

**KJTS GROUP BERHAD**

(Registration No. 202201020004 (1465701-T))  
(Incorporated in Malaysia)

# NOTICE OF EXTRAORDINARY GENERAL MEETING ("EGM")

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting ("EGM") of KJTS Group Berhad ("KJTS" or "Company") will be held at Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia on Tuesday, 27 May 2025 at 11.00 am or immediately after the conclusion of the 3<sup>rd</sup> Annual General Meeting of the Company and at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

**PROPOSED ACQUISITION BY KJ TECHNICAL SERVICES SDN BHD ("KJ TECHNICAL SERVICES"), A WHOLLY-OWNED SUBSIDIARY OF KJTS GROUP BERHAD ("KJTS" OR "COMPANY"), OF 10,000,000 ORDINARY SHARES IN MALAKOFF UTILITIES SDN BHD ("MUSB"), A WHOLLY-OWNED SUBSIDIARY OF MALAKOFF CORPORATION BERHAD, REPRESENTING 100% EQUITY INTEREST IN MUSB, FOR A TOTAL CASH CONSIDERATION OF RM65.50 MILLION ("PROPOSED ACQUISITION")**

**ORDINARY RESOLUTION 1**

**"THAT** subject to the approvals of all relevant authorities and/or parties being obtained in respect of the Proposed Acquisition, and the conditions precedent stipulated in the conditional sale and purchase agreement dated 3 February 2025 ("SPA") entered into between KJ Technical Services and Malakoff Corporation Berhad in respect of the Proposed Acquisition being fulfilled or waived, approval be and is hereby given to the Company, through KJ Technical Services, to acquire 100% equity interest in MUSB for a total cash consideration of RM65.50 million, subject to the terms and conditions as stipulated in the SPA.

**AND THAT** the Board of Directors of KJTS be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to the Proposed Acquisition with full power to assent to any terms, modifications, variations, arrangements, condition and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner as it may deem fit or necessary or expedient in the best interest of the Company to implement, finalise, complete and give full effect to the Proposed Acquisition."

**PROPOSED VARIATION OF PROCEEDS RAISED FROM THE INITIAL PUBLIC OFFERING ("IPO") OF THE COMPANY PURSUANT TO RULE 8.24 OF THE ACE MARKET LISTING REQUIREMENTS ("LISTING REQUIREMENTS") OF BURSA MALAYSIA SECURITIES BERHAD ("PROPOSED VARIATION")**

**ORDINARY RESOLUTION 2**

**"THAT** subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained in respect of the Proposed Variation, authority be and is hereby given for the Company to undertake the Proposed Variation to vary the utilisation of the unutilised balance of proceeds raised from the Company's IPO of approximately RM44.42 million in the manner set out in **Section 3** of the Circular to shareholders of the Company dated 9 May 2025.

**AND THAT** the Directors of the Company be and are hereby authorised to take all such steps and do all acts, deeds and things to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as they may deem necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Variation with full powers to assent to any conditions, modifications, variations and/or amendments as the Directors may in their absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Variation."

By Order of the Board

**NUR SHAHFAIZA BINTI MD YUSOFF** SSM PC NO. 202008000953 (MAICSA7052006)

**CHOO SOOK FUN** SSM PC NO. 202008000567 (LS0009607)

Company Secretaries

Kuala Lumpur  
9 May 2025

# NOTICE OF EXTRAORDINARY GENERAL MEETING ("EGM")

## NOTES:

1. For the purpose of determining who shall be entitled to participate in this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the Record of Depositors as at 20 May 2025. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this EGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
2. A member entitled to attend and vote at this EGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at the EGM of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the EGM.
4. Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. 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 omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**") which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
6. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
7. The appointment of a proxy may be made in a hard copy form or by electronic means 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 EGM or adjourned EGM at which the person named in the appointment proposes to vote:
  - (i) In hard copy form

In the case of an appointment made in hard copy form, the Proxy Form must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its drop-in box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (ii) By electronic form

The Proxy Form can be electronically lodged with the Company's Share Registrar via TIIH Online at <https://tiih.online>. Please follow the procedures set out in the Administrative Guide.
8. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its drop-in box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned EGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
9. For a corporate member who has appointed an authorised representative, please deposit the ORIGINAL certificate of appointment of authorised representative with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:
  - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
10. Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly.
11. Last date and time for lodging the Proxy Form is Sunday, 25 May 2025 at 11.00.a.m.
12. Shareholders are advised to check the Company's website and announcements from time to time for any changes to the administration of the EGM.