

NOTICE OF EIGHTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT that the Eighth Annual General Meeting of the Company will be conducted fully virtually through the online meeting platform of TIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) on Friday, 14 June 2024 at 11.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolution:

AGENDA

Ordinary Businesses

- | | |
|--|--|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and Auditors thereon. | (Please refer to Explanatory Note 1) |
| 2. To approve the payment of the following Directors' fees with effect from 15 June 2024 until the next Annual General Meeting of the Company to be held in 2025:- | (Please refer to Explanatory Note 2) |
| (a) RM4,300.00 per month for Mr Boumhidi Abdelali
(b) RM5,000.00 per month for Mr Jonathan Law Ngee Song
(c) RM5,100.00 per month for Dato' Yew Soon Keong
(d) RM5,300.00 per month for Dato' Jamelah Binti Jamaluddin | Ordinary Resolution 1
Ordinary Resolution 2
Ordinary Resolution 3
Ordinary Resolution 4 |
| 3. To approve the payment of the Director's fees of RM5,200.00 per month for Ms Jas Bir Kaur A/P Lol Singh with effect from the date of her appointment on 1 October 2023 until the next Annual General Meeting of the Company to be held in 2025. | Ordinary Resolution 5
(Please refer to Explanatory Note 3) |
| 4. To approve the payment of Directors' benefits to the Directors up to an amount of RM50,000 for the period from 15 June 2024 up to the date of the next Annual General Meeting of the Company to be held in 2025. | Ordinary Resolution 6
(Please refer to Explanatory Note 4) |
| 5. To note Ms Low Siew Hui who is retiring pursuant to Clause 124 of the Constitution of the Company and not seeking for re-election. | (Please refer to Explanatory Note 5) |
| 6. To re-elect Dato' Jamelah Binti Jamaluddin who is retiring pursuant to Clause 124 of the Constitution of the Company and being eligible, has offered herself for re-election. | Ordinary Resolution 7
(Please refer to Explanatory Note 5) |
| 7. To re-elect Ms Jas Bir Kaur A/P Lol Singh who is retiring pursuant to Clause 129 of the Constitution of the Company and being eligible, has offered herself for re-election. | Ordinary Resolution 8
(Please refer to Explanatory Note 6) |
| 8. To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company for the financial year ending 31 December 2024 and to authorise the Board of Directors to fix their remuneration. | Ordinary Resolution 9
(Please refer to Explanatory Note 7) |

Notice Of Eighth Annual General Meeting (cont'd)

Special Business

To consider and if thought fit, with or without any modification(s), to pass the following resolution:

9. **ORDINARY RESOLUTION
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS
75 AND 76 OF THE COMPANIES ACT 2016**

Ordinary Resolution 10
(Please refer to
Explanatory Note 8)

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Constitution of the Company, the 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, 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% or such applicable limit as allowed under the Listing Requirements of the total number of issued shares (excluding any treasury shares) of the Company ("Proposed General Mandate").

THAT such approval on the Proposed General 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;
- 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 General 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.

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 General Mandate."

Notice Of Eighth Annual General Meeting
(cont'd)

10. To transact any other business 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 BEE HWEE (SSM P.C. No. 202008001497) (MAICSA 7021024)
LIM YOU JING (SSM P.C. No. 202108000369) (MAICSA 7075638)
TOO KOK THAI (SSM P.C. No. 202008003233) (MIA 12119)
Company Secretaries

Kuala Lumpur
30 April 2024

Notes:

1. *Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 8th AGM via the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV in the Administrative Notes on 8th AGM and take note of Notes (2) to (14) below in order to participate remotely via RPV.***
2. *For the purpose of determining who shall be entitled to participate in this 8th AGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 6 June 2024**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this 8th AGM via RPV.*
3. *A member who is entitled to participate in this 8th AGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.*
4. *A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the 8th AGM via RPV.*
5. *If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.*
6. *Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("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.*
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 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.*
8. *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.*

Notice Of Eighth Annual General Meeting (cont'd)

Notes: (Cont'd)

9. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this 8th AGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV in the Administrative Notes on 8th AGM.**
10. 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 8th AGM or adjourned general meeting 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 Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - (ii) In electronic form

In the case of an appointment made via online lodgement facility, please login to the link website at <https://tiih.online> and select "e-Services" to login. Please refer to the Administrative Guide on how to register to TIIH Online and submit your Form of Proxy electronically.
11. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
12. Last date and time for lodging the proxy form is **Wednesday, 12 June 2024 at 11.00 a.m.**
13. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, 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 8th AGM or adjourned general meeting 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.
14. For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment 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 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.

