

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 26th Annual General Meeting (“**AGM**”) of the Company will be held through live streaming from the Broadcast Venue at the Conference Room of Globetronics Technology Bhd., Plot 2, Phase 4, Free Industrial Zone, 11900 Bayan Lepas, Penang on Wednesday, 10 May 2023 at 10.30 am for the following purposes: -

AGENDA

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of Directors and Auditors thereon. *Please refer to Note 8*
2. To re-elect Mr. Ng Kok Khuan, a Director who retires by rotation in accordance with Article 105 of the Company’s Constitution and who, being eligible, offers himself for re-election. **Resolution 1**
3. To re-elect Ms. Heng Charng Yee, a Director who retires in accordance with Article 112 of the Company’s Constitution and who, being eligible, offers herself for re-election. **Resolution 2**
4. To re-elect Datin Suryani Binti Ahmad Sarji, a Director who retires in accordance with Article 112 of the Company’s Constitution and who, being eligible, offers herself for re-election. **Resolution 3**
5. To re-elect Mr. Ng Kok Yu, a Director who retires in accordance with Article 112 of the Company’s Constitution and who, being eligible, offers himself for re-election. **Resolution 4**
6. To re-elect Mr. Ng Kok Choon, a Director who retires in accordance with Article 112 of the Company’s Constitution and who, being eligible, offers himself for re-election. **Resolution 5**
7. To approve the payment of Directors’ fees amounting to RM673,000 to the Non-Executive Directors of the Company for the financial year ended 31 December 2022. **Resolution 6**
8. To approve the payment of Directors’ fees amounting to RM348,000 to the Executive Directors of the Company for the financial year ended 31 December 2022. **Resolution 7**
9. To approve the payment of Directors’ benefits up to an amount not exceeding RM40,000 to Non-Executive Directors of the Company from the conclusion of the 26th AGM until the next AGM of the Company. **Resolution 8**
10. To re-appoint Messrs. KPMG PLT as auditors of the Company to hold office until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration. **Resolution 9**
11. To transact any other business of which due notice shall have been given in accordance with the Company’s Constitution and the Companies Act, 2016.

By Order of the Board,

LEE PENG LOON (MACS 01258)
SSM PC NO. 201908002340

P’NG CHIEW KEEM (MAICSA 7026443)
SSM PC NO. 201908002334
Company Secretaries

Penang
Date: 11 April 2023

Notice of Annual General Meeting (Cont'd)

NOTES ON APPOINTMENT OF PROXY

- (1) A proxy may but need not be a member of the Company.
- (2) For a proxy to be valid, the proxy form duly completed must be deposited at the registered office of the Company, 51-21-A Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang not less than 48 hours before the time for holding the meeting or adjournment thereof, or in the case of a poll not less than 24 hours before the time appointed for the taking of the poll. The proxy form transmitted by facsimile or electronic mail will not be accepted.
- (3) A member shall be entitled to appoint up to a maximum of 2 proxies to attend and vote instead of him at the same meeting and where a member appoints 2 proxies to vote at the same meeting, such appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- (4) Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint at least 1 proxy but not more than 2 proxies in respect of each securities account it holds which is credited with the shares of the Company. The appointment of 2 proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- (5) Where a member is an Exempt Authorized Nominee which holds ordinary shares of the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies it may appoint in respect of each omnibus account it holds. An Exempt Authorised Nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA.
- (6) In the case of a corporate member, the proxy form must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
- (7) For the purpose of determining a member who shall be entitled to attend the AGM, the Company shall be requesting the Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 28 April 2023. Only Depositors whose names appear on the Record of Depositors as at 28 April 2023 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his behalf.

NOTES ON ORDINARY BUSINESS

- (8) **Agenda 1 - Audited Financial Statements**
The Audited Financial Statements for the financial year ended 31 December 2022 will be laid to shareholders at the 26th AGM pursuant to Section 340(1)(a) of the Companies Act 2016. Hence, the Agenda 1 is not put forward for voting.
- (9) **Agenda 2 to Agenda 6 – Re-election of Directors**
The Nominating Committee had assessed the performance and contribution of each of the retiring Directors seeking for re-election and was satisfied therewith. The Board having considered the recommendation of the Nominating Committee proposed the retiring Directors for the re-election at the forthcoming AGM of the Company. The retiring Directors had abstained from deliberations and decisions on their respective re-election at the Nominating Committee and Board meetings. The details and profiles of the Directors who are standing for re-election at the 26th AGM are provided in the Company's Annual Report 2022.

Ms. Lam Voon Kean will be retiring by rotation in accordance with Article 105 of the Company's Constitution and she had expressed her intention not to seek for re-election as a director of the Company at the forthcoming AGM. Hence, Ms. Lam Voon Kean shall retire at the conclusion of the forthcoming 26th AGM. The Board would like to thank Ms. Lam Voon Kean for her invaluable support, commitment and contributions rendered to the Group for the past 10 years of service.
- (10) **Agenda 9 – Directors' Benefits**
The Resolution 8, if passed, will enable the Company to pay meeting allowances and other benefits to non-executive directors of the Company in accordance with Section 230(1) of the Companies Act 2016. The total amount of directors' benefits payable is estimated based on the number of non-executive directors involved as well as the number of scheduled meetings of the Board and Board Committees.
- (11) **Agenda 10 – Re-appointment of Auditors**
The Audit and Risk Management Committee and the Board had considered the re-appointment of Messrs. KPMG PLT as Auditors of the Company. The Audit and Risk Management Committee and the Board collectively agreed and are satisfied that Messrs. KPMG PLT meets the relevant criteria prescribed in Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Notice of Annual General Meeting *(Cont'd)*

NOTES ON REMOTE PARTICIPATION AND VOTING ("RPV") FACILITIES

(12) Members are advised to refer to the letter to shareholders dated 11 April 2023 and follow the procedures set out therein in order to participate remotely via the RPV Facilities.

Statement Accompanying Notice of Annual General Meeting

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

- 1) No individuals are standing for election as directors at the forthcoming 26th Annual General Meeting ("**AGM**") of the Company.
- 2) The profiles of the Directors who are standing for re-election as in Agenda 2 to 6 of the Notice of the 26th AGM of the Company are set out in the Profile of Directors' section of the Annual Report for the financial year ended 31 December 2022 issued on 11 April 2023.
- 3) The details of the Directors' interests in the securities of the Company as at 24 March 2023 are set out in the Statistics on Shareholdings section of the Annual Report for the financial year ended 31 December 2022 issued on 11 April 2023.