

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 20<sup>th</sup> Annual General Meeting (“20<sup>th</sup> AGM”) of KNM Group Berhad to be conducted via online meeting platform at <https://meeting.boardroomlimited.my> (Domain Registration No. with MYNIC-D6A357657) provided by Boardroom Share Registrars Sdn Bhd, on Tuesday, 13 December 2022 at 10.00 a.m. for the following purposes:

### As Ordinary Business:

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| <p>1. To receive the Audited Financial Statements of the Company for the financial period ended 30 June 2022 and the Reports of the Directors and Auditors.</p>  | <p><i>Please refer to Note (i)</i></p>   |
| <p>2. To re-elect the following Directors who retire pursuant to Clause 113 of the Company’s Constitution:</p> <p style="margin-left: 20px;">1. Mr Flavio Porro</p>  | <p><i>Ordinary Resolution 1</i></p>  |
| <p>3. To re-elect the following Director(s) who retire pursuant to Clause 112 of the Company’s Constitution:</p> <p style="margin-left: 20px;">1. Tan Sri (Dr) Zulhasnan Bin Rafique<br/>2. Tunku Dato’ Yaacob Khyra<br/>3. Mr Lim Mun Kee<br/>4. Datuk Mohd Irwan Bin Mohd Mubarak<br/>5. Mr Ho Soo Woon<br/>6. Datuk Uwe Ahrens<br/>7. Dato’ Indera Naresh Mohan<br/>8. Mr James Beltran<br/>9. Mr Ravindrasingham A/L Balasingham</p> | <p><i>Ordinary Resolution 2</i><br/><i>Ordinary Resolution 3</i><br/><i>Ordinary Resolution 4</i><br/><i>Ordinary Resolution 5</i><br/><i>Ordinary Resolution 6</i><br/><i>Ordinary Resolution 7</i><br/><i>Ordinary Resolution 8</i><br/><i>Ordinary Resolution 9</i><br/><i>Ordinary Resolution 10</i></p> |
| <p>4. To approve the fees to Directors and benefits of RM2,186,161.06 for the financial period ended 30 June 2022.</p>   | <p><i>Ordinary Resolution 11</i></p>   |

### As Special Business:

To consider and if thought fit, to pass with or without modifications, the following Resolutions:

- |  |                                      |
|--|--------------------------------------|
| <p>5. <b>Authority to allot and issue shares pursuant to Section 75 of the Companies Act 2016</b></p> <p>“<b>THAT</b> subject to the Companies Act 2016 and Constitution of the Company, the Directors be and are hereby empowered, pursuant to Section 75 of the Companies Act 2016, to allot and issue shares in the Company at any time and 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 does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad <b>AND THAT</b> such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”</p> | <p><i>Ordinary Resolution 12</i></p> |
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NOTICE OF ANNUAL GENERAL MEETING  
(CONTINUED)

6. **Proposed Payment of fees to Directors in advance on quarterly basis** *Ordinary Resolution 13*
- “**THAT** approval be and is hereby given for the Company to pay the fees to Directors for the financial year ended 2023 onwards on quarterly basis.”
7. To transact any other business of which due notice shall have been given.

