



## NOTICE OF FOURTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fourth Annual General Meeting of Carzo Holdings Berhad ("Company") will be held on Tuesday, 31 December 2024 at 10.00 a.m., as a fully virtual meeting via the online platform at [www.vpoll.com.my](http://www.vpoll.com.my) (Domain Registration No. with MyNIC Berhad: D1A457149) provided by AI Smartual Learning Sdn. Bhd. in Malaysia, or at any adjournment thereof, for the following purposes:

### AGENDA

#### ORDINARY BUSINESS

- To lay the Audited Financial Statements for the financial year ended 30 June 2024 together with the reports of the Directors and Auditors thereon.  
*Please refer to Explanatory Note 1*
- To re-elect Cheong Wai Keh who retires pursuant to Clause 86.1 of the Constitution of the Company and being eligible, has offered himself for re-election.  
*Ordinary Resolution 1*
- To re-elect Datin Sri Peh Chai Hoon who retires pursuant to Clause 86.1 of the Constitution of the Company and being eligible, has offered herself for re-election.  
*Ordinary Resolution 2*
- To re-elect Dato' Sri Chow Kok Leong who retires pursuant to Clause 85.3 of the Constitution of the Company and being eligible, has offered himself for re-election.  
*Ordinary Resolution 3*
- To re-appoint Messrs Nexia SSSY PLT as Auditors of the Company for the financial year ending 30 June 2025 and to authorise the Board of Directors to fix their remuneration.  
*Ordinary Resolution 4*
- To transact any other business of which due notice shall have been given.

By Order of the Board

DATO' SRI DELON LEE KEAN YIP

Managing Director

09 December 2024

Kuala Lumpur

#### Notes:

- Only a depositor whose name appears on the Record of Depositors of the Company as at 20 December 2024 shall be entitled to attend, participate, speak and vote at the Meeting as well as for appointment of any person(s) as his proxy(ies) to exercise all or any of his rights to attend, participate, speak and vote at the Meeting in his stead.
- Where a member appoints more than 1 proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. However, a member shall not, subject to Paragraphs (3) and (4) below, be entitled to appoint more than 2 proxies to attend and vote at the Meeting.
- Where a member is an exempt authorised nominee (EAN) as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in 1 securities account (omnibus account), there is no limit to the number of proxies which the EAN may appoint in respect of each omnibus account it holds.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy but not more than 2 proxies in respect of each securities account it holds which is credited with ordinary shares of the Company. The appointment of 2 proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- Where a member entitled to vote on a resolution has appointed more than 1 proxy, the proxies shall only be entitled to vote on any question at the Meeting on poll provided that the member specifies the proportion of his holdings to be represented by each proxy.
- Where a member is a corporation, it may also by resolution of its directors or other governing body authorising a person or persons to act as its representative or representatives to exercise all or any of its rights to attend, participate, speak and vote at the Meeting on its stead.
- 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 the corporation's common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority on the appointed proxy to demand or join in demanding a poll. The instrument appointing a proxy or Proxy Form and the power of attorney or other authority, if any, under which it is signed or a copy of that power or authority, certified by an advocate and solicitor or where the member is a body corporate, the copy of the power or authority may also be certified by an authorised officer of that member, shall be deposited at the office of the Poll Administrator, AI Smartual Learning Sdn. Bhd. at 23-5, Menara Bangkok Bank, Berjaya Central Park, Jalan Ampang, 50450 Kuala Lumpur, Malaysia, alternatively to be submitted electronically through [proxy@aismartuallearning.com](mailto:proxy@aismartuallearning.com), not less than 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 24 hours before the time appointed for the taking of the poll as may be provided or permitted under the applicable laws, and in default the instrument of proxy or Proxy Form shall not be treated as valid. *Faxed and photocopied copies of the duly executed Proxy Form are not acceptable.*

#### Explanatory Notes:

- Item 1 of the Agenda* - This item is meant for discussion only as the provision of Section 340 of the Companies Act 2016 does not require a formal approval of shareholders for the Audited Financial Statements. Henceforth, this item is not put forward for voting.
- Items 2 to 4 of the Agenda* - The resolutions, if approved, will authorise the continuity in office of the Directors.
- Item 5 of the Agenda* - Nexia SSSY PLT [201906000679 (LLP0019490-LCA) & AF 002009] have expressed their willingness to continue in office.