rules and regulation, except where the shares or convertible securities are issued with the prior approval or the Members in general meeting of the precise terms and conditions of the issue.
34	The Directors may, if they think fit, receive from any member, willing to advance the same, all or any part of the moneys payable in respect of any share held by him beyond the amount of the calls actually made thereon, and upon the moneys so advanced, or so much thereof as shall from time to time exceed the amount of the calls due upon such shares, the Company may pay interest at such rate not exceeding fifty per cent (50%) per annum, as may be agreed between the member paying the sum in advance and the Directors. Any capital paid on shares in advance of calls shall not, whilst carrying interest, confer a right to participate in profits. Except in liquidation, sums paid in advance of calls shall not, until the same would but for such advance have become payable, be treated as paid up in the shares in respect of which they have been paid.	The Directors may, if they think fit, receive from any member, willing to advance the same, all or any part of the moneys payable in respect of any share held by him beyond the amount of the calls actually made thereon, and upon the moneys so advanced, or so much thereof as shall from time to time exceed the amount of the calls due upon such shares, the Company may pay interest at such rate not exceeding eight per cent (8%) per annum, as may be agreed between the member paying the sum in advance and the Directors. Any capital paid on shares in advance of calls shall not, whilst carrying interest, confer a right to participate in profits. Except in liquidation, sums paid in advance of calls shall not, until the same would but for such advance have become payable, be treated as paid up in the shares in respect of which they have been paid.

APPENDIX 2 – PROPOSED AMENDMENT TO THE EXISTING CONSTITUTION OF MESTRON

Clause No.	Existing Clause	Proposed Amendment
42	A statutory declaration in writing that the declarant is a Director or a Secretary of the Company, and that a share in the Company has been duly forfeited or surrendered or sold to satisfy a lien on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the shares. The Company may receive the consideration, if any, given for the share on any sale or disposition thereof and the Directors may authorise some person to execute a transfer of the share in favour of the person to whom the share is sold or otherwise disposed of and he shall thereupon be registered as the holder of the share, and shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or other disposal of the share. Subject to any lien for sums not presently payable, if any, any residue of the proceeds of the sale of shares which are forfeited and sold, after the satisfaction of the unpaid calls or instalments payable at fixed times and accrued interest and expenses, shall be paid to the person whose shares have been forfeited or his executors, administrators or assignees or as he directs.	A statutory declaration in writing that the declarant is a Director or a Secretary of the Company, and that a share in the Company has been duly forfeited or surrendered or sold to satisfy a lien on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the shares. The Company may receive the consideration, if any, given for any forfeited share on any sale or disposition thereof and the Directors may authorise some person to execute a transfer of the share in favour of the person to whom the share is sold or otherwise disposed of and he shall thereupon be registered as the holder of the share, and shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or other disposal of the share. Subject to any lien for sums not presently payable, if any, any residue of the proceeds of the sale of shares which are forfeited and sold, after the satisfaction of the unpaid calls or instalments payable at fixed times and accrued interest and expenses, shall be paid to the person whose shares have been forfeited or his executors, administrators or assignees or as he directs.
100	The instrument appointing a proxy and the power of attorney, or other authority (if any) under which it is signed, or a certified copy of such power or authority by a notary public, shall be deposited at the Office or at such other place within Malaysia, as is specified for that purpose in the notice convening the meeting, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument, proposes to vote or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default, the instrument of proxy shall not be treated as valid, PROVIDED ALWAYS that the Company may by written notice waive the prior lodgement of the above instrument appointing a proxy and the power of attorney or other authority.	The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority shall be deposited at the Office, or by way of electronic means or in such other manner provided in the notice or at such other place, as is specified for that purpose in the notice convening the meeting, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument, proposes to vote or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default, the instrument of proxy shall not be treated as valid, PROVIDED ALWAYS that the Company may by written notice waive the prior lodgement of the above instrument appointing a proxy and the power of attorney or other authority.

APPENDIX 2 - PROPOSED AMENDMENT TO THE EXISTING CONSTITUTION OF MESTRON

Clause No.	Existing Clause	Proposed Amendment
103	Until otherwise determined by the Company in general meeting the number of Directors shall not be less than two (2) and not more than ten (10). All the Directors of the Company shall be natural persons.	Until otherwise determined by the Company in general meeting, the number of Directors shall not be less than two (2) and not more than eleven (11) and at least two (2) Directors or one-third (1/3) of the Board of Directors (whichever is higher) are independent and one (1) director of the Company is a woman.
119(c)	subject to Section 228 of the Act, enter into any arrangement or transaction with a Director or a director of the holding company or a subsidiary of the Company, or with a person connected with such a Director, to acquire from or dispose to such a Director or person any non-cash assets of the requisite value.	subject to Section 228 and Section 229 of the Act, enter into any arrangement or transaction with a Director or a director of the holding company or a subsidiary of the Company, or with a person connected with such a Director, to acquire from or dispose to such a Director or person any non-cash assets of the requisite value.



