

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty-Seventh (37th) Annual General Meeting (“AGM”) of Jiankun International Berhad (“Jiankun” or “the Company”) will be held on a fully virtual basis and entirely via remote participation and voting from the Broadcast Venue at Unit 106, Block G, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 30 June 2021 at 10.00 a.m. or at any adjournment thereof, for the purpose of transacting the following businesses:

AGENDA

- | | |
|---|--|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon. | <i>Please refer to Explanatory Note 1</i> |
| 2. To approve and ratify the additional payment of Directors’ Fees amounting to RM138,000, which was in excess of the earlier approved amount of RM150,000 for the period commencing from 4 September 2020 until the conclusion of 37th AGM of the Company | <i>(Ordinary Resolution 1)</i> |
| 3. To approve the payment of Directors’ fees up and other benefits of up to RM370,000 to be divided amongst the Directors in such manner as the Directors may determine for the period commencing from the following day after AGM until the conclusion of the next AGM of the Company. | <i>(Ordinary Resolution 2)</i> |
| 4. To re-elect the following Directors who retire in accordance with Clause 105(1) of the Company’s Constitution and being eligible, have offer themselves for re-election: | |
| i. Dato’ Ir Lim Siang Chai | <i>(Ordinary Resolution 3)</i> |
| ii. Kamil Bin Abdul Rahman | <i>(Ordinary Resolution 4)</i> |
| 5. To re-elect the following Directors who retire pursuant to Clause 114 of the Company’s Constitution and being eligible, have offered themselves for re-election: - | |
| i. Tan Sri Dato’ Sri Mohamed Apandi Bin Ali | <i>(Ordinary Resolution 5)</i> |
| ii. Datuk Seri Tan Choon Hwa | <i>(Ordinary Resolution 6)</i> |
| iii. Edwin Silvester Das | <i>(Ordinary Resolution 7)</i> |
| iv. Dato’ Saiful Nizam Bin Mohd Yusoff, D.I.M.P | <i>(Ordinary Resolution 8)</i> |
| v. Azmi Bin Osman | <i>(Ordinary Resolution 9)</i> |
| 6. To re-appoint Messrs. UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. | <i>(Ordinary Resolution 10)</i> |

As Special Business:

To consider and, if thought fit, to pass the following resolutions:

Notice Of Annual General Meeting (Cont'd)

7. **Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act, 2016** *(Ordinary Resolution 11)*

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 (“the Act”), Additional Temporary Relief Measures to Listed Corporations for COVID-19, issued by Bursa Malaysia Securities Berhad (“Bursa Securities”) on 16 April 2020 and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and 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 20% of the issued share capital of the Company for the time being (“20% General Mandate”) and that the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation of the additional shares so issued.

AND THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until 31 December 2021, as empowered by Bursa Securities pursuant to its letter dated 16 April 2020 to grant additional temporary relief measures to listed corporations, notwithstanding Section 76(3) of the Act, duly varied and adopted by the Directors of the Company pursuant to Section 76(4) of the Act.”

8. **Proposed Renewal of Authority for the Company to purchase its own shares** *(Ordinary Resolution 12)*

“THAT, subject to the Act, the provisions of the Constitution of the Company, the Main Market Listing Requirements (“MMLR”) of Bursa Securities and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:-

- i) the aggregate number of shares purchased or held as treasury shares does not exceed 10% of the total number of issued and paid-up shares of the Company as quoted on Bursa Securities as at the point of purchase;
- ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares be backed by an equivalent amount of retained profits; and
- iii) the Directors of the Company may decide either to retain the shares purchased as treasury shares, or cancel the shares, or retain part of the shares so purchased as treasury shares and cancel the remainder, or resell the shares, or transfer the shares or distribute the shares as dividends;

Notice Of Annual General Meeting (Cont'd)

AND THAT the authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until:-

- i) the conclusion of the next AGM at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- ii) the expiration of the period within which the next AGM of the Company is required by law to be held; or
- iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto.”