Notice Of Eighth Annual General Meeting
(cont'd)

EXPLANATORY NOTES

Ordinary Business

1. **Explanatory Note 1 – To receive the Audited Financial Statements for the financial year ended 31 December 2023**

This agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 (“the Act”) does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this resolution will not be put forward for voting.

2. **Ordinary Resolutions 1 to 4 – Directors’ Fees**

The proposed Ordinary Resolutions 1 to 4, if passed, will give authority to the Company to pay the Directors’ fees from 15 June 2024 until the next Annual General Meeting of the Company to be held in 2025, as and when their services are rendered.

The proposed Directors’ fees to be paid to the Directors monthly accordingly upon approval on these resolutions and subject to the passing of Ordinary Resolution 7.

3. **Ordinary Resolution 5 – Director’s Fees**

The proposed Ordinary Resolution 5, if passed, will give authority to the Company to pay the Director’s fees to Ms Jas Bir Kaur A/P Lol Singh from the date of her appointment on 1 October 2023 until the next Annual General Meeting of the Company to be held in 2025, as and when her services are rendered.

The proposed Director’s fees to be paid to the Director monthly accordingly upon approval on this resolution and subject to the passing of Ordinary Resolution 8.

4. **Ordinary Resolution 6 – Directors’ Benefits**

Pursuant to Section 230(1) of the Act, Directors’ benefits to the Directors of the Company will have to be approved by the shareholders at a general meeting. The Company is seeking shareholders’ approval for the payment of Directors’ benefits for the period from 15 June 2024 up to the date of the next Annual General Meeting of the Company to be held in 2025, as and when their services are rendered.

The proposed Directors’ benefits for the period from 15 June 2024 until the next Annual General Meeting of the Company to be held in 2025 are for the professional indemnity insurance premium and training fee.

Payment of the Directors’ benefits will be made by the Company to the respective Directors as and when incurred if the proposed Ordinary Resolution 6 is passed by the shareholders at the 8th AGM.

In the event the Directors’ fees and benefits proposed are insufficient, approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

Notice Of Eighth Annual General Meeting (cont'd)

EXPLANATORY NOTES (CONT'D)

5. **Retirement of Ms Low Siew Hui from office of the Board / Ordinary Resolution 7 – Re-election of Dato' Jamelah Binti Jamaluddin as Director pursuant to Clause 124 of the Constitution of the Company**

Clause 124 of the Constitution of the Company ("Constitution") provides that at the annual general meeting in every subsequent year, one-third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3), shall retire from office at the conclusion of the annual general meeting in every year provided always that all Directors shall retire from office once at least in each three (3) years, but shall be eligible for re-election. The Directors who are subject to retirement by rotation and are eligible for re-election in accordance with Clause 124 of the Constitution are Dato' Jamelah Binti Jamaluddin, Independent Non-Executive Director and Ms Low Siew Hui, Independent Non-Executive Director.

However, Ms Low Siew Hui has expressed her intention not to seek for re-election and shall be retiring as Director at the conclusion of this AGM.

Pursuant to Practice 5.7 of the Malaysian Code on Corporate Governance, the profile of the Director who is standing for re-election as per Agenda item 6 is set out in the Board of Directors' profile on page 11 of the Annual Report 2023. Based on the recommendation of the Nominating Committee, the Board supports the re-election of Dato' Jamelah Binti Jamaluddin as Independent Non-Executive Director of the Company based on the following justifications:-

Ordinary Resolution 7 – Re-election of Dato' Jamelah Binti Jamaluddin as Independent Non-Executive Director

- i. Dato' Jamelah Binti Jamaluddin has remained objective in expressing her view and participating in Board deliberations and decision-making.
- ii. She has vast experience in corporate finance sector. She has exercised her due care and carried out her professional duties proficiently during her tenure as Independent Non-Executive Director of the Company.
- iii. Her performance as individual director of the Company for the financial year ended 31 December 2023 has been assessed by the Nominating Committee and the Board was satisfied with her performance and the fit and proper assessment on her.
- iv. She had met the criteria as prescribed by Paragraph 2.20A of the Listing Requirements on character, experience, integrity, competence and time commitment to effectively discharge her role as Director.

