



SALCON BERHAD

[Registration No.: 200201026133 (593796-T)]
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Salcon Berhad (“**Salcon**” or the “**Company**”) will be conducted on a virtual basis through live streaming from the Broadcast Venue at Tricor Business Centre, Gemilang Room, Unit 29-02, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur (“**Broadcast Venue**”) on Thursday, 6 July 2023 at 10:30 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION

PROPOSED JOINT VENTURE BETWEEN NUSANTARA MEGAJUTA SDN BHD (“NMSB”), AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF SALCON BERHAD AND EXSIM KEBUN TEH SDN BHD (FORMERLY KNOWN AS EXSIM HILLS (SABAH) SDN BHD) (“EKTSB”) FOR THE DEVELOPMENT OF TWO PIECES OF 99 YEARS’ LEASEHOLD LAND LOCATED IN JOHOR BAHRU (“DEVELOPMENT LANDS”) (“PROPOSED JOINT VENTURE”) IN WHICH NMSB SHALL BE ENTITLED TO THE LANDOWNER’S ENTITLEMENT OF RM140,000,000 IN RETURN FOR CONTRIBUTING THE DEVELOPMENT LANDS TO EKTSB PURSUANT TO THE PROPOSED JOINT VENTURE

“**THAT**, subject to the approvals being obtained from the relevant authorities and/ or parties as set out in the joint venture agreement dated 24 March 2023 entered into between NMSB, an indirect wholly-owned subsidiary of Salcon and EKTSB (“**JVA**”), approval be and is hereby given for NMSB to undertake a multiple phased mixed-use development consisting of service apartments and retail units on 2 pieces of 99 years’ leasehold lands owned by NMSB in accordance with the terms and conditions stipulated in the JVA.

AND THAT the Board of Directors of the Company, be and is hereby authorised and empowered to do all such acts, deeds and things and to execute, sign and deliver, on behalf of the Company, all such documents to give effect to the Proposed Joint Venture with full power to assent to any conditions, modifications, variations and/ or amendments to the terms of the Proposed Joint Venture in any manner in the best interest of the Company or as may be required or imposed by the relevant authorities and/ or parties and to take all such steps as it may consider necessary or expedient to implement, finalise and give full effect to the Proposed Joint Venture.”

By order of the Board

Wong Wai Foong (SSM PC No.: 202008001472 (MAICSA 7001358))

Joanne Toh Joo Ann (SSM PC No.: 202008001119 (LS 0008574))

Company Secretaries

Kuala Lumpur
21 June 2023

Notes:

1. IMPORTANT NOTICE FOR VIRTUAL MEETING

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, which requires the Chairman of the meeting to be present at the main venue of the meeting. Member(s), proxy(ies), attorney(s) or authorised representative(s) **WILL NOT BE ALLOWED** to be physically present at the Broadcast Venue on the day of the EGM.

Members are to attend, speak (including posing questions to the Board of Directors (“**Board**”) via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the EGM via the Remote Participation and Voting (“**RPV**”) facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tjih.online>.

Please read these Notes carefully and follow the procedures in the Administrative Guide for the EGM in order to participate remotely via RPV.

- For the purpose of determining who shall be entitled to participate in this EGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 30 June 2023. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this EGM or appoint a proxy or proxies to participate on his/her/its behalf via RPV.
- A member who is entitled to participate at this EGM 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 place. A proxy may but need not be a member of the Company.
- 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 EGM via RPV.
- 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.
- 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.
- 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.
- A member who has appointed a proxy or attorney or authorised representative to participate at the EGM via RPV must **request his/ her proxy or attorney or authorised representative to register himself/ herself for RPV** via TIH Online website at <https://tjih.online>. Procedures for RPV can be found in the Administrative Guide for the EGM.
- The appointment of a proxy may be made 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 general meeting at which the person named in the appointment proposes to vote:
 - 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 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.
 - By electronic form**
In the case of an appointment of a proxy made in electronic form, the proxy form must be deposited via the TIH Online website at <https://tjih.online>. Please follow the procedures as set out in the Administrative Guide for the electronic lodgement of the proxy form.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at 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 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 forty-eight (48) hours before the time appointed for holding the EGM 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.
- Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
- Last date and time for lodging this proxy form is Tuesday, 4 July 2023 at 10:30 a.m.
- 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 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. The certificate of appointment of authorised representative should be executed in the following manner:-
 - 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.
 - 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:-
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/ or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.