

**RADIANT GLOBALTECH BERHAD**

(Registration No.: 200301018877 (621297-A))

(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting ("**Meeting**") of Radiant Globaltech Berhad ("**RGTECH**" or the "**Company**") will be held at Greens III, Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 28 November 2024 at 10.00 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications the following resolution:-

**ORDINARY RESOLUTION**

**PROPOSED ACQUISITION OF 80% EQUITY INTEREST IN RYMNET SOLUTIONS SDN BHD ("RYMNET") FOR A PURCHASE CONSIDERATION OF RM52.50 MILLION ("PURCHASE CONSIDERATION") TO BE FULLY SATISFIED VIA A COMBINATION OF CASH CONSIDERATION OF RM42.50 MILLION AND ISSUANCE AND ALLOTMENT OF 30,303,000 NEW ORDINARY SHARES IN RGTECH ("RGTECH SHARE(S)" OR "SHARE(S)") ("PROPOSED ACQUISITION")**

**"THAT**, subject to the approvals of all relevant authorities and/or parties including the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of and quotation for the 30,303,000 RGTECH Shares ("**Consideration Shares**") at an issue price of RM0.33 per Consideration Shares, representing a sum of RM10.00 million (with any fractional entitlement be disregarded) on the ACE Market of Bursa Securities being obtained and the fulfilment or waiver of the conditions precedent of the conditional share purchase agreement dated 9 September 2024 ("**SPA**") entered into between RGTECH and Un Sze Hau ("**Vendor**"), approval be and is hereby given to the Company to acquire 80,000 ordinary shares in Rymnet from the Vendor for the Purchase Consideration to be fully satisfied via combination of cash consideration of RM42.50 million and issuance of the Consideration Shares at the issue price of RM0.33 per Consideration Share in accordance with the terms and conditions as stipulated in the SPA pursuant to the Proposed Acquisition or such other terms and conditions which are imposed by the relevant authorities;

**THAT** approval be and is hereby given to the Board of Directors of RGTECH ("**Board**") to issue and allot the Consideration Shares at the issue price of RM0.33 per Consideration Share to the Vendor for the purpose of a partial settlement of the Purchase Consideration;

**THAT** the Consideration Shares shall, upon issuance and allotment, rank equally in all respects with each other and with the existing RGTECH Shares, save and except that the Consideration Shares shall not be entitled to participate in any dividends, rights, allotments and/or other distributions that may be declared, made or paid, where the entitlement date precedes the relevant date of issuance and allotment of the Consideration Shares;

**AND THAT** approval be and is hereby given to the Board to give effect to the Proposed Acquisition with full powers and authority to take all such steps and do all acts, deeds and things to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents or agreements as they may deem necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Acquisition with full powers to assent to any conditions, modifications, variations and/or amendments as the Directors may in their absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Acquisition."

By Order of the Board

**TEA SOR HUA (MACS 01324) (SSM PC No. 201908001272)**

**LEE SIEW FUN (MAICSA 7063623) (SSM PC No. 202008000735)**

Company Secretaries

Petaling Jaya, Selangor Darul Ehsan

28 October 2024

**Notes:**

- a) A member who is entitled to present, participate, speak and vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote at the Meeting in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- b) A proxy may, but need not, be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak and vote at the Meeting.
- c) The instrument appointing a proxy shall be in writing signed by the appointor or his attorney duly authorised in writing, or if the appointor is a corporation, either under the common seal or signed by an officer or attorney duly authorised.
- d) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- e) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- f) To be valid, the instrument appointing a proxy may be made in a hard copy form or by an electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting:-
  - (i) In hard copy form  
In the case of an appointment made in hard copy form, the proxy form must be deposited at the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or Tricor Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
  - (ii) By electronic form  
The proxy form can be electronically lodged via Tricor Investor & Issuing House Services Sdn Bhd online website at <https://tjih.online>. Please refer to the Administrative Notes on the procedure for electronic lodgement of proxy form via TIH Online.
- g) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 21 November 2024. Only members whose names appear in the General Meeting Record of Depositors as at 21 November 2024 shall be entitled to attend, speak and vote at the Meeting.
- h) The resolution set out in this Notice of Meeting will be put to vote by poll.
  - i) The members are advised to refer to the Administrative Notes on the registration process for the Meeting.
  - j) Kindly check Bursa Securities' website and the Company's website at [www.rgtech.com.my](http://www.rgtech.com.my) for the latest updates on the status of the Meeting.