Notice Of Eighth Annual General Meeting
(cont'd)

EXPLANATORY NOTES (CONT'D)

6. Ordinary Resolution 8 – Re-election of Ms Jas Bir Kaur A/P Lol Singh as Director pursuant to Clause 129 of the Constitution of the Company

Clause 129 of the Constitution of the Company (“Constitution”) provides that notwithstanding Clause 127 of the Constitution, the Directors may appoint a person who is willing to act as Director, either to fill a casual vacancy or as an additional Director, provided that the appointment does not cause the number of Directors to exceed any number fixed by or in accordance with this Constitution as the maximum number of Directors. A Director so appointed shall hold office only until the next annual general meeting and shall then be eligible for re-election. The Director who is subject to retirement and is eligible for re-election in accordance with Clause 129 of the Constitution is Ms Jas Bir Kaur A/P Lol Singh, Independent Non-Executive Director.

Pursuant to Practice 5.7 of the Malaysian Code on Corporate Governance, the profiles of the Director who is standing for re-election as per Agenda item 7 is set out in the Board of Directors’ profile on page 13 of the Annual Report 2023. Based on the recommendation of the Nominating Committee, the Board supports the re-election of Ms Jas Bir Kaur A/P Lol Singh as Independent Non-Executive Director of the Company based on the following justifications:-

Ordinary Resolution 8 – Re-election of Ms Jas Bir Kaur A/P Lol Singh as Independent Non-Executive Director

- i. Ms Jas Bir Kaur A/P Lol Singh has remained objective in expressing his view and participating in Board deliberations and decision-making.
- ii. She has vast experience in the financial services sector as well as the regulatory framework for the capital market. She has exercised her due care and carried out her professional duties proficiently during her tenure as Independent Non-Executive Director of the Company.
- iii. Her performance as individual director of the Company for the financial year ended 31 December 2023 has been assessed by the Nominating Committee and the Board was satisfied with her performance and the fit and proper assessment on her.
- iv. She had met the criteria as prescribed by Paragraph 2.20A of the Listing Requirements on character, experience, integrity, competence and time commitment to effectively discharge her role as Director.

7. Ordinary Resolution 9 – Re-appointment of Auditors

The Audit and Risk Management Committee (“ARMC”) had at its meeting held on 24 April 2024 assessed the suitability and independence of the External Auditors and recommended the re-appointment of Crowe Malaysia PLT as External Auditors of the Company for the financial year ending 31 December 2024. Crowe Malaysia PLT had notified the Company of their intention to seek re-appointment as auditors.

The Board has in turn reviewed the recommendation of the ARMC and recommended the same to be tabled to the shareholders for approval at the 8th AGM.

Notice Of Eighth Annual General Meeting (cont'd)

EXPLANATORY NOTES (CONT'D)

8. Ordinary Resolution 10 – Authority to issue and allot shares pursuant to Sections 75 and 76 of the Act

The proposed ordinary resolution, if passed, will empower the Directors of the Company to issue and allot 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 10% or such applicable limit as allowed under the Listing Requirements of the total number of issued shares (excluding treasury shares) of the Company for the time being ("Proposed General Mandate"). 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.

This proposed Resolution is a renewal of the previous year's mandate. The mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.

The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for fund raising exercise including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or other circumstances arise which involve grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other application as the Directors may deem fit in the best interest of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 23 June 2023 and the mandate will lapse at the conclusion of the 8th AGM.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

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

1. There is no Director standing for election at the Eighth Annual General Meeting of the Company.
2. Ordinary Resolution 7

The Director who retires pursuant to Clause 124 of the Constitution of the Company and being eligible to offer herself for re-election at the 8th AGM is Dato' Jamelah Binti Jamaluddin.

The profile of Dato' Jamelah Binti Jamaluddin who is standing for re-election as per Agenda item 6 of the Notice of 8th AGM are as follows:

Dato' Jamelah Binti Jamaluddin

Independent Non-Executive Director

Malaysian, aged 67, Female

Board Committee:

- Chairperson of Audit and Risk Management Committee
- Chairperson of Nominating Committee
- Member of Remuneration Committee

Present Directorship (Public Companies / Listed Issuers): Nil

Dato' Jamelah Binti Jamaluddin was appointed to the Board of Pimpinan Ehsan Berhad on 21 April 2021.