By Order of the Board

**HANI SYAMIRA BINTI ABDUL HAMID (SSM PC No. 201908003098) (LS 0009872)**

**Group Company Secretary**

Seri Kembangan  
14 November 2022

**Notes:**

- i. This Agenda item is meant for discussion only and is not to be put forward for voting as the provision of Section 340(1) of the Companies Act 2016 does not require formal approval of the shareholders.
- ii. A proxy may but need not be a member of the Company.
- iii. A member shall not, subject to paragraph (iv) below, be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy to attend and vote at the same meeting, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- iv. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 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.
- v. To be valid, the duly completed Proxy Form must be deposited at the registered office of the Company at 15 Jalan Dagang SB 4/1, Taman Sungai Besi Indah, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia not less than twenty-four (24) hours before the time for holding the meeting or any adjournment thereof. Alternatively, the Proxy Form can also be lodged electronically via “Boardroom Smart Investor Portal” at <https://investor.boardroomlimited.my> not less than twenty-four (24) hours before the time appointed for holding the meeting. Kindly refer to the procedure for Electronic Lodgement of Form of Proxy from the Administration Notes for the AGM.
- vi. 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, either under its common seal or under the hand of its officer or attorney duly authorised.
- vii. In respect of deposited securities, only members whose names appear in the Record of Depositors on 6 December 2022 shall be eligible to attend the meeting or appoint proxies to attend and vote in his/her stead.
- viii. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 20th AGM will be put to vote by way of poll.

NOTICE OF ANNUAL GENERAL MEETING  
(CONTINUED)

**EXPLANATORY NOTES ON SPECIAL BUSINESS**

1. Re-election of retiring Director pursuant to Clause 113 of the Company's Constitution

Pursuant to Clause 113 of the Company's Constitution, one-third of the Directors for the time being or the number nearest to one-third, shall retire from office at the Annual General Meeting. PROVIDED ALWAYS that all Directors shall retire from office at least once in every three (3) years but shall be eligible for re-election.

Hence, Mr Flavio Porro will retire at the 20th AGM and being eligible, have offered themselves for re-election. The Board supports the re-election of Mr Flavio Porro who retires pursuant to Clause 113 of the Company's Constitution.

2. Re-election of retiring Directors pursuant to Clause 112 of the Company's Constitution

Pursuant to Clause 112 of the Company's Constitution, any Director so appointed to fill up the casual vacancy or as additional Director, shall hold office only until the next annual general meeting and shall then be eligible for re-election.

Hence, the following Directors will retire at the 20th AGM and being eligible, have offered themselves for re-election. The Board supports the re-election of them who retire pursuant to Clause 113 of the Company's Constitution:

- |                                       |  |
|---------------------------------------|--|
| i. Tan Sri (Dr) Zulhasnan Bin Rafique | vi. Mr Ho Soo Woon                     |
| ii. Tunku Dato' Yaacob Khyra          | vii. Dato' Indera Naresh Mohan         |
| iii. Datuk Uwe Ahrens                 | viii. Mr James Beltran                 |
| iv. Mr Lim Mun Kee                    | ix. Mr Ravindrasingham A/L Balasingham |
| v. Datuk Mohd Irwan Bin Mohd Mubarak  |  |

3. Authority to allot and issue shares pursuant to Section 75 of the Companies Act 2016

- (a) The shareholders' general mandate sought under the proposed Ordinary Resolution 12 is a renewal of the relevant shareholders' general mandate obtained in the previous Company's 19th AGM held on 29 June 2021 ("Previous Mandate") and such authority will lapse at the conclusion of the forthcoming 20th AGM to be held on 13 December 2022.
- (b) In order to eliminate any delay and costs involved in convening a general meeting to approve such issuance of shares, and to give flexibility and expediency to the Company to allot and issue shares, it is considered appropriate that the Directors be empowered, as proposed in Ordinary Resolution 12, if passed, to allot and issue up to ten percent (10%) of the total number of issued shares of the Company for the time being for such purposes as the Directors deem fit and in the best interest of the Company. This authority, unless revoked at a general meeting, will expire at the conclusion of the next annual general meeting of the Company.

NOTICE OF ANNUAL GENERAL MEETING  
(CONTINUED)

- (c) Pursuant to the Previous Mandate, a Private Placement exercises have been implemented and in aggregate 334,132,800 Placement Shares have been issued and allotted. The status of the utilisation of proceeds raised in respect thereto is as follows:-

Purpose	Proposed Utilisation (RM'000)	Actual Utilisation (RM'000)	Intended Timeframe for Utilisation (from listing date)
Working capital requirements	14,252	14,252	Completed
Repayment of bank borrowings	30,000	30,000	Completed
Expenses for the Private Placements	1,300	1,300	Completed
Total	45,552	45,552	

- (d) The Board continues to consider any opportunities to broaden the operating base and earnings potential of the Company. If any fund raising or merger and acquisition or expansion or diversification proposals, as the case may be, involved the issuance of new shares, the Directors would have to convene a general meeting to approve the issuance of new shares.

