



**MMIS BERHAD**  
**(Registration No. 201901006068 (1315395-W))**  
**(Incorporated in Malaysia)**

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**NOTICE IS HEREBY GIVEN** that the Fourth Annual General Meeting of MMIS BERHAD (“MMIS” or “the Company”) will be held at PT 14495, Persiaran Batu Gajah Perdana 4, Kawasan Perindustrian Batu Gajah Perdana, 31000 Batu Gajah, Perak, Malaysia on Friday, 11 November 2022 at 2:00 p.m. or at any adjournment thereof, to transact the following businesses:-

**A G E N D A**

**AS ORDINARY BUSINESS:**

- |  |   |
|--|---|
| 1. To receive the Audited Financial Statements for the financial year ended 30 June 2022 together with the reports of the Directors and Auditors thereon.                            | <b>PLEASE REFER TO EXPLANATORY NOTE 1</b> |
| 2. To approve the payment of Directors’ fees and/or benefits of up to RM85,000.00 for the period from 12 November 2022 until the next annual general meeting (“AGM”) of the Company. | <b>(ORDINARY RESOLUTION 1)</b>            |
| 3. To re-elect Mr. Low Oo Seng as Director who retires by rotation pursuant to Clause 105 of the Company’s Constitution.   | <b>(ORDINARY RESOLUTION 2)</b>            |
| 4. To re-appoint TGS TW PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.                                | <b>(ORDINARY RESOLUTION 3)</b>            |

**AS SPECIAL BUSINESS:**

To consider and if thought fit, pass with or without any modifications, the following resolution:-

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|--|--------------------------------|
| 5. <b>GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“THE ACT”)</b> | <b>(ORDINARY RESOLUTION 4)</b> |
|--|--------------------------------|

“THAT subject always to the Constitution of the Company, the Act, the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), and the approvals of the relevant governmental and/or regulatory authorities, where required, the Directors of the Company be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot new ordinary shares in the Company (“Shares”) to such persons, at any time, upon such terms and conditions, and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of Shares to be issued must be not more than 100% of the total number of issued Shares, of which the aggregate number of Shares issued other than on pro rata basis to existing shareholders must be not more than 50% of the total number of issued Shares for the time being

AND THAT the Directors be and also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued ("Mandate") AND the Mandate shall continue to be in force until the conclusion of the AGM of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier.

THAT pursuant to Section 85 of the Act read together with the Company's Constitution, approval be given to waive the statutory pre-emptive rights conferred upon the shareholders of the Company AND THAT the Board is exempted from the obligation to offer such new Shares first to the existing shareholders of the Company in respect of the allotment and issuance of new Shares pursuant to the Mandate.

AND THAT the new Shares to be issued pursuant to the Mandate, shall, upon allotment and issuance, rank pari passu in all respects with the existing Shares, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new Shares."

6. To transact any other business of which due notice shall have been given.

By order of the Board

**TEA SOR HUA (MACS 01324) (SSM PC NO. 201908001272)**

Company Secretary

Petaling Jaya, Selangor Darul Ehsan  
20 October 2022

**Notes:**

- (i) A member of the Company who is entitled to attend, participate, speak and vote at the Fourth AGM ("Meeting") is entitled to appoint not more than 2 proxies to attend, participate, speak and vote at the Meeting in his/her stead. Where a member appoints 2 proxies, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- (ii) A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
- (iii) Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in 1 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- (iv) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than 2 proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

- (v) To be valid, the Proxy Form must be duly completed and deposited at our registered office at Third Floor, No. 77, 79 & 81, Jalan SS21/60, Damansara Utama, 47400 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the date and time set for holding the Meeting.
- (vi) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- (vii) For the purpose of determining who shall be entitled to attend the Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 39 of the Company's Constitution, to make available a Record of Depositors ("ROD") as at 4 November 2022. Only members whose names appear on such ROD shall be entitled to attend, participate, speak and vote at the Meeting or appoint proxy(ies) to attend and/or speak and/or vote on his/her behalf.
- (viii) The resolutions as set out in the Notice of Meeting are to be voted by poll.
- (ix) The members are advised to refer to the Administrative Notes for the Meeting on the registration process for the Meeting. Given the constantly evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of the Meeting at short notice. Kindly check Bursa Securities' and the Company's website at <https://mmisb.com/> for the latest updates on the status of the Meeting.