She holds a Degree in Bachelor of Business Administration in Finance from the Western Michigan University in United States of America and Masters of Business Administration in Finance from Central Michigan University in United States of America.

She is the Director and Executive Chairman of CapM Group. She was previously a Board Member of Malaysia Productivity Corporation Berhad and a council member of Majlis Amanah Rakyat (MARA). She was appointed as the Managing Director of Kuwait Finance House (Malaysia) Labuan Berhad from March 2013 to September 2013 and Chief Executive Officer ("CEO") of Kuwait Finance House (Malaysia) Berhad from February 2010 to March 2013. She served RHB Islamic Bank Berhad as Managing Director from August 2007 to January 2010.

Her previous professional experience includes, the Deputy CEO of Kuwait Finance House (Malaysia) Berhad from November 2006 to August 2007, Chief Operating Officer of RHB Sakura Merchant Bankers Bhd from January 2004 to November 2006, and the Principal Officer and Division Director of Macquarie Malaysia Sdn. Bhd. and Macquarie Bank Limited (Labuan Branch) from August 1999 to November 2003.

She has no family relationship with any Director and/or major shareholder of the Company and does not have any business or other relationship which could pose a conflict of interest with the Company or interfere with exercise of her judgement in the Company. She acts in the best interest of the Company.

She has not been convicted of any offence within the past five (5) years other than traffic offences and has not been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 December 2023.

The Board hereby supports and recommends the re-election of Dato' Jamelah Binti Jamaluddin as the Independent Non-Executive Director of the Company for the shareholders' approval.

Statement Accompanying Notice Of Annual General Meeting (cont'd)

3. Ordinary Resolution 8

The Director who retires pursuant to Clause 129 of the Constitution of the Company and being eligible to offer herself for re-election at the 8th AGM is Ms Jas Bir Kaur A/P Lol Singh.

The profile of the Ms Jas Bir Kaur A/P Lol Singh who is standing for re-election as per Agenda item 7 of the Notice of 8th AGM are as follows :

Jas Bir Kaur A/P Lol Singh

Independent Non-Executive Director

Malaysian, aged 67, Female

Board Committee:

- **Member of Audit and Risk Management Committee**
- **Member of Nominating Committee**
- **Member of Remuneration Committee**
- **Member of Sustainability Committee**

Present Directorship (Public Companies / Listed Issuers):

- **AmFunds Management Berhad**
- **AmFIRST Real Estate Investment Trust**

Ms Jas Bir Kaur A/P Lol Singh was appointed to the Board of Pimpinan Ehsan Berhad on 1 October 2023.

She graduated with a Bachelor of Economics from University Malaya in 1979 and a Master of Science (Finance) from University of Strathclyde, Scotland in 2001 as well as a Master of Managerial Psychology from HELP University College in 2013.

She started her career at Bank Negara Malaysia in 1980. She was involved in the regulation of commercial banking, financial institutions and development of policy. In 1993, she left Bank Negara Malaysia. Her last position was Assistant Manager. She went on to join the Securities Commission Malaysia ("SC") in 1993. While with the SC, she was involved in many areas of oversight including supervision, authorisation and licensing, product development and the formulation of policies for the capital market, particularly in investment management. Her last position in the SC was a Deputy Director. In 2019, she was appointed as the Senior Director for Value Partners Hong Kong where she was responsible for, amongst others, integrating environmental, social and governance ("ESG") requirements within the investment process to meet global ESG standards. She resigned from Value Partners Hong Kong in November 2019.

She currently sits as a Public Interest Director on the Board of Directors of Federation of Investment Managers Malaysia and an Independent Director on the boards of AmFunds Management Berhad and AmFIRST Real Estate Investment Trust.

She has no family relationship with any Director and/or major shareholder of the Company and does not have any business or other relationship which could pose a conflict of interest with the Company or interfere with exercise of her judgement in the Company. She acts in the best interest of the Company.

She has not been convicted of any offence within the past five (5) years other than traffic offences and has not been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 December 2023.

