

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fifteenth (“15th”) Annual General Meeting (“AGM”) of SUPERLON HOLDINGS BERHAD (“Superlon” or “the Company”) will be conducted on a fully virtual basis through live streaming and online meeting platform of TIH Online provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia via its website at <https://tiah.online> on Tuesday, 21 September 2021 at 10.00 a.m. to transact the following business:-

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 30 April 2021 together with the Reports of Directors and Auditors thereon.
2. To approve the following payments to Directors:
 - (1) Directors’ fees of up to RM230,000 for the financial year ending 30 April 2022 payable monthly in arrears after each month of completed service of the Directors during the subject financial year. **(Ordinary Resolution 1)**
 - (2) Meeting attendance allowances of up to RM45,500 for the period from the date of the forthcoming AGM to 31 October 2022. **(Ordinary Resolution 2)**
3. To re-elect the following Directors who retire in accordance with Regulation 93 of the Company’s Constitution:-
 - (1) Mr Liu Han-Chao **(Ordinary Resolution 3)**
 - (2) Mr Ongi Cheng San **(Ordinary Resolution 4)**
 - (3) Mr Liu Jeremy **(Ordinary Resolution 5)**
4. To approve the re-appointment of retiring Auditors, Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 6)**

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions with or without any modifications as ordinary resolution:

5. **Proposed Renewal of Authority for Directors to allot and issue shares pursuant to Section 75 of the Companies Act 2016 (“the Act”)** **(Ordinary Resolution 7)**

“THAT, subject always to the Act, Constitution of the Company and approval and requirements of the relevant governmental and/or regulatory authorities (where applicable), the Directors be and are hereby empowered pursuant to Section 75 of the Act to allot and issue new ordinary shares in the Company, from time to time and upon such terms and conditions and for such purposes and to such persons whomsoever the Directors may, in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten percent (10%) of the issued and paid-up share capital for the time being of the Company AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.”

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

6. Proposed renewal of authority for the Company to purchase its own shares

(Ordinary Resolution 8)

“THAT, subject to the compliance with the Act, Constitution of the Company, the Main Market Listing Requirements of Bursa Securities and all other applicable laws, regulations, guidelines and the approvals of all relevant governmental and/or regulatory authorities, the Company be hereby given full authority to seek shareholders’ approval for the authority of the Company to purchase and/or such amount of ordinary shares in the Company (“Shares”) through Bursa Securities upon such terms and conditions as the Directors may deem fit in the best interest of the Company provided that:-

- (i) the aggregate number of Shares so purchased and/or held pursuant to this ordinary resolution (“Purchased Shares”) does not exceed ten percent (10%) of the total issued shares of the Company; and
- (ii) the maximum amount of funds to be allocated for the Purchased Shares shall not exceed the aggregate of the retained profits of the Company;

THAT the Directors be hereby authorised to decide at their discretion either to retain the Purchased Shares as treasury shares (as defined in Section 127 of the Act) and/ or to cancel the Purchased Shares and/or to retain the Purchased Shares as treasury shares for distribution as share dividends to the shareholders of the Company and/or be resold through Bursa Securities in accordance with the relevant rules of Bursa Securities and/or cancelled subsequently and/or to retain part of the Purchased Shares as treasury shares and/or cancel the remainder and to deal with the Purchased Shares in such other manner as may be permitted by the Act, rules, regulations, guidelines, requirements and/or orders of Bursa Securities and any other relevant authorities for the time being in force;

AND THAT such approval and authorisation shall only continue to be in force until:

- (i) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first;

AND FURTHER THAT the Directors of the Company be hereby authorised to do all such acts and things (including, without limitation executing all such documents as may be required) as they may consider expedient or necessary to give full effect to this mandate.”

- 7. To transact any other ordinary business of which due notice shall have been given in accordance with the Act.

By order of the Board

NG MEI WAN (SSM PC No. 201908000801) (MIA 28862)
R. MALATHI A/P RAJAGOPAL (SSM PC No. 201908000851) (MAICSA 7054884)
Company Secretaries

Kuala Lumpur
23 August 2021

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

IMPORTANT NOTICE ON REMOTE PARTICIPATION AND VOTING:

1. The 15th AGM will be conducted on a fully virtual basis through live streaming and online meeting platform provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") in Malaysia via its TIIH Online website at <https://tiih.online>.
2. According to the Revised Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 16 July 2021, all meeting participants including the Chairman of the meeting, board members, senior management and shareholders are to participate in the meeting online. Please refer to Administrative Guide for the 15th AGM in order to register, participate and vote remotely via the Remote Participation and Voting ("RPV") facilities.
3. Members/Proxy(ies) who wish to attend, speak (including posting questions to the Board via real time submission of typed texts) and vote (collectively, "participate") may do so remotely via the RPV facilities. Please follow the procedures provided in the Administrative Guide for the 15th AGM in order to register, participate and vote remotely.

