

e. **Ordinary Resolution No. 6**

The proposed Resolution No. 6, 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% of the total number of issued shares (excluding treasury shares) of the Company.

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 the purposes of funding current and/or future investment projects, working capital, repayment of bank borrowings, 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, the Company did not implement its proposal for new allotment of shares under the general mandate pursuant to Sections 75 and 76 of the Act which was approved by the shareholders at the 63rd AGM held on 25 May 2022 and will lapse at the conclusion of the 64th AGM to be held on 24 May 2023. As at the date of this notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

f. **Ordinary Resolution No. 7**

The proposed Resolution No. 7, if passed, will empower the Directors to purchase, on behalf of the Company, up to 10% of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the retained profits of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

For further information, please refer to the Share Buy-Back Statement dated 21 April 2023 accompanying the Company's Annual Report for the financial year ended 31 December 2022.

g. **Ordinary Resolution No. 8**

The proposed Ordinary Resolution 8 is to seek renewal of the Shareholders' Mandate and approval for the new Shareholders' Mandate to allow the Company and/or its subsidiaries to enter into Recurrent Related Party Transactions of a Revenue or Trading Nature and to enable the Company to comply with Paragraph 10.09, Part E of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The mandate will take effect from the date of the passing of the ordinary resolution until the next AGM of the Company unless it is revoked or varied at a general meeting. For further information, please refer to the Circular to Shareholders dated 21 April 2023 accompanying the Company's Annual Report for the financial year ended 31 December 2022.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

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

1. The profile of the Directors who are standing for re-election as per Agenda 2 and Agenda 3 of the Notice of the 64th AGM are as follows:

(i) **Profile of Wang, ZongQuan**

Wang, ZongQuan

Non-Independent Non-Executive Director

Nationality/Age/Gender

Chinese • 60 • Male

Date of Appointment

22 December 2016

Length of Service

6 years, 5 months, 3 days (As of 24 May 2023)

Date of Last Re-election

23 June 2020

Academic Qualification

Degree in Chemical Machinery, Chengdu Institute of Water Conservancy and Hydropower Survey and Design

Experience

Over 30 years of experience in production management, units installation, projects construction and enterprise management of the petrochemical business including as:

- Deputy General Manager, Shandong Hengyuan Petrochemical Company Limited (2002-present)

- Various leadership positions in refining, units installation and management departments of the petrochemical business in Shandong Hengyuan Petrochemical Company Limited including as Head of the Equipment Control department of an installation engineering company within the Group (1988-2002)

Directorship of other Listed Issuers/Public Companies

None

Membership of Board Committees in HRC

- Chair of Board Risk Management Committee
- Chair of Board Projects Review Committee
- Member of Board Tender Committee

Wang, ZongQuan has no family relationship with any other Director and/or major shareholder of the Company. He has no conflict of interests with the Company and has not been charged with any offence within the past 10 years.

Wang, ZongQuan does not hold any shares in the Company.

(ii) **Profile of Fauziah Hisham**

Fauziah Hisham

Independent Non-Executive Director

Nationality/Age/Gender

Malaysia • 67 • Female

Date of Appointment

1 June 2017

Length of Service

5 years, 11 months, 24 days (As of 24 May 2023)

Date of Last Re-election

23 June 2020

Professional Memberships

- Fellow of The Chartered Governance Institute, United Kingdom
- Qualified Risk Director, Institute of Enterprise Risk Practitioners

Experience

Over 30 years of experience in the banking industry with various leadership roles, including as:

- Chairman of the Board of Directors, J.P. Morgan Chase Bank Berhad (2015-2018)
- Country Group Representative & Executive Director, Institutional Banking, Australia & New Zealand Banking Group Ltd (2008-2014)

- Managing Director, Strategic Client Coverage Group, Standard Chartered Bank Malaysia Berhad (2006-2008)
- Chief Executive Officer, J.P. Morgan Chase Bank Berhad (2002-2006)

Directorship of other Listed Issuers/Public Companies

- Agensi Kaunseling & Pengurusan Kredit (a subsidiary of Bank Negara Malaysia)
- Malayan Banking Berhad
- Maybank Ageas Holdings Berhad
- Maybank Philippines Inc
- Maybank Trustees Berhad

Membership of Board Committees in HRC

- Member of Board Audit Committee
- Member of Board Nominating and Remuneration Committee

Fauziah Hisham has no family relationship with any other Director and/or major shareholder of the Company. She has no conflict of interests with the Company and has not been charged with any offence within the past 10 years.

Fauziah Hisham does not hold any shares in the Company.

(iii) **Profile of Tai Sook Yee**

Tai Sook Yee

Independent Non-Executive Director

Nationality/Age/Gender

Malaysia • 60 • Female

Date of Appointment

1 November 2022

Length of Service

6 months, 24 days (As of 24 May 2023)

Professional Memberships

- Member of Malaysian Institute of Accountants (MIA)
- Member of Malaysian Institute of Certified Public Accountants (MICPA)

Experience

- 36 years of finance, governance and regional business experience across multiple industries
- 30 years of business leadership positions, and senior management roles in finance, strategy and investments, in heavy building materials, industrial supply chain, maritime, port & logistics, and oil & gas businesses, in:
 - IMC Pan Asia Alliance Group (2007-2019), as:
 - ▶ Chief Operating Officer, OCTAVE Institute (2018-2019)
 - ▶ Executive Director, AITIA Institute (2016-2020)
 - ▶ Group Managing Director, IMC Industrial Group (2012-2016)
 - ▶ Head of Chairman's Office, IMC Pan Asia Alliance Group (2009-2012)
 - ▶ Head of Group Strategies and Investments, IMC Pan Asia Alliance Group (2007-2009)

- CEMEX Malaysia, as Country Director (2003-2007)
- RMC Group Services, as Regional Controller, IMEA (India, Middle East, Asia) (2001-2003)
- Golden Plus Holdings Berhad, as General Manager, Finance & Corporate Services (1992-2001)
- Bumiputra Merchant Bankers Berhad, as Corporate Finance Advisor (1990-1992)
- Served with KPMG Malaysia and KPMG USA (1982-1990)
- Directorships on boards of companies listed in Malaysia and Australia:
 - Hume Cement Industries Berhad (2018-present)
 - ▶ Independent Non-Executive Director
 - ▶ Chair, Board Audit & Risk Management Committee
 - ATLAS Iron Limited, ASX Listed (2010-2015)
 - ▶ Non-Executive Director
 - ▶ Chair, Remuneration and Nomination Committee
 - LINQ Capital Limited, ASX Listed, Non-Executive Director (2010-2012)

Directorship of other Listed Issuers/Public Companies

- Hume Cement Industries Berhad

Membership of Board Committees in HRC

- Member of Board Audit Committee
- Member of Board Risk Management Committee

Tai Sook Yee has no family relationship with any other Director and/or major shareholder of the Company. She has no conflict of interests with the Company and has not been charged with any offence within the past 10 years.

Tai Sook Yee does not hold any shares in the Company.

2. Details of the general mandate to issue shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016 are set out in Explanatory Note (f) of the Notice of AGM.