

## NOTICE OF THE 34<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Thirty-Fourth Annual General Meeting ("34<sup>th</sup> AGM") of Hextar Global Berhad ("the Company") will be held at Hextar Global Berhad's Corporate Office, Level 17 Hextar Tower, Empire City, Jalan PJU 8/1, Damansara Perdana, 47820 Petaling Jaya, Selangor Darul Ehsan on **Friday, 30 May 2025 at 10.00 a.m.** or at any adjournment thereof for the following purposes:

### ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon.

[Please refer to **Explanatory Note (1)**]

2. To re-elect the following Directors who are retiring in accordance with Clause 127 of the Company's Constitution: -

- (a) Dato' Sri Dr. Enwan bin Dato' Haji Mohd Tahir  
(b) Mr Yeoh Chin Hoe

[Please refer to **Explanatory Note (2)**]

3. To approve the payment of Directors' fees amounting to RM384,000.00 to the Directors of the Company for the financial year ending 31 December 2025.

[Please refer to **Explanatory Note (3)**]

5. To re-appoint Messrs. Crowe Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration.

[Please refer to **Explanatory Note (4)**]

### SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without modifications, the following resolutions:-

6. **PROPOSED RENEWAL OF AUTHORITY TO ISSUE AND ALLOT SHARES IN GENERAL PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

Ordinary Resolution 6

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, 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 ("New Shares") from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, or to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company ("Proposed Mandate").

THAT such approval on the Proposed Mandate shall continue to be in force until:-

- a. the conclusion of the next Annual General Meeting of the Company held after the approval was given; or  
b. the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or  
c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 15 of the Constitution of the Company, the shareholders of the Company do hereby waive their pre-emptive rights over all new shares, options over or grants of new shares or any other convertible securities in the Company and/or any new shares to be issued pursuant to such options, grants or other convertible securities, such new shares when issued, to rank pari passu with existing issued shares in the Company.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed Mandate."

[Please refer to **Explanatory Note (5)**]

7. **PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK**

Ordinary Resolution 7

"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued 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 issued shares in the Company ("Shares") purchased ("Purchased Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and  
ii. the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

("Proposed Share Buy-Back").

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- a. the conclusion of the next Annual General Meeting ("AGM") of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;  
b. the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or  
c. revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- i. To cancel all or part of the Purchased Shares;  
ii. To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;  
iii. To distribute all or part of the treasury shares as dividends to the shareholders of the Company;  
iv. To resell all or part of the treasury shares;  
v. To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;  
vi. To transfer all or part of the treasury shares as purchase consideration;  
vii. To sell, transfer or otherwise use the shares for such other purposes as the Minister may by order prescribe; and/or  
viii. To deal with the treasury shares in any other manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository accounts) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities."

[Please refer to **Explanatory Note (6)**]

8. **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("RRPT")**

Ordinary Resolution 8

"THAT subject to Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to the Shareholders dated 30 April 2025 which are necessary for day-to-day operations and are carried out in the ordinary course of business on terms which are not more favourable to the related parties than those generally available to the public and are undertaken on arms' length basis and not detrimental to the interest of the minority shareholders;

AND THAT the authority conferred by such mandate shall commence upon the passing of this resolution and continue to be in full force until:

- a. the conclusion of the next Annual General Meeting ("AGM") of the Company at which this shareholders' mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;  
b. the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or  
c. revoked or varied by resolution passed by the shareholders in general meeting;

whichever is the earlier;

AND THAT the Board of Directors be and is hereby authorised to complete and do all such acts and things as it may consider expedient or necessary (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this mandate."

[Please refer to **Explanatory Note (7)**]

9. To transact any other business of the Company of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

### BY ORDER OF THE BOARD

**TAN TONG LANG** (SSM PC No. 202208000250) (MAICSA No. 7045482)

**LIU MEN TIENG** (SSM PC No. 202208000447) (MAICSA No. 7073397)

**PHAN NEE CHIM** (SSM PC No. 202008004339) (MIA No. 28178)

Company Secretaries

30 April 2025

Kuala Lumpur

### NOTES:

1. The 34<sup>th</sup> AGM will be held at Hextar Global Berhad's Corporate Office, Level 17 Hextar Tower, Empire City, Jalan PJU 8/1, Damansara Perdana, 47820 Petaling Jaya, Selangor Darul Ehsan.
2. For the purpose of determining a member who is entitled to attend and vote at the meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 21 May 2025. Only members whose names appear in the General Meeting Record of Depositors as at 21 May 2025 shall be entitled to attend, participate and vote at the Meeting or appoint proxies to attend and vote in his/her stead.
3. A member entitled to attend and vote at the Meeting of the Company is entitled to appoint one (1) proxy to attend, participate, speak and vote at the Meeting. A member who is entitled to attend, participate, speak and vote at the meeting shall be entitled to appoint more than one (1) proxy to attend, participate, speak 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.
4. A proxy need not be a member of the Company. A proxy appointed to attend, participate, speak and vote at the Meeting shall have the same rights as the members to speak and vote at the Meeting.
5. The authority to appoint a proxy shall be exercised by the holder of the authority or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is a corporation, as defined under the SICDA, it may appoint one not more than two (2) proxy in respect of each security account it holds with the Company as proxy for the purposes of the SICDA, it may appoint one not more than two (2) proxy in respect of each security account it holds with the Company as proxy for the purposes of the SICDA, it may appoint one not more than two (2) proxy in respect of each security account it holds with the Company as proxy for the purposes of the SICDA, it may appoint one not more than two (2) proxy in respect of each security account it holds with the Company as proxy for the purposes of the SICDA.
7. 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) security account ("nominees account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each nominee account it holds. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified. An exempt authorised nominee refers to an authorised nominee defined in SICDA which is exempted from compliance with the provisions of sub-section 25A(1) of SICDA.
8. The appointment of a proxy may be made in a hard copy form or by electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM of which the person named in the appointment proposes to vote:
- (a) In a hard copy form
- (i) The form of an appointment made in hard copy form, this proxy form must be deposited with the Share Registrar of the Company, Astro Corporate Services Sdn. Bhd. at B-211, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Sepuluh Putra Ultra, 59200 Kuala Lumpur, Wilayah Persekutuan.
- (ii) By electronic means
- The proxy form can be electronically submitted with the Share Registrar of the Company via email at [share@aigpro.com.my](mailto:share@aigpro.com.my).
9. Please ensure ALL the particulars as required in the Proxy Form are completed, signed, and dated accordingly.
10. Last date and time for lodging the Proxy Form is **Wednesday, 28 May 2025 at 10.00 a.m.**
11. The proxy form must be submitted to the Share Registrar of the Company, Astro Corporate Services Sdn. Bhd. at B-211, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Sepuluh Putra Ultra, 59200 Kuala Lumpur **before not less than forty-eight (48) hours before the time appointed for holding the AGM** or adjourned general meeting at which the person named in the appointment proposes to vote. A day of the week which is a public holiday shall be deemed to be a day of the week for the purposes of this Note.
12. The proxy form must be submitted to the Share Registrar of the Company, Astro Corporate Services Sdn. Bhd. at B-211, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Sepuluh Putra Ultra, 59200 Kuala Lumpur **before not less than forty-eight (48) hours before the time appointed for holding the AGM** or adjourned general meeting at which the person named in the appointment proposes to vote. A day of the week which is a public holiday shall be deemed to be a day of the week for the purposes of this Note.
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