The Board hereby supports and recommends the re-election of Ms Jas Bir Kaur A/P Lol Singh as the Independent Non-Executive Director of the Company for the shareholders' approval.

ADMINISTRATIVE GUIDE

FOR THE EIGHTH ANNUAL GENERAL MEETING (“8TH AGM”) OF PIMPINAN EHSAN BERHAD

Date : 14 June 2024
Time : 11.00 a.m.
Meeting Venue : TIIH Online meeting platform provided by Tricor Investor & Issuing House Services Sdn. Bhd. Malaysia
Meeting Platform : TIIH Online website at <https://tiih.online> or <https://tiih.com.my>
(Domain registration number with MYNIC: D1A282781)

The meeting platform of the 8th Annual General Meeting (“AGM”) is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 and the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia which were revised on 7 April 2022. With the Remote Participation and Voting (“RPV”) facilities, you may exercise your right as a member of the Company to participate (including the right to pose questions to the Board of Directors and/or Management of the Company) and vote at the AGM. Alternatively, you may also appoint the Chairman of the meeting as your proxy to attend and vote on your behalf at the AGM.

REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITIES

The RPV facilities are available on Tricor’s **TIIH Online** website at <https://tiih.online>.

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 8th AGM using RPV facilities from Tricor.

Kindly refer to Procedures for RPV as set out below for the requirements and procedures.

PROCEDURES TO REMOTE PARTICIPATION AND VOTING VIA RPV FACILITIES

Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 8th AGM using the RPV facilities:

Before the 8th AGM Day

Procedure	Action
i. Register as a user with TIIH Online	<ul style="list-style-type: none"> Using your computer, access to website at https://tiih.online. Register as a user under the “e-Services” select “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance. Registration as a user will be approved within one (1) working day and you will be notified via e-mail. If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
ii. Submit your request to attend 8 th AGM remotely	<ul style="list-style-type: none"> Registration is open from Tuesday, 30 April 2024 until the day of 8th AGM on Friday, 14 June 2024. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 8th AGM to ascertain their eligibility to participate the 8th AGM using the RPV. Login with your user ID (i.e. e-mail address) and password and select the corporate event: (Registration) PIMPINAN EHSAN BERHAD 8TH AGM Read and agree to the Terms & Conditions and confirm the Declaration. Select “Register for Remote Participation and Voting”. Review your registration and proceed to register. System will send an e-mail to notify that your registration for remote participation is received and will be verified. After verification of your registration against the Record of Depositors as at 6 June 2024, the system will send you an e-mail after 12 June 2024 to approve or reject your registration for remote participation. <p>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV).</p>

Administrative Guide (cont'd)

On the 8th AGM Day

Procedure	Action
i. Login to TIIH Online	<ul style="list-style-type: none"> Login with your user ID and password for remote participation at the 8th AGM at any time from 10.00 a.m. i.e. 1 hour before the commencement of meeting at 11.00 a.m. on Friday, 14 June 2024.
ii. Participate through Live Streaming	<ul style="list-style-type: none"> Select the corporate event: (Live Stream Meeting) PIMPINAN EHSAN BERHAD 8TH AGM to engage in the proceedings of the 8th AGM remotely. If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will try to respond to questions submitted by remote participants during the 8th AGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.
iii. Online remote voting	<ul style="list-style-type: none"> Voting session commences from 11.00 a.m. on Friday, 14 June 2024 until a time when the Chairman announces the end of the session. Select the corporate event: (Remote Voting) PIMPINAN EHSAN BERHAD 8TH AGM or if you are on the live stream meeting page, you can select "GO TO REMOTE VOTING PAGE" button below the Query Box. Read and agree to the Terms & Conditions and confirm the Declaration. Select the CDS account that represents your shareholdings. Indicate your votes for the resolutions that are tabled for voting. Confirm and submit your votes.
iv. End of remote participation	<ul style="list-style-type: none"> Upon the announcement by the Chairman on the conclusion of the 8th AGM, the Live Streaming will end.

Note to users of the RPV facilities:

- Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to **TIIH Online** on the day of meeting will indicate your presence at the virtual meeting.
- The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
- In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

Entitlement to Participate and Appointment of Proxy

Only members whose names appear on the Record of Depositors as at 6 June 2024 shall be eligible to attend, speak and vote at the 8th AGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her behalf.

