



**GENETEC TECHNOLOGY BERHAD**

(Registration No. 199701030038 (445537-W))

(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“EGM”) of Genetec Technology Berhad (“Genetec” or “Company”) will be conducted fully virtual through live streaming and online meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd in Malaysia via its website at <https://tiih.online> or <https://tiih.com.my> (Domain Registration No. with MYNIC: D1A282781) on Thursday, 27 February 2025 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing the following resolutions, with or without modifications:

**ORDINARY RESOLUTION 1**

**PROPOSED DISPOSAL BY GENETEC OF 6,183,750 ORDINARY SHARES IN CLT ENGINEERING SDN BHD (“CLT”), REPRESENTING 51% EQUITY INTEREST IN CLT TO TAN MOON TEIK FOR A TOTAL DISPOSAL CONSIDERATION OF RM21,627,559 TO BE FULLY SATISFIED VIA CASH (“PROPOSED DISPOSAL”)**

“THAT subject to the approvals of all relevant regulatory authorities and/or parties being obtained (where applicable), approval be and is hereby given to the Board of Directors of the Company (“Board”) to dispose of 6,183,750 ordinary shares in CLT, representing 51% equity interest in CLT, to Tan Moon Teik (“Purchaser”) for a total disposal consideration of RM21,627,559 to be satisfied entirely in cash in accordance with the terms and conditions of the conditional share sale agreement dated 4 November 2024 (“SSA”) entered between the Company and the Purchaser.

**AND THAT** the Board be and is hereby empowered and authorised to do all acts, deeds and things, and take all such decisions as they may in their absolute discretion deem fit, necessary, expedient and/or appropriate in the best interest of the Company and to take all such steps and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or agreements (including but not limited to any deed, undertaking and/or covenant) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Disposal under the terms and conditions of the SSA with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities including to enter into any supplemental agreement(s), if any, in connection with the Proposed Disposal, and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner or as the Board may deem necessary or expedient in the best interest of the Company.”

**ORDINARY RESOLUTION 2**

**PROPOSED AUTHORITY FOR GENETEC TO PURCHASE ITS OWN SHARES OF UP TO TEN PER CENT (10%) OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY (“PROPOSED SHARE BUY-BACK”)**

“THAT, subject to the Companies Act 2016 (“Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and the approvals of any relevant governmental and/or regulatory authorities, where such approval is required, the Company be and is hereby authorised to purchase such number of issued ordinary shares of the Company (“Shares”) as may be determined by the Board from time to time through Bursa Securities upon such terms and conditions as the Board may deem fit, necessary and expedient in the best interest of the Company, provided that:

- (a) the maximum aggregate number of Shares which may be purchased by the Company and/or held as treasury shares shall not exceed 10% of the total number of issued shares of the Company at any point of time;
- (b) the maximum amount of funds to be allocated by the Company for the purpose of purchasing its own Shares shall not exceed the total amount of retained profits of the Company; and

- (c) the authority conferred by this resolution will be effective immediately upon the passing of this resolution and shall continue to be in force until:
- (i) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the general meeting at which such resolution was passed at which time the said authority will lapse unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
  - (ii) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
  - (iii) the authority is revoked or varied by ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) made by the Company of its own Shares before the aforesaid expiry date and in any event, in accordance with the provisions of the Listing Requirements and/or any applicable laws, rules, regulations, orders, guidelines and/or requirements issued by Bursa Securities and/or any other relevant authorities.

**THAT**, upon completion of the purchase(s) by the Company of its own Shares, the Board be and is hereby authorised to deal with the Shares so purchased (“**Purchased Shares**”), in their absolute discretion in the following manner:

- (a) cancel all or part of the Purchased Shares; and/or
- (b) retain all or part of the Purchased Shares as treasury shares; and/or
- (c) retain part of the Purchased Shares as treasury shares and cancel the remainder of the Purchased Shares; and/or
- (d) deal with the treasury shares in such other manner as permitted under the Act, Listing Requirements and/or applicable laws, rules, regulations, orders, guidelines and/or requirements of any relevant authorities for the time being in force.

**AND THAT** the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things (including the opening and maintaining depository account(s) under the Securities Industry (Central Depositories) Act, 1991) and to execute, sign, deliver and cause to be delivered for and on behalf of the Company all such documents and/or agreements (including, without limitation, the affixing of the Company’s common seal, where necessary), as the Board may consider necessary, expedient and/or relevant to finalise, implement, give full effect to and complete the Proposed Share Buy-Back with full powers to assent to any conditions, terms, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities and to do all such acts and things thereafter as the Board may consider necessary and expedient in the best interest of the Company.”

BY ORDER OF THE BOARD

LOW SOOK KUAN (MAICSA 7047833)  
(SSM PC No. 202008001384)  
Company Secretary

Selangor Darul Ehsan  
17 January 2025

**Notes:**

1. *For the purpose of determining a member who shall be entitled to participate at the EGM, the Company shall be requesting the Record of Depositors as at 17 February 2025. Only a depositor whose name appears on such Record of Depositors shall be regarded as a member and entitled to participate at the EGM as well as for appointment of proxy(ies) or authorised representative to participate at the EGM on his/her stead.*
2. *A member of the Company entitled to participate at the EGM shall be entitled to appoint more than one (1) proxy to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless the member specifies the proportion of the member’s shareholdings to be represented by each proxy.*

3. *Where a member of the Company is an Exempt Authorised Nominee (“EAN”) which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”) as defined under the Securities Industry (Central Depositories) Act, 1991 (“SICDA”), there is no limit to the number of proxies which the EAN may appoint in respect of each omnibus account it holds.*
4. *Where a member of the Company is an authorised nominee as defined under the SICDA, it may appoint more than one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
5. *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or if the appointer is a corporation, shall either under its common seal (if any) or under the hand of an officer or attorney of the corporation duly authorised.*
6. *A member who has appointed a proxy or attorney or corporate representative to participate at the EGM must request his/her proxy or attorney or corporate representative to register himself/herself at TIIH Online website at <https://tiih.online>. Please follow the procedures for Remote Participation and Voting (RPV) facilities in the Administrative Guide for the EGM.*
7. *The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be deposited as follows, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or, in case of a poll, not less than 24 hours before the time appointed for the taking of the poll at the EGM. The resolutions set out in this Notice of EGM will be put to vote by poll.*

(i) *Deposit hardcopy of Proxy Form*

*To the Company’s Share Registrar’s office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.*

(ii) *Deposit of Proxy Form electronically*

*To the Company’s Share Registrar via TIIH Online website at <https://tiih.online>. Kindly refer to the Administrative Guide for the EGM on the procedure for electronic submission of Proxy Form via TIIH Online.*