



ALCOM GROUP BERHAD

Registration No. 201701047083 (1261259-V)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting (“**EGM**”) of Alcom Group Berhad (“**AGB**” or the “**Company**”) will be conducted virtually and live-streamed from the broadcast venue at the Board Room, R-05-17 (Level 5), Wisma SCLand, Emporis Kota Damansara, Persiaran Surian, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia (“**Broadcast Venue**”) on Wednesday, 26 July 2023 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 BY AG AVENUE SDN. BHD. (“AG AVENUE” OR “PURCHASER”), A WHOLLY-OWNED INDIRECT SUBSIDIARY OF AGB, OF 2 PARCELS OF CONTIGUOUS LEASEHOLD VACANT COMMERCIAL LAND HELD UNDER THE LAND TITLE NO. PM 416, LOT 31632 AND PM 417, LOT 31633, BOTH OF WHICH ARE LOCATED IN MUKIM KAPAR, TEMPAT BUKIT RAJA, DAERAH KLANG, NEGERI SELANGOR (“SUBJECT PROPERTIES”), FOR A TOTAL CASH CONSIDERATION OF RM56,000,000 (“PROPOSED ACQUISITION”)

“**THAT**, subject to the relevant approvals of all relevant authorities or parties being obtained, approval be and is hereby given to AG Avenue, a wholly-owned indirect subsidiary of the Company to acquire the Subject Properties located in Mukim Kapar, Tempat Bukit Raja, Daerah Klang, Negeri Selangor, measuring an aggregate of approximately 7.08 acres (equivalent to approximately 28,651 square metres) for a total cash consideration of RM56,000,000 (details of which are set out in the circular to shareholders of AGB dated 11 July 2023 (“**Circular**”)), in accordance with the terms and conditions as stipulated in the conditional sale and purchase agreement dated 14 April 2023 entered into between AG Avenue and 88 Legacy Sdn. Bhd. (salient terms of which are set out in **Appendix II** of the Circular), and on such other terms and conditions as the parties thereto may mutually agree upon in writing or which are imposed by the relevant authorities.

AND THAT approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to give effect to the Proposed Acquisition with full powers and authority to:-

- (a) enter into any arrangement, transaction, agreement and/or undertaking and to execute, sign and deliver for and on behalf of the Company, all such agreements, instruments, documents and/or deeds (including, without limitation, the affixing of the Company’s Common Seal in accordance with the Constitution of the Company, where necessary) as the Board may from time to time deem necessary, expedient or appropriate for or in connection with the Proposed Acquisition;
- (b) assent and/or give effect to any condition, variation, modification, addition and/or amendment in respect of the Proposed Acquisition and/or any provision, term and condition thereof as may be required or permitted by any relevant authorities and to deal with matters relating thereto and/or as the Board may in its absolute discretion deem necessary, expedient or appropriate for or in connection with the Proposed Acquisition in the best interest of the Company; and
- (c) take all such steps and do all such acts, deeds and things including giving undertakings as the Board may from time to time deem necessary, expedient or appropriate in order to implement, finalise, give full effect to and complete all transactions contemplated under the Proposed Acquisition.”

By Order of the Board,
ALCOM GROUP BERHAD

LYDIA TONG YIU SHYIAN-SHYIAN

SSM PC No. 202208000755
(BC/L/1922)

TEH YI TING

SSM PC No. 201908001859
(MAICSA 7068250)
Company Secretaries

Bukit Raja, Klang
Malaysia
11 July 2023

Notes:

(A) RECORD OF DEPOSITORS

Only a depositor whose name appears on the Record of Depositors as at 18 July 2023 shall be entitled to participate at the EGM or appoint proxy(ies) to participate and vote in his/her stead.

(B) MODE OF MEETING AND PROXY

- (i) *The venue of the EGM is strictly a Broadcast Venue as the conduct of the EGM will be conducted virtually and live-streamed. The Broadcast Venue is also for the purpose of complying with Section 327(2) of the Companies Act, 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Members will not be allowed to attend the EGM in person at the Broadcast Venue on the day of the EGM. Members are to attend, ask questions to the Board of Directors ("**Board**") via real time submission of typed texts and vote remotely (collectively, "**participate**") at the EGM via the Remote Participation and Electronic Voting facilities ("**RPEV**") provided by KPMG Management & Risk Consulting Sdn. Bhd. ("**KPMG MRC**") via its ConveneAGM Meeting Platform at <https://conveneagm.my/alcomegm2023>. Please follow the Procedures for RPEV in the Administrative Details for the EGM.*
- (ii) *A member of the Company entitled to participate at the EGM is entitled to appoint not more than 2 proxies of his/her own choice to participate in his/her stead. A proxy may but need not be a member of the Company. Where a member appoints more than 1 proxy, the member shall specify the proportion of his/her shareholding to be represented by each proxy, failing which, the appointment shall be invalid.*
- (iii) *Where a member of the Company is an Authorised Nominee, as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than 2 proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said Securities Account to participate at the EGM. Where a member of the Company is an Exempt Authorised Nominee ("**EAN**") which holds ordinary shares in the Company for multiple beneficial owners in 1 securities account ("**Omnibus Account**"), such EAN may appoint multiple proxies in respect of each Omnibus Account it holds. In both cases, such appointment shall be invalid unless the Authorised Nominee or EAN specifies the proportion of its shareholdings to be represented by each proxy it has appointed.*
- (iv) *If an instrument appointing a proxy is submitted in hard copy, it shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or signed by 2 authorised officers or its attorney duly authorised in writing. Any alteration to the instrument appointing a proxy must be initialled.*
- (v) *The appointment of a proxy may be made in hard copy form or by electronic form and must be deposited with/received by KPMG MRC, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof, and in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll, otherwise the person so named shall not be entitled to vote in respect thereof.*
- (vi) *In the case of an appointment made in hard copy form, the Form of Proxy, together with the power of attorney (if any) under which it is signed or a notarially certified copy of that power or authority, must be deposited at the office of our Administration and Polling Agent, KPMG MRC at Concourse, KPMG Tower, No. 8, First Avenue, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan, Malaysia.*
- (vii) *In the case of appointment by electronic form, the Form of Proxy must be electronically lodged with KPMG MRC via its ConveneAGM Meeting Platform at <https://conveneagm.my/alcomegm2023> or via email to support_conveneagm@kpmg.com.my. Please refer to the Administrative Details for the EGM on the procedures for electronic lodgement of Form of Proxy via ConveneAGM Meeting Platform.*

(C) POLL VOTING

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to the vote by way of poll. Independent Scrutineers will be appointed to verify the results of the poll.

(D) PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate at the forthcoming EGM and/or any adjournment thereof, a member of the Company:-

- (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to EGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");*
- (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and*
- (iii) agrees that the member will indemnify the Company in respect of any penalty, claim, demand, loss and damage as a result of the member's breach of warranty.*