In view that the 8th AGM will be conducted on a virtual basis, a member can appoint the Chairman of the Meeting as his/her proxy and indicate the voting instruction in the Form of Proxy.

If you wish to participate in the 8th AGM yourself, please do not submit any Form of Proxy for the 8th AGM. You will not be allowed to participate in the 8th AGM together with a proxy appointed by you.

Administrative Guide (cont'd)

Entitlement to Participate and Appointment of Proxy (Cont'd)

Accordingly, forms of proxy and/or documents relating to the appointment of proxy/corporate representative/attorney for the 8th AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Wednesday, 12 June 2024 at 11.00 a.m.:**

- (i) In hard copy form:
 - a) By hand or post to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur;
 - b) By fax at 03-2783 9222 or e-mail to is.enquiry@my.tricorglobal.com.
- (ii) By electronic form:

All shareholders can have the option to submit proxy forms electronically via **TIIH Online** and the steps to submit are summarised below:

Procedure	Action
i. Steps for Individual Shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none"> Using your computer, please access the website at https://tiih.online. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance. If you are already a user with TIIH Online, you are not required to register again.
Proceed with submission of form of proxy	<ul style="list-style-type: none"> After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. Select the corporate event: PIMPINAN EHSAN BERHAD 8TH AGM - “Submission of Form of Proxy”. Read and agree to the Terms and Conditions and confirm the Declaration. Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. Review and confirm your proxy(s) appointment. Print the form of proxy for your record.
ii. Steps for corporation or institutional shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none"> Access TIIH Online at https://tiih.online. Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects “Create Account by Representative of Corporate Holder”. Complete the registration form and upload the required documents. Registration will be verified, and you will be notified by email within one (1) to two (2) working days. Proceed to activate your account with the temporary password given in the email and re-set your own password. <p>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.</p>

Administrative Guide (cont'd)

Entitlement to Participate and Appointment of Proxy (Cont'd)

(ii) By electronic form: (Cont'd)

All shareholders can have the option to submit proxy forms electronically via **TIIH Online** and the steps to submit are summarised below: (Cont'd)

Procedure	Action
ii. Steps for corporation or institutional shareholders (Cont'd)	
Proceed with submission of form of proxy	<ul style="list-style-type: none"> • Login to TIIH Online at https://tiih.online. • Select the corporate exercise name: PIMPINAN EHSAN BERHAD 8TH AGM – “Submission of Form of Proxy” • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than Wednesday, 12 June 2024 at 11.00 a.m. to participate via RPV in the 8th AGM. A copy of the power of attorney may be accepted provided that it is certified notarial and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the ORIGINAL certificate of appointment with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than Wednesday, 12 June 2024 at 11.00 a.m. to participate via RPV in the 8th AGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment 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 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.

Administrative Guide (cont'd)

POLL VOTING

The voting at the 8th AGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting (e-voting).

Members/proxies/corporate representatives/attorneys can proceed to vote on the resolutions at any time from 11.00 a.m. on Friday, 14 June 2024 till before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to “Procedures to Remote Participation and Voting via RPV Facilities” provided above for guidance on how to vote remotely via **TIIH Online**.

Upon completion of the voting session for the 8th AGM, the Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

PRE-MEETING SUBMISSION OF QUESTIONS

Shareholders may submit questions for the Board of Directors in advance of the 8th AGM, via Tricor’s **TIIH Online** website at <https://tiih.online>, by selecting “e-Services” to login, post your questions and submit it electronically no later than Wednesday, 12 June 2024. The Board of Directors will endeavor to address the questions received at the 8th AGM.

NO DOOR GIFTS/FOOD VOUCHERS

There will be no distribution of door gifts or food vouchers for attending the 8th AGM as the meeting will be conducted on a fully virtual basis.

NO RECORDING OR PHOTOGRAPHY

Unauthorized recording and photography are strictly prohibited at the 8th AGM.