9. To transact any other business of which due notices shall have been given in accordance with the Act.

BY ORDER OF THE BOARD,

Tan Tong Lang
(MAICSA 7045482/ SSM PC No. 201908002253)
Thien Lee Mee
(LS0009760 / SSM PC No. 201908002254)
Company Secretaries

Selangor
Date: 31 May 2021

Notes:

1. A proxy may but need not be a member of the Company and a member may appoint any person to be his/her proxy without limitation.
2. The proxy form must be duly completed and deposited at the office of the Share Registrar of the Company, at Level 5, Block B, Dataran PHB, Saujana Resorts, Section U2, 40150 Shah Alam, Selangor not less than forty-eight (48) hours before the time appointed for holding the meeting.
3. A member shall be entitled to appoint one (1) or more proxies to attend and vote at the same meeting.
4. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
5. If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.

Notice Of Annual General Meeting (Cont'd)

6. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("Central Depositories Act"), it may appoint at least one proxy in respect of each securities account it holds with ordinary shares to the credit of the said securities account.
7. Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
8. For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors ("ROD") as at 21 June 2021 and only a member whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.
9. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS:

1. Audited Financial Statements for the Financial Year Ended 31 December 2020

This Agenda item is meant for discussion only as Section 340(1) (a) of the Act does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.

2. Additional Payment of Directors' Fees

At the 36th AGM of the Company held on 3 September 2020, the shareholders of the Company had approved RM150,000 as total Directors' Fees payable to the Directors of the Company for the period commencing from 4 September 2020 up to the next AGM of the Company.

The total Directors' Fees incurred was amounted to RM288,000. The request on the additional amount of RM138,000 in excess of the RM150,000 is required due to the Company incurred an additional Directors' Fees resulted from the additional directors appointed during the financial year.

3. Payment of Directors' Fees and Other Benefits Payable

The proposed Ordinary Resolution 2 is to facilitate the payment of Directors' Fees and Other Benefits payable to Directors.

The other benefits comprise the allowances and other benefits. The total estimated amount of other benefits payable is calculated based on the number of scheduled Board's and Board Committees' meetings for the period from the conclusion of the 37th AGM until the next AGM of the Company.

Notice Of Annual General Meeting (Cont'd)

2. Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Act

The proposed Ordinary Resolution 11, if passed, will empower the Directors of the Company to allot and issue ordinary shares of the Company from time to time and to grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of shares allotted pursuant to this resolution does not exceed 20% of the total number of issued shares (excluding treasury shares) of the Company for the time being ("Proposed 20% General Mandate") up to 31 December 2021. With effect from 1 January 2022, the Proposed 20% General Mandate will be reinstated to a 10% limit ("Proposed 10% General Mandate") according to Paragraph 6.03 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The authority for the Proposed General Mandate will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next Annual General Meeting ("AGM") or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

As at the date of this Notice, 33,645,400 new ordinary shares in the Company were issued by way of private placement at the Thirty-Sixth ("36th") AGM held on 3 September 2020. The total proceeds raised from the said private placement exercise was approximately RM12,363,367. The details and status of the utilisation of proceeds raised as disclosed on page 41 of the Additional Compliance Information in the Annual Report 2020.

The renewal of the general mandate will provide flexibility to the Company for any possible fund raising activities without the need to convene a separate general meeting to specifically approve such issuance of shares and thereby reducing administrative time and costs associated with the convening of such meeting. However, at this juncture, there is no decision to issue new shares. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make an announcement in respect of the purpose and utilisation of proceeds arising from such issue.

3. Proposed Renewal of Share Buy-Back Authority

The proposed Ordinary Resolution 12, if passed, will empower the Directors to purchase the Company's shares through Bursa Securities up to ten percent (10%) of the issued and paid-up capital of the Company for the time being. This authority will be expired at the conclusion of the next AGM unless earlier revoked or varied by ordinary resolution passed by shareholders at a general meeting.

For further information on this resolution, please refer to the Statement to Shareholders dated 31 May 2021.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

1. No notice of nomination has been received to date from any member nominating any individual for election as a Director at the AGM of the Company. There is therefore no individual is standing for election as a Director, save for the above Directors who are standing for re-election at the forthcoming 37th AGM of the Company.
2. The detailed information relating to general mandate for issue of securities pursuant to Paragraph 6.03(3) of the Listing Requirements of Bursa Securities are set out under Explanatory Notes on Special Business for Ordinary Resolution 11 of the Notice of the 37th AGM of the Company.

