



FAJARBARU BUILDER GROUP BHD

Registration No. 199301026907 (281645-U)
(Incorporated in Malaysia)

NOTICE OF THE POSTPONED EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Postponed Extraordinary General Meeting ("**Postponed EGM**") of Fajarbaru Builder Group Bhd ("**FBG**" or the "**Company**") will be held on a fully virtual basis via remote participation and electronic voting via online meeting platform at TIH Online website at <https://tiih.online> provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia on Monday, 6 September 2021 at 10.00 a.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION

THE PROPOSED RENOUNCEABLE RIGHTS ISSUE OF UP TO 373,882,456 NEW ORDINARY SHARES IN FBG ("FBG SHARE(S)" OR "SHARE(S)") ("RIGHTS SHARE(S)") ON THE BASIS OF 1 RIGHTS SHARE FOR EVERY 1 EXISTING FBG SHARE HELD, TOGETHER WITH UP TO 373,882,456 FREE DETACHABLE WARRANTS IN FBG ("WARRANT(S)") ON THE BASIS OF 1 WARRANT FOR EVERY 1 RIGHTS SHARE SUBSCRIBED FOR ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED RIGHTS ISSUE WITH WARRANTS")

"THAT, subject to the approvals of all relevant authorities and/ or parties (if required) being obtained, where required, approval be and is hereby given to the Board of Directors of FBG ("**Board**") for the following:-

- i. to provisionally allot and issue by way of a renounceable rights issue of up to 373,882,456 Rights Shares together with up to 373,882,456 Warrants to the shareholders of the Company whose names appear on the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later by the Board, on the basis of 1 Rights Share for every 1 existing FBG Shares held and 1 Warrant for every 1 Rights Share subscribed;
- ii. to issue such Rights Shares together with Warrants as may be required to give effect to the Proposed Rights Issue with Warrants, including any persons entitled on renunciation of the provisional allotments; and
- iii. to do all such acts and things including but not limited to the application to Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of and quotation for the Rights Shares;

THAT any Rights Shares together with Warrants which are not taken up or validly taken up shall be made available for excess applications to the entitled shareholders and/ or their renounee(s) who have applied for the excess Rights Shares with Warrants, and are intended to be allocated on a fair and equitable basis;

THAT any fractional entitlements of the Rights Shares together with Warrants arising from the Proposed Rights Issue with Warrants, if any, shall be disregarded and dealt with in such manner as the Board shall in its sole and absolute discretion deems fit and expedient, and is in the best interest of the Company;

THAT the proceeds of the Proposed Rights Issue with Warrants be utilised as set out in the circular to the shareholders dated 31 May 2021 ("**Circular**"), and the Board be and is hereby authorised with full power to vary the manner and/ or purposes of utilisation of such proceeds in such manner as the Board, may at its absolute discretion, deem fit, necessary, expedient and/ or in the best interest of the Company, subject to the approval of the relevant authorities, where required;

THAT the Rights Shares shall, upon allotment and issuance, rank equally in all respects with the existing FBG Shares, save and except that the Rights Shares shall not be entitled to any dividends, rights, allotments and/ or any other forms of distribution that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the Rights Shares;

THAT the Board be and is hereby authorised to sign and execute all documents, enter into any arrangements, agreements and/ or undertakings with any party or parties, do all things as may be required to give effect to the Proposed Rights Issue with Warrants with full powers to assent to any conditions, variations, modifications and/ or amendments including to vary the manner and/ or the purpose of the utilisation of proceeds arising from the Proposed Rights Issue with Warrants, if necessary, 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 such acts and things in any manner as they may deem fit, necessary and/ or expedient to implement, finalise and give full effect to the Proposed Rights Issue with Warrants in the best interest of the Company;

AND THAT this resolution constitutes a specific approval for the issuance of securities in the Company contemplated herein which is made pursuant to an offer, agreement or option and shall continue to be in full force and effect until the Rights Shares together with Warrants to be issued pursuant to or in connection with the Proposed Rights Issue with Warrants have been duly allotted and issued in accordance with the terms of the Proposed Rights Issue with Warrants."

BY ORDER OF THE BOARD

TAN KOK AUN (SSM PC No. 201908003805) (MACS 01564)
NIP CHEE SIEN (SSM PC No. 202008003954) (MAICSA 7066996)
Company Secretaries

Kuala Lumpur
20 August 2021

NOTES:-

- 1) A member holding one thousand (1,000) ordinary shares or less may appoint only one (1) proxy to attend and vote instead of him/her at a general meeting who shall represent all the shares held by such member, and where a member holding more than one thousand (1,000) ordinary shares may appoint more than one (1) proxy to attend and vote instead of him/her at the same meeting. Where a member appoints more than (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- 2) Where a member 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.
- 3) A proxy may but need not be a member of the Company.
- 4) If the appointer is a corporation, the form of proxy must be executed under its Common Seal or under the hand of its attorney.
- 5) Depositor whose name appears on the Record of Depositors as at 27 August 2021 shall be regarded as member of the Company and entitled to attend and vote at the meeting or to appoint proxy(ies) to attend and vote at the meeting.
- 6) The Meeting will be conducted on a fully virtual basis via online meeting platform at TIH Online website at <https://tiih.online> provided by Tricor Investor & Issuing House Services Sdn Bhd, members are advised to refer to the Administrative Guide on the registration and voting process for the Meeting.
- 7) The instrument appointing a proxy together with the power of attorney (if any) under which it is signed or a certified true copy thereof shall be deposited at the Company's Registrar Office not less than 48 hours before the time set for the meeting. The appointment of a proxy may be made in hard copy form or by electronic form in the following manner not later than Saturday, 4 September 2021 at 10.00 a.m.:
 - (i) In hard copy form:-
 - (a) By hand or post to the office of the Company's 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 alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur; or
 - (b) By fax at 03-2783 9222 or e-mail to is.enquiry@my.tricorglobal.com
 - (ii) By electronic form:-
 - (a) To submit Form of Proxy electronically via TIH Online at <https://tiih.online>

Please note that:-

- The revised Form of Proxy DOES NOT INVALIDATE the Form of Proxy which was circulated together with the Notice of EGM dated 31 May 2021 ("**Original Form of Proxy**"). All Original Form of Proxy deposited at the office of the Company's Share Registrar prior to this Notice shall remain valid and acceptable.
- If the Company receives both the Original Form of Proxy and the revised Form of Proxy from same member, THE LATTER SHALL SUPERSEDE THE FORMER.
- In the event that the Company does not receive the duly executed revised Form of Proxy on or before Saturday, 4 September 2021 at 10.00 a.m, the member who has deposited the Original Form of Proxy at the office of the Company's Share Registrar is deemed to have appointed and authorised his / her / its proxy(ies) under the Original Form of Proxy to attend, participate and vote remotely at the Postponed EGM of the Company.