4. Proposed Payment of Fees to Directors in Advance on Quarterly Basis

The proposed Ordinary Resolution 13, if passed, will allow the Company to make payment of fees to Directors in advance on quarterly basis based on the scale of fees to Directors as follows for the services rendered by the Directors to the Company:

	Chairman	Member	Meeting Allowance
Board	RM150,000 per annum	RM130,000 per annum	RM1,000 per meeting
Audit Committee	RM25,000 per annum	RM15,000 per annum	RM1,000 per meeting
Nomination Committee	RM15,000 per annum	RM8,000 per annum	RM1,000 per meeting
Remuneration Committee	RM15,000 per annum	RM8,000 per annum	RM1,000 per meeting
ESOS Committee	RM15,000 per annum	RM8,000 per annum	RM1,000 per meeting

**STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING**

1. Details of person(s) who are standing for election as Directors

There is no individual seeking election as a Director at the 20th AGM of the Company pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Securities.

2. Ordinary resolution on authority to Directors to allot and issue shares

Details of the authority to Directors to allot and issue shares in the Company pursuant to Section 75 of the Companies Act 2016 are stated in the Explanatory Note 3 of the Notice of AGM.

## ADMINISTRATIVE NOTES FOR THE ANNUAL GENERAL MEETING (“AGM”)

Meeting Platform	: <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a> (Domain Registration No. with MYNIC-D6A357657)
Day & Date	: Tuesday, 13 December 2022
Time	: 10.00 a.m.
Broadcast Venue	: Online meeting platform at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a> provided by Boardroom Share Registrars Sdn Bhd
Mode of Communication	: Fully Virtual

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### **Mode of Meeting**

The AGM of the Company will be held virtually through live streaming and online remote voting via Remote Participation and Electronic Voting (“RPEV”) facility which is available on Boardroom Share Registrars Sdn Bhd (“Boardroom”)’s website at <https://meeting.boardroomlimited.my>. With the online meeting platform, shareholders may exercise their rights as a member to participate (including to pose questions to the Board and/or Management of the Company) and vote at the AGM, safely from their home.

The Securities Commission Malaysia had on 16 July 2021, revised the Guidance Note and Frequently Asked Questions (“FAQs”) on the conduct of General Meetings for Listed Issuers which was originally issued on 18 April 2020 (the “Guidance Note”), to allow general meetings during Phase 2 of National Recovery Plan to be conducted virtually.

Pursuant to the Guidance Note, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Companies Act 2016 provided that the online platform is located in Malaysia. In addition, the FAQs issued by the Companies Commission of Malaysia on 8 June 2021, provides that an online meeting platform shall be deemed to be in Malaysia if the registered domain name is registered with KNM Group Berhad.

This is also in line with Practices 12.1 and 13.3 of the Malaysian Code on Corporate Governance where boards are encouraged to have effective, transparent and regular communication with shareholders, including leveraging technology to promote shareholder participation. encourages companies to continue leveraging technology to conduct their general meetings during Emergency Movement Control Order period and respective phases under the National Recovery Plan, where safe distancing requirements remain. Ensuring the safety of the Company’s shareholders, employees and other stakeholders remains the Company’s top priority.

The Board of Directors will keep the arrangements for the AGM under review and may make further changes to allow certain physical key personnel attendance only if the Malaysian Government’s restrictions and Guidance Note permit this at the time of the AGM.

ADMINISTRATIVE NOTES FOR THE ANNUAL GENERAL MEETING ("AGM")  
(CONTINUED)

### **Digital Copies of AGM Documents**

As part of our commitment to reduce paper usage, the following documents are made available on our website, please view and download it for your own reference.