MESTRON HOLDINGS BERHAD Registration No. 201801018716 (1280732-K) (Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting ("EGM") of Mestron Holdings Berhad ("Mestron" or the "Company") will be held at PT 50102, Jalan MU 1/9, Seksyen 10, Taman Perindustrian Meranti Utama, 47120 Puchong, Selangor on Friday, 7 July 2023 at 10:30 a.m. or at any adjournment thereof for the purpose of transacting the following business:

AGENDA

As Special Business:

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

SPECIAL RESOLUTION PROPOSED AMENDMENT TO THE CONSTITUTION OF THE COMPANY

"THAT approval be and is hereby given to alter and modify the existing Constitution of the Company in the form and manner as set out in Appendix 2 of the Circular to Shareholders dated 15 June 2023;

AND THAT the Directors be and are hereby authorised to do or procure to be done all such acts, deeds and things as are necessary and/or expedient in order to give full effect to the Proposed Amendment with full powers to assent to any conditions, modifications and/or amendments as may be required by any relevant authorities."

By order of the Board,

TAN TONG LANG (MAICSA 7045482) (SSM PC No. 202208000250) **ANG WEE MIN** (MAICSA 7076022) (SSM PC No. 202208000334) Company Secretaries

Kuala Lumpur 15 June 2023

Notes:

- 1. A member of the Company is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy may but need not, be a member of the Company. Where a member/shareholder appoints more than one proxy to attend and vote at the meeting, such appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
- 2. Where a member of the Company is an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint one (1) or more proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- 3. Where a member of the Company is an exempt authorised nominee defined under the SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA 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.

- 4. Where the authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the proportion of the shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- 5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.
- 6. The Form of Proxy must be deposited at the Company's Share Registrar, Aldpro Corporate Services Sdn Bhd's office at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
- 7. For the purpose of determining a member who shall be entitled to attend the meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at **27 June 2023**. Only members whose name appears on the Record of Depositors shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend, speak and vote and vote on his/her stead.
- 8. Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities, all resolutions set out in this Notice of the EGM will be put to vote by way of poll.



MESTRON HOLDINGS BERHAD Registration No. 201801018716 (1280732-K) (Incorporated in Malaysia)

CODM OF BROXV	No of charge hold	T. I			
FORM OF PROXY Before completing this form please refer to the notes below)	No. of shares held	:			
,	CDS Account No.	:			
I/We(Full Name in Capital Lette	r) *NRI	C No./Co	ompany No.		
of	(F. II.A				
	(Full Address)				
		_being a	member(s)		
of MESTRON HOLDINGS BERHAD ("Mestron" or the	ne "Company") hereby a	appoint (F	Proxy 1)		
	*NI	RIC No./F	Passport No.		
(Full Name in Capital Let	ter)				
of	(Eull A	ddress)			
	· ·	,			
	and failir	ng *him/h	er (Proxy 2)		
*Ni	RIC No / Passport No				
(Full Name in Capital Letter)					
of(Full A	Address)				
pehalf at the Extraordinary General Meeting ("EGM") of MU 1/9, Seksyen 10, Taman Perindustrian Meranti U July 2023 at 10:30 a.m. or at any adjournment thereof	tama, 47120 Puchong, S	elangor			
Resolution					
1 Proposed Amendment to the Consti	Proposed Amendment to the Constitution of the Company				
(Please indicate with an "X" in the space provided on ho of specific direction, the proxy may vote or abstain from fit)					
Signed on this day of	2023.				
	The proportions of my/our by our proxy(ies) are as for		to be represer		
	Proxy 1				
Signature of Shareholder(s) or Common Seal	No. of Shares : Percentage :				
Signature of Shareholder(s) or Common Seal			%		

Notes:

- A member of the Company is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy may but need not, be a member of the Company. Where a member/shareholder appoints more than one proxy to attend and vote at the meeting, such appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
- 2. Where a member of the Company is an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint one (1) or more proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- 3. Where a member of the Company is an exempt authorised nominee defined under the SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA 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.
- 4. Where the authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the proportion of the shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- 5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.
- 6. The Form of Proxy must be deposited at the Company's Share Registrar, Aldpro Corporate Services Sdn Bhd's office at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
- 7. For the purpose of determining a member who shall be entitled to attend the meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 27 June 2023. Only members whose name appears on the Record of Depositors shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend, speak and vote and vote on his/her stead.
- 8. Pursuant to Rule 8.31A of the Listing Requirements of Bursa Securities, all resolutions set out in this Notice of the EGM will be put to vote by way of poll.



The Share Registrar of MESTRON HOLDINGS BERHAD [Registration No. 201801018716 (1280732-K)]

Aldpro Corporate Services Sdn Bhd B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No 1, Medan Syed Putra Utara, 59200 Kuala Lumpur

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