ENQUIRY

If you have any enquiry or need any assistance, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299
Fax Number : +603-2783 9222
Email : is.enquiry@my.tricorglobal.com

Contact person :

Mohamad Khairudin Bin Tajudin : +603-2783 7973
email : Mohamad.Khairudin@my.tricorglobal.com



PIMPINAN EHSAN BERHAD

(201601021838) (1192777-W)
(Incorporated in Malaysia)

PROXY FORM

*I/We _____

NRIC/Passport/Company No. _____ Tel/Hp No. _____

of _____

being member(s) of Pimpinan Ehsan Berhad, hereby appoint:

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or* (*delete as appropriate)

Full Name (in Block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her, the Chairman of the Meeting as *my/our proxy/proxies to attend and vote for *me/us and on *my/our behalf at the Eighth Annual General Meeting of the Company to be conducted fully virtually through the online meeting platform of **TIIH Online** provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) on **Friday, 14 June 2024 at 11.00 a.m.** and at any adjournment thereof, and to vote as indicated below:

Item	Agenda			
1.	To receive the Audited Financial Statements for the financial year ended 31 December 2023 together with the Reports of the Directors and Auditors thereon.			
		Ordinary Resolution ("OR")	For	Against
2.	Payment of Director's fees of Mr Boumhidi Abdelali amounting to RM4,300.00 per month from 15 June 2024 until the next Annual General Meeting of the Company to be held in 2025.	OR 1		
3.	Payment of Director's fees of Mr Jonathan Law Ngee Song amounting to RM5,000.00 per month from 15 June 2024 until the next Annual General Meeting of the Company to be held in 2025.	OR 2		
4.	Payment of Director's fees of Dato' Yew Soon Keong amounting to RM5,100.00 per month from 15 June 2024 until the next Annual General Meeting of the Company to be held in 2025.	OR 3		
5.	Payment of Director's fees of Dato' Jamelah Binti Jamaluddin amounting to RM5,300.00 per month from 15 June 2024 until the next Annual General Meeting of the Company to be held in 2025.	OR 4		
6.	Payment of Director's fees of Ms Jas Bir Kaur A/P Lol Singh amounting to RM5,200.00 per month from her date of appointment on 1 October 2023 until the next Annual General Meeting of the Company to be held in 2025.	OR 5		
7.	Payment of Directors' benefits to the Directors up to an amount of RM50,000 for the period from 15 June 2024 up to the date of the next Annual General Meeting of the Company to be held in 2025.	OR 6		
8.	Re-election of Dato' Jamelah Binti Jamaluddin as Director.	OR 7		
9.	Re-election of Ms Jas Bir Kaur A/P Lol Singh as Director.	OR 8		
10.	Re-appointment of Messrs Crowe Malaysia PLT as Auditors of the Company for the financial year ending 31 December 2024 and to authorise the Board to fix their remuneration.	OR 9		
Special Business				
11.	Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016	OR 10		

[Please indicate with an "X" in the spaces provided on how you wish your votes to be cast. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.]

Dated _____

*Signature/Common Seal of Shareholder (Contact No. _____)

* Delete if not applicable

No of ordinary shares	
CDS account no.	



NOTES ON THE APPOINTMENT OF PROXY:

IMPORTANT NOTICE

1. Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 8th AGM via the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV in the Administrative Notes on 8th AGM and take note of Notes (2) to (14) below in order to participate remotely via RPV.**
2. For the purpose of determining who shall be entitled to participate in this 8th AGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 6 June 2024**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this 8th AGM via RPV.
3. A member who is entitled to participate in this 8th AGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the 8th AGM via RPV.
5. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
6. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("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.
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 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
8. 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.
9. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this 8th AGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at **TIIH Online** website at <https://tiih.online>. **Please follow the Procedures for RPV in the Administrative Notes on 8th AGM.**
10. 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 8th AGM or adjourned general meeting 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 Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - (ii) **In electronic form**

In the case of an appointment made via online lodgement facility, please login to the link website at <https://tiih.online> and select "e-Services" to login. Please refer to the Administrative Guide on how to register to TIIH Online and submit your Form of Proxy electronically.
11. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
12. Last date and time for lodging the proxy form is **Wednesday, 12 June 2024 at 11.00 a.m.**
13. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, 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 8th AGM or adjourned general meeting 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.
14. For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment 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 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.

Fold this flap for sealing

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AFFIX
STAMP

Pimpinan Ehsan Berhad (201601021838) (1192777-W)
C/o Tricor Investor & Issuing House Services Sdn. Bhd. (197101000970) (11324-H)
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Malaysia

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