NOTES:

1. Only depositors whose names appear in the Record of Depositors as at 13 September 2021 shall be regarded as members and be entitled to attend, participate, speak and vote at the 15th AGM.
2. A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
3. 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.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
5. Any alterations in the Proxy Form must be initialed by the member.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.
7. The appointment of proxy may be made in a hardcopy form or by electronic means as follows:

In Hardcopy Form

The proxy form or the Power of Attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the office of the Share Registrar of the Company, 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, 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 not less than twenty-four (24) hours before the time for holding this AGM.

By Electronic Form

The proxy form can be electronically submitted to the Share Registrar of the Company via TIIH Online at <https://tiih.online>. Kindly refer to the Administrative Guide on the procedure of electronic submission proxy form via TIIH Online. All proxy form submitted must be received by the Company not less than twenty-four (24) hours before the time appointed for holding this meeting or any adjourned meeting at which the person named in the appointment proposes to vote.

EXPLANATORY NOTES TO THE AGENDA

8. **Item 1 of the Agenda – Audited Financial Statements**

This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval of the shareholders and hence, is not put forward for voting.

9. **Item 2 of the Agenda - Ordinary Resolutions no. 1 & 2**

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

Approval of Directors' fees for the financial year ending 30 April 2022 and meeting attendance allowances from the date of the forthcoming AGM to 31 October 2022

Directors' fees approved for the financial year ended 30 April 2021 was RM230,000 and the meeting attendance allowances of up to RM43,500 for the period from 21 September 2020 to 31 October 2021. The Directors' fees and meeting attendance allowances proposed are calculated based on the anticipated number of scheduled Board and Committee Meetings for 2021/2022 and assuming that all the Non-Executive Directors will hold office until the conclusion of the next AGM.

This resolution is to facilitate payment of Directors' fees and meeting attendance allowances on current financial year basis. In the event the Directors' fees and meeting attendance allowances proposed are insufficient (e.g. due to more meetings), approval will be sought at the next AGM for additional fees to meet the shortfall.

10. Item 3 of the Agenda - Ordinary Resolutions no. 3, 4 & 5

For the purpose of determining the eligibility of the Directors to stand for re-election at the 15th AGM, the Board through its Nomination Committee had assessed Mr Liu Han-Chao, Mr Ongi Cheng San and Mr Liu Jeremy (collectively "the Retiring Directors"). Please refer to the Directors' Profile section for more details on these individuals. The Retiring Directors were assessed on their performance and understanding of the Group's business. Their active participation at the Board meetings showed that they were prepared and were effective in the discharge of their responsibilities. The Retiring Directors have always acted in the best interest of the Company as a whole.

Based on the above, the Board supports their re-election.

11. Item 5 of the Agenda - Ordinary Resolution no. 7 Authority to Allot and Issue Shares pursuant to Section 75 of the Act

- (a) The proposed Ordinary Resolution no. 7, if passed, will grant a mandate ("10% General Mandate") empowering the Directors of the Company, from the date of the 15th AGM to allot and issue shares in the Company up to an amount not exceeding in total of ten percent (10%) of the issued shares of the Company (excluding treasury shares, if any) for the time being for such purposes as they may think fit and in the interest of the Company. This authority, unless revoked or varied at a general meeting, shall continue to be in full force until the conclusion of the next AGM of the Company.
- (b) This mandate is a renewal of the previous mandate obtained at the last AGM held on 21 September 2020 which will expire at the conclusion of the forthcoming AGM.
- (c) As at the date of this Notice, the Company did not issue any new shares based on the previous mandate obtained at the last AGM held on 21 September 2020.
- (d) The 10% General Mandate, if granted, will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placement of shares, for purpose of funding current and/or future investment project(s), working capital and/or payment of bank borrowings and acquisition.

12. Item 6 of the Agenda - Ordinary Resolution no. 8 Proposed renewal of authority for the Company to purchase its own shares

The proposed Ordinary Resolution no. 8, if passed, will allow the Directors of the Company to exercise the power of the Company to purchase not more than ten percent (10%) of the issued shares of the Company at any time within the time period stipulated in the Main Market Listing Requirements of Bursa Securities. This authority, unless revoked or varied by the Company at a general meeting, shall continue to be in full force until the conclusion of the next AGM of the Company.

Further details are set out in the Statement to Shareholders dated 23 August 2021.

NOTICE OF ANNUAL GENERAL MEETING

(Cont'd)

13. Annual Report

The Annual Report for the FYE 30 April 2021 is now available at the Company's corporate website, www.superlon.com.my. Printed copy of the Annual Report shall be provided to the shareholders upon request soonest possible from the date of receipt of the request.

Shareholder who wish to receive the printed Annual Report may request at <https://tiah.online> by selecting "Request for Annual Report" under the "Investor Services" to submit the request form electronically or contacting Tricor Investor & Issuing House Services Sdn. Bhd. 197101000970 (11324-H) at 03-2783 9299 or e-mail your request to is.enquiry@my.tricorglobal.com.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

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

DETAILS OF INDIVIDUAL WHO IS STANDING FOR ELECTION AS DIRECTOR

No individual is seeking for election as a Director at the 15th AGM of the Company.

KINDLY OBSERVE THE INSTRUCTIONS CONTAINED IN OUR ADMINISTRATIVE GUIDE ON THE PROCEDURES AND SAFETY MEASURES TO BE FOLLOWED FOR THE 15TH AGM