JIANKUN INTERNATIONAL BERHAD

[Registration No.198301015973 (111365-U)]

[Incorporated in Malaysia]

FORM OF PROXYI/We, _____
(Full Name in Block Letters)

NRIC No. / Passport No. / Registration No. / Email Address / Tel No. _____

of _____
(Full Address)

being a member(s) of JIANKUN INTERNATIONAL BERHAD, hereby appoint (Proxy 1) _____

_____ NRIC No. / Passport No. / Email Address / Tel No. _____

of _____ and/or* failing him/her* (Proxy2) _____

NRIC No. / Passport No. / Email Address / Tel No. _____ of _____

And/or* failing him/her *, the Chairman of the Meeting as my/our proxy to vote for me/us and on my/our behalf at the Thirty-Seventh (37th) Annual General Meeting of the Company to be held on a fully virtual basis and entirely via remote participation and voting from the Broadcast Venue at Unit 106, Block G, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 30 June 2021 at 10.00 a.m. or at any adjournment thereof, on the following resolutions in the manner indicated below:-

The proportion of *my/our holding to be represented by *my/our proxies are as follows:

First Proxy (1) _____%

Second Proxy (2) _____%

My/Our proxy is to vote as indicated below:-

No.	Agenda	Resolutions	For	Against
1.	To approve and ratify the additional payment of Directors' Fees amounting to RM138,000, which was in excess of the earlier approved amount of RM150,000 for the period commencing from 4 September 2020 until the conclusion of 37th AGM of the Company.	Ordinary Resolution 1		
2.	To approve the payment of Directors' fees up and other benefits of up to RM370,000 to be divided amongst the Directors in such manner as the Directors may determine for the period commencing from the following day after AGM until the conclusion of the next AGM of the Company.	Ordinary Resolution 2		
3.	To re-elect Dato' Ir Lim Siang Chai as Director of the Company.	Ordinary Resolution 3		
4.	To re-elect Kamil Bin Abdul Rahman as Director of the Company.	Ordinary Resolution 4		
5.	To re-elect Tan Sri Dato' Sri Mohamed Apandi Bin Ali as Director of the Company.	Ordinary Resolution 5		
6.	To re-elect Datuk Seri Tan Choon Hwa as Director of the Company.	Ordinary Resolution 6		
7.	To re-elect Edwin Silvester Das as Director of the Company.	Ordinary Resolution 7		
8.	To re-elect Dato' Saiful Nizam Bin Mohd Yusoff, D.I.M.P as Director of the Company.	Ordinary Resolution 8		
9.	To re-elect Azmi Bin Osman as Director of the Company.	Ordinary Resolution 9		
10.	To re-appoint Messrs. UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.	Ordinary Resolution 10		
As Special Business:				
11.	Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act, 2016.	Ordinary Resolution 11		
12.	Proposed Renewal of Authority for the Company to purchase its own shares	Ordinary Resolution 12		

(Please indicate with 'X' how you wish to cast your vote. In the absence of specific directions, the proxy may vote or abstain from voting on the resolutions as he/she may think fit.)

Signed this _____ day of _____, 2021.

Signature : _____

(If shareholder is a corporation, this form should be executed under seal)

No. of Shares held	
CDS Account No.	

Notes:

- A proxy may but need not be a member of the Company and a member may appoint any person to be his/her proxy without limitation.
- The proxy form must be duly completed and deposited at the office of the Share Registrar of the Company, Level 5, Block B, Dataran PHB, Saujana Resorts, Section U2, 40150 Shah Alam, Selangor not less than forty-eight (48) hours before the time appointed for holding the meeting.
- A member shall be entitled to appoint one (1) or more proxies to attend and vote at the same meeting.
- Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("Central Depositories Act"), it may appoint at least one proxy in respect of each securities account it holds with ordinary shares to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors ("ROD") as at 21 June 2021 and only a member whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

Fold this flap for sealing

AFFIX
STAMP

The Share Registrar of
JIANKUN INTERNATIONAL BERHAD
[Registration No. 198301015973 (111365-U)]
Level 5, Block B, Dataran PHB
Saujana Resort, Section U2
40150 Shah Alam, Selangor

2nd fold here

1st fold here
