

**Notice of Third Annual General Meeting**

**NOTICE IS HEREBY GIVEN** that the Third Annual General Meeting ("AGM") of Aneka Jaringan Holdings Berhad ("the Company") will be conducted on a fully virtual basis and entirely via remote participation and voting via the online meeting platform <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC: D6A357657) provided by Boardroom Share Registrars Sdn. Bhd. in Malaysia on Friday, 25 February 2022 at 10.00 a.m. to transact the following business:-

**ORDINARY BUSINESS**

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| 1. To receive the Audited Financial Statements for the financial year ended 31 August 2021 and the Reports of Directors and Auditors thereon.              | <b>Please refer to Explanatory Note</b> |
| 2. To approve the payment of Directors' Fees and benefits of up to RM220,000.00 from 26 February 2022 until the conclusion of the next AGM of the Company. | <b>Resolution 1</b>                     |
| 3. To re-elect Dato' Ir. Tan Gim Foo as Director who is retiring by rotation pursuant to the Company's Constitution.                                       | <b>Resolution 2</b>                     |
| 4. To re-elect Chong Ngit Sooi as Director who is retiring by rotation pursuant to the Company's Constitution.   | <b>Resolution 3</b>                     |
| 5. To re-appoint Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.                        | <b>Resolution 4</b>                     |

**SPECIAL BUSINESS**

To consider and if thought fit, to pass, with or without modification(s), the following resolutions:-

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|---|---------------------|
| 6. <b>ORDINARY RESOLUTION<br/>AUTHORITY FOR DIRECTORS TO ISSUE SHARES</b><br>"THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental and/or regulatory authorities (if any), the Directors be and are hereby empowered to issue and allot new shares in the Company at any time, to such person or persons, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per cent (10%) of the total number of issued shares of the Company at the time of issue AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing and quotation of the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next annual general meeting of the Company." | <b>Resolution 5</b> |
| 7. <b>SPECIAL RESOLUTION<br/>PROPOSED AMENDMENTS TO THE COMPANY'S CONSTITUTION</b><br>"THAT the amendments to the Company's Constitution as set out in Appendix I of the Annual Report 2021 be and are hereby approved and adopted ("Proposed Amendments").<br><br>THAT the Directors of the Company be and are hereby authorised to do all such acts, deeds and things that are necessary and/or expedient to give full effect to the Proposed Amendments."  | <b>Resolution 6</b> |
| 8. To transact any other business for which due notice shall have been given.   |                     |

**By Order of the Board  
ANEKA JARINGAN HOLDINGS BERHAD**

**TAN FONG SHIAN (SSM PC No. 201908004045) (MAICSA 7023187)  
LIEW CHAK HOI (SSM PC No. 201908004042) (MAICSA 7055965)**  
Secretaries  
Kuala Lumpur

28 December 2021

**Notes:-**

- The Third AGM will be conducted on a fully virtual basis. Shareholders are to participate and vote remotely at the Third AGM via the remote participation and voting platform.  
**Please read these Notes carefully and follow the procedures in the Administrative Guide for the Third AGM in order to participate remotely.**
- A member of the Company entitled to participate and vote at this meeting is entitled to appoint a proxy to participate and vote instead of him. A proxy need not be a member of the Company. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
- Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 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.
- Only a depositor whose name appears in the Company's Record of Depositors as at 18 February 2022 shall be regarded as a member and entitled to participate and vote at this meeting or appoint proxy(ies) to participate and vote on his/her behalf.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- The original instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited with the Company's Share Registrar at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting, or by electronic means through Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting. Kindly refer to the Administrative Guide for the Third AGM on the procedures for electronic lodgement.
- Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities, all resolutions set out in this notice of Third AGM will be put to vote by poll.
- The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and authorisation of all persons whose personal data you have disclosed and/or processed in connection with the foregoing.

**EXPLANATORY NOTES****Audited Financial Statements**

The Audited Financial Statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only. They do not require shareholders' approval and hence, shall not be put forward for voting.

**Resolution 5**

This proposed resolution, if passed, will renew the authority given to the Directors of the Company to issue and allot new shares in the Company at any time, to such person or persons, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit ("General Mandate"), provided that the number of shares issued pursuant to this General Mandate, when aggregated with the number of shares issued during the preceding twelve (12) months, does not exceed 10% of the total number of issued shares of the Company at the time of issue. This renewed General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

With this renewed General Mandate, the Company will be able to raise funds expeditiously for the purpose of funding future investment, working capital and/or acquisition(s) without having to convene a general meeting to seek shareholders' approval when such opportunities or needs arise.

The Company had on 16 December 2021 announced to Bursa Securities to undertake the proposed private placement of up to 53,810,000 new ordinary shares in the Company ("Placement Shares"), which represent up to 10% of the total number of issued ordinary shares of the Company ("Private Placement"). As at 21 December 2021, being the last practicable date prior to printing of this notice of Third AGM, an application had been made to Bursa Securities for the listing of and quotation for the Placement Shares on the ACE Market of Bursa Securities ("Application"). No Placement Shares were issued pending the approval of the Application.

**Resolution 6**

This special resolution, if passed, will align the Constitution of the Company with the Companies Act 2016.