## **EXPLANATORY NOTES TO ORDINARY AND SPECIAL BUSINESS**

### **1. Item 1 of the Agenda – Audited Financial Statements for the financial year ended 30 June 2022**

This Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require formal approval from members for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.

### **2. Item 2 of the Agenda – Directors' Fees and/or Benefits**

Pursuant to Section 230(1) of the Act, the directors' fees and any benefits payable to the directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting. This resolution is to facilitate payment of Directors' fees and/or benefits for the period from 12 November 2022 until the next AGM of the Company. In the event the proposed amount is insufficient due to the enlarged Board size, approval will be sought at the next AGM for the shortfall.

### **3. Item 5 of the Agenda – General Authority for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Act**

The Ordinary Resolution 4 proposed under item 5 of the Agenda is a renewal of the general mandate for the Directors to issue and allot shares in the Company pursuant to Sections 75 and 76 of the Act and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities.

This general mandate will provide flexibility to the Company for allotment of shares for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s). This would avoid any delay and cost involved in convening a general meeting to approve such an issue of shares. This authority will, unless revoked or varied by the Company at a general meeting, expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier.

Pursuant to Section 85 of the Act and the Company's Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company. This Ordinary Resolution 4, if passed, will exclude the shareholders' pre-emptive right to be offered new shares to be issued by the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 29 October 2021 which will lapse at the conclusion of the 4<sup>th</sup> AGM.



## MMIS BERHAD

(Registration No. 201901006068 (1315395-W))  
(Incorporated in Malaysia)

### ADMINISTRATIVE NOTES FOR THE FOURTH ANNUAL GENERAL MEETING OF MMIS BERHAD (“MMIS” OR “COMPANY”) (“4<sup>TH</sup> AGM” OR “MEETING”)

**Day and Date** : Friday, 11 November 2022  
**Time** : 2:00 p.m. or at any adjournment thereof  
**Venue** : PT 14495, Persiaran Batu Gajah Perdana 4, Kawasan Perindustrian Batu Gajah Perdana, 31000 Batu Gajah, Perak, Malaysia

#### APPOINTMENT OF PROXY

1. A member who is entitled to attend, participate, speak and vote at the Meeting is entitled to appoint not more than 2 proxies to attend, participate, speak and vote at the Meeting in his/her stead.
2. The Proxy Form must be duly completed and deposited at our registered office at **Third Floor, No. 77, 79 & 81, Jalan SS21/60, Damansara Utama, 47400 Petaling Jaya, Selangor, Malaysia** not less than 48 hours before the date and time set for holding the Meeting.
3. If you wish to participate in the Meeting yourself, please do not submit any Proxy Form for the Meeting. You will not be allowed to participate in the Meeting together with the proxy(ies) appointed by you.
4. If you have submitted your Proxy Form prior to the Meeting and subsequently decide to personally participate in the Meeting, please write in to [registration@cospec.com.my](mailto:registration@cospec.com.my) to revoke the earlier appointment of your proxy(ies) at least 48 hours before the time and date stipulated for the Meeting. Upon revocation, your proxy(ies) will not be allowed to participate in the Meeting. In such event, kindly advise your proxy(ies) accordingly.

#### PROCEDURES OF THE MEETING

In the interest of public health including the well-being of our members, members must cooperate with the following precautionary measures put in place by the Company should members or proxies wish to attend the Meeting in person. Your safety and health are the Company's top priority.

- (a) Members are required to register ahead of the Meeting to allow the Company to make the necessary arrangements in relation to the Meeting, i.e. infrastructure, logistics and meeting venue(s) to accommodate the meeting participants by providing the below details via email to [registration@cospec.com.my](mailto:registration@cospec.com.my):
  - (i) Full name;
  - (ii) Identity Card or Passport Number;
  - (iii) Contact number; and
  - (iv) CDS account number.

