

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of the Company will be held at Merbok Room, Level 6, The Grand Renai Hotel, Kota Sri Mutiara, Jalan Sultan Yahya Petra, 15150 Kota Bharu, Kelantan on Thursday, 22 October 2020 at 4.00 p.m. or of any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:

AGENDA

SPECIAL RESOLUTION

PROPOSED AMENDMENT TO THE COMPANY’S CONSTITUTION (“PROPOSED AMENDMENT”)

RESOLVED:

“THAT the proposed amendment to the following Clauses of the Company’s Constitution, be and is hereby approved:-

Clause No.	Existing Clause	Clause No.	Proposed Clause								
7	<table border="1"> <thead> <tr> <th>WORDS</th> <th>MEANINGS</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>Nil</td> </tr> </tbody> </table>	WORDS	MEANINGS	Nil	Nil	7	<table border="1"> <thead> <tr> <th>WORDS</th> <th>MEANINGS</th> </tr> </thead> <tbody> <tr> <td>Special Resolution</td> <td>Has the meaning assigned thereto in the Act.</td> </tr> </tbody> </table>	WORDS	MEANINGS	Special Resolution	Has the meaning assigned thereto in the Act.
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10(d)	without limiting the generality of Sections 75 and 76 of the Act, the Company must not issue any ordinary shares or other securities with rights of conversion to ordinary shares if those shares or securities, when aggregated with any such shares or securities which the Company has issued during the preceding twelve (12) months, exceeds ten percent (10%) of the total number of issued shares (excluding treasury shares) of the Company, except where the shares or securities are issued with the prior shareholders’ approval in a general meeting of the precise terms and conditions of the issue; and	10(d)	<u>subject to the Listing Requirements and</u> without limiting the generality of Sections 75 and 76 of the Act, the Company must not issue any ordinary shares or other securities with rights of conversion to ordinary shares if those shares or securities, when aggregated with any such shares or securities which the Company has issued during the preceding twelve (12) months, <u>exceeds the threshold by the prevailing rules and regulations</u> (excluding treasury shares), except where the shares or securities are issued with the prior shareholders’ approval in a general meeting of the precise terms and conditions of the issue; and								

Clause No.	Existing Clause	Clause No.	Proposed Clause
58	The Company may from time to time, by special resolution increase its share capital by the creation and issue of new shares, such new capital to be of such amount and to be divided into shares of such respective amounts and (subject to any special, limited or conditional voting rights for the time being attached to any existing class of shares) to carry such preferential rights or to be subjected to such conditions or restrictions in regard to dividend, return of capital or otherwise as the Company may, by the resolution authorising such increase, directs.	58	The Company may from time to time, by <u>ordinary resolution</u> increase its share capital by the creation and issue of new shares, such new capital to be of such amount and to be divided into shares of such respective amounts and (subject to any special, limited or conditional voting rights for the time being attached to any existing class of shares) to carry such preferential rights or to be subjected to such conditions or restrictions in regard to dividend, return of capital or otherwise as the Company may, by the resolution authorising such increase, directs.
169	<p style="text-align: center;"><u>CAPITALISATION OF PROFITS</u></p> <p>The Company in general meeting may upon the recommendation of the Directors resolve that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the Company's reserve accounts or to the credit of the profit and loss account or otherwise available for distribution, and accordingly that the sum be set free for distribution amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportions on condition that the same be not paid in cash but be applied either in or towards paying up any amounts for the time being unpaid on any shares held by those members respectively or paying up in full unissued shares or debentures of the Company to be allotted and distributed, credited as fully paid-up to and amongst the members in the proportion aforesaid, or partly in the one way and partly in the other, and the Directors shall give effect to such resolution.</p>	169(A)	<p style="text-align: center;"><u>BONUS ISSUES AND CAPITALISATION OF PROFITS AND RESERVES</u></p> <p>The Director may, with the sanction of an ordinary resolution of the Company:-</p> <p>(a) issue bonus shares for which no consideration is payable to the Company; and/or</p> <p>(b) capitalise any sum standing to the credit of any of the Company's reserve accounts or any sum standing to the credit of profit and loss account by appropriating such sum,</p> <p>to the members who would have been entitled thereto in the proportion to their then holdings of shares and applying such sum on their behalf in paying up in full unissued shares (or, subject to any special rights previously conferred on any shares or class of shares for the time being issued, unissued shares of any other class not being redeemable shares) for allotment and distribution credited as fully paid up to and amongst them as bonus shares in the proportion aforesaid.</p>

Clause No.	Existing Clause	Clause No.	Proposed Clause
169		169(B)	<p>The Directors may do all acts and things considered necessary or expedient to give effect to any such bonus issue and/or capitalisation under Clause 169(A), with full power to the Directors to make such provisions as they think fit for any fractional entitlements which would arise on the basis aforesaid (including provisions whereby fractional entitlements are disregarded or the benefit thereof accrues to the Company rather than to the members concerned). The Directors may authorise any person to enter on behalf of all the members interested into an agreement with the Company providing for any such bonus issue or capitalisation and matters incidental thereto and any agreement made under such authority shall be effective and binding on all concerned.</p>
170	<p>Whenever such a resolution as aforesaid shall have been passed, the Directors shall make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares or debentures, if any, and generally shall do all acts and things required to give effect thereto, with full power to the Directors to make such provision by the issue of fractional certificates or by payment in cash or otherwise as they think fit for the case of shares or debentures becoming distributable in fractions, and also to authorise any person to enter on behalf of all the members entitled thereto into an agreement with the Company providing for the allotment to them respectively, credited as fully paid-up, of any further shares or debentures to which they may be entitled upon the capitalisation, or (as the case may require) for the payment by the Company on their behalf, by the application thereto of their respective proportions of the profit resolved to be capitalised, of the amounts or any part of the amounts remaining unpaid on their existing shares, and any agreement made under such authority shall be effective and binding on all such members.</p>	170	<p>Remain no change as per existing Clause 170.</p>

AND THAT, the Directors of the Company be and are hereby authorised to assent to any conditions, variations, modifications and/or amendments as may be required by any relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give full effect to the Proposed Amendment for and on behalf of the Company.”

(Please refer to Note 1 of the Explanatory Notes)

BY ORDER OF THE BOARD

TAI YIT CHAN
(SSM PC No. 202008001023)
(MAICSA 7009143)

WONG SIEW YEEN
(SSM PC No. 202008001471)
(MAICSA 7018749)

Secretaries

Selangor Darul Ehsan
Date: 29 September 2020

Notes:

1. A member entitled to attend and vote at the general meeting is entitled to appoint more than one (1) proxy to attend and vote in his/her stead. Where a member appoints two (2) or more proxies, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
2. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“**omnibus account**”) there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each account it holds.
3. A proxy may but need not be a member of the Company, an advocate, an approved company auditor or a person approved by the Registrar. Where a member appoints more than one (1) proxy, he/she shall specify the proportions of his/her shareholdings to be represented by each proxy.
4. The instrument appointing a proxy must be under the hand of the appointer or his/her attorney duly authorised in writing. Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.
5. The instrument appointing a proxy must be deposited at the Share Registrars’ Office of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th 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 set for holding this meeting or at any adjournment thereof. Any termination of a person’s authority to act as a proxy shall be notified in writing and received by the Company at the Registered Office before the commencement of this meeting.
6. In respect of deposited securities, only members whose names appear in the Company’s Record of Depositors as at 12 October 2020 shall be eligible to attend, speak and vote at this meeting or appoint proxy(ies) to attend and vote on his/her behalf.
7. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements (“**MMLR**”) of Bursa Securities, the resolution set out in the Notice of the EGM will be put to vote by way of poll. Poll Administrators and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

8. The EGM of the Company will be conducted in compliance with the General Standard Operating Procedures to Government and Private Sector (“**General SOP**”) issued by Malaysian National Security Council. The attendance of members/proxies and invited guests may be denied if failure to fulfil the requirements of participants in accordance with the General SOP.
9. Pursuant to the Guidance and Frequently Asked Questions on the Conduct of General Meetings for Listed Issuers, issued by the Securities Commission Malaysia, members, proxies and corporate representatives (“**Participants**”) who will be attending the EGM in person are required to pre-register themselves by providing their name, NRIC/Passport No. and CDS account no. to the company via email at eastlandegm20@eeb.com.my not later than **Tuesday, 20 October 2020** at **4.00 p.m.**, otherwise the attendance of Participants in person will be denied. Participants will be notified via email once your registration is successful. Participants are required to download **MySejahtera** application and scan the QR code during the registration process.
10. The Board wishes to highlight that the EGM may be re-scheduled and/or adjourned subject to the development of the COVID-19 pandemic and the Malaysian Government’s announcements or guidelines made from time to time. Rest assured, all members/proxies/corporate representatives including invitees shall be kept informed of any unexpected changes.

EXPLANATORY NOTE:

1. Item 1 of the Agenda

The Special Resolution, if passed, will further align the amended Constitution of the Company with the amended Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and prevailing statutory and regulatory requirements as well as to render clarity and consistency throughout.

Personal data privacy:

*By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 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) for the purpose of the processing and administration by the Company (or its agents) 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 the EGM (including any adjournment thereof), and in order for the Company (or its agents) 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), 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) 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 penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.*