The date of Record of Depositors for the Meeting is 4 November 2022. As such, only members whose name appears in the Record of Depositors of the Company as at 4 November 2022 shall be entitled to attend the Meeting and to attend, participate, speak and vote thereat.

- (b) Members who are not able to participate in the Meeting are encouraged to appoint the Chairman of the Meeting to act as a proxy to attend and vote at the Meeting on their behalf by submitting the Proxy Form with predetermined voting instructions.
- (c) Members or proxies must sanitise their hands and wear a face mask throughout the Meeting if they are attending the Meeting in person. Please note that no face mask will be provided at the Meeting venue.
- (d) Members or proxies are advised to observe/maintain social distancing of at least 1 meter from each other throughout the Meeting.
- (e) Members or proxies are advised to arrive early at the Meeting venue given the above-mentioned precautionary measures which may cause a delay in the registration process.
- (f) **NO door gift** will be provided to the members/proxies.
- (g) The Company will closely monitor the situation and reserve the right to take further measures or short-notice arrangements as and when appropriate in order to minimise any risk to the Meeting.
- (h) **Recording/Photography**

By participating in the Meeting, you agree that no part of the Meeting proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

Given the constantly evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of the Meeting at short notice. Kindly check Bursa Malaysia Securities Berhad's website and the Company's website at <https://mmisb.com/> for the latest updates on the status of the Meeting.

## **ENQUIRY**

If you have any questions regarding the Meeting, please contact the following persons during office hours on Monday to Friday from 9.00 a.m. to 5.30 p.m. (except public holidays) prior to the Meeting: -

### **MMIS Berhad**

Name : Mr. Wong Siew Wai/ Ms. Lisa Yip  
Contact no. : +605 362 1388  
Email : [finance@mmisb.com](mailto:finance@mmisb.com)



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**PROXY FORM**

CDS Account No.	No. of Shares Held

I/We \* \_\_\_\_\_ NRIC/Passport/Registration No.\* \_\_\_\_\_  
(full name in capital letters)

of \_\_\_\_\_  
(full address)

with email address \_\_\_\_\_ mobile phone no. \_\_\_\_\_

being a member/members\* of **MMIS BERHAD** ("the Company") hereby appoint(s):-

Full Name (in capital letters)	NRIC/Passport No.:	Proportion of Shareholdings	
		No. of Shares	%
Full Address (in capital letters)			
Contact No.:			
Email Address:			

and/or\*

Full Name (in capital letters)	NRIC/Passport No.:	Proportion of Shareholdings	
		No. of Shares	%
Full Address (in capital letters)			
Contact No.:			
Email Address:			

or failing him/her\*, the Chairman of the Meeting as my/our\* proxy to vote for me/us\* on my/our\* behalf at the Fourth Annual General Meeting of the Company to be held at PT 14495, Persiaran Batu Gajah Perdana 4, Kawasan Perindustrian Batu Gajah Perdana, 31000 Batu Gajah, Perak, Malaysia on Friday, 11 November 2022 at 2:00 p.m. or at any adjournment thereof.

Please indicate with an "X" in the appropriate spaces how you wish your votes to be cast. If no specific direction as to vote is given, the Proxy will vote or abstain from voting at his/her discretion.

No.	Ordinary Resolutions	For	Against
1.	To approve the payment of Directors' fees and/or benefits of up to RM85,000.00 for the period from 12 November 2022 until the next annual general meeting ("AGM") of the Company.		
2.	To re-elect Mr. Low Oo Seng as Director who retires by rotation pursuant to Clause 105 of the Company's Constitution.		
3.	To re-appoint TGS TW PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.		
4.	To approve the general authority for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.		

\*delete whichever not applicable

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2022

\_\_\_\_\_  
Signature/ Common Seal of Member(s)

**Notes:**

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- (iii) Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in 1 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
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AFFIX  
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**MMIS BERHAD**

c/o Cospec Management Services Sdn Bhd  
Third Floor, No. 77, 79 & 81,  
Jalan SS21/60,  
Damansara Utama,  
47400 Petaling Jaya,  
Selangor, Malaysia

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