1. Notice of Annual General Meeting, Administrative Notes and Proxy Form;
2. Annual Report 2022; and
3. Corporate Governance Report

### **Entitlement to Participate the AGM**

In respect of deposited securities, only members whose names appear on the Record of Depositors on 6 December 2022 (General Meeting Record of Depositors) shall be eligible to participate in the AGM or appoint proxy(ies) to participate on his/her behalf.

### **Form(s) of Proxy**

If you are unable to attend the AGM, you are encouraged to appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions stated therein.

Please ensure that the original Proxy Form is deposited at Registered Office of KNM at 15 Jalan Dagang SB 4/1 Taman Sungai Besi Indah 43300 Seri Kembangan Selangor Malaysia, not less than twenty-four (24) hours before the time appointed for holding the meeting.

Alternatively, the Proxy Form can also be lodged electronically via "Boardroom Smart Investor Portal" at <https://investor.boardroomlimited.com> not less than twenty-four (24) hours before the time appointed for holding the meeting. Kindly refer to the procedure for Electronic Lodgement of Form of Proxy below.

### **Electronic Lodgement of Form of Proxy**

#### **Step 1 – Register Online with Boardroom Smart Investor Portal (for first time registration only)**

*(Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 on e-Proxy Lodgement)*

- (a) Open an internet browser. Latest version of **Chrome, Firefox, Safari, Edge or Opera** is recommended.
- (b) Go to Boardroom Smart Investor Portal website @ <https://investor.boardroomlimited.com>
- (c) Click **Register** to sign up for a BSIP account.
- (d) Complete registration with all required information. Upload and attached your MyKad front and back image. Click **Register**.
- (e) You will receive an e-mail from BSIP Online for e-mail address verification. Click on **Verify E-mail Address** from the e-mail received to proceed with the registration.
- (f) Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number. Click on **Request OTP Code** and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click **Enter** to complete the process.
- (g) Once your mobile number is verified, registration of your new BSIP account will be pending for final verification.
- (h) An e-mail will be send to you to inform the approval of your BSIP account within one (1) business day. Subsequently, you can login at <https://investor.boardroomlimited.com> with the e-mail address and password filled up by you during registration to proceed.

## ADMINISTRATIVE NOTES FOR THE ANNUAL GENERAL MEETING ("AGM")

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**Step 2 – eProxy Lodgement**

- (a) Open an internet browser. Latest version of Chrome, Firefox, Safari, Edge or Opera is recommended.
- (b) Go to BSIP website @ <https://investor.boardroomlimited.com>
- (c) Login with your registered email address and password. **[Note: If you do not have an account with BSIP, please sign-up/register with Boardroom Smart Investor Portal for free - refer to Item \*Step 1\* for guide.]**
- (d) Select and click on **Corporate Meeting**.
- (e) Go to "KNM GROUP BERHAD TWENTIETH ANNUAL GENERAL MEETING" and click **Enter**.
- (f) Go to **PROXY** and click on **Submit eProxy Form**.
- (g) Read and agree to the Terms & Conditions.
- (h) Enter your CDS Account Number and insert the number of securities.
- (i) Appoint the Chairman of the meeting or your proxy(ies) and enter the required particulars for your proxy(ies);
- (j) Indicate your voting instructions – FOR or AGAINST, otherwise your proxy(ies) will decide your votes during meeting;
- (k) Review and confirm your proxy(ies) appointment.
- (l) Click submit; and
- (m) Download or print the e-Proxy Form acknowledgement.

Note: Closing for proxy form submission is at 10 00 am. on 12 December 2022 (24 hours before the AGM)

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at Boardroom or email the soft copy to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) not later than 10.00 a.m. of 12 December 2022. 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.

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 a proxy appointed by you.

If you have submitted your proxy form prior to the meeting and subsequently decide to participate in the meeting yourself, please write in to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) to revoke the appointment of your proxy(ies) at least twenty-four (24) hours before the AGM. On revocation, your proxy(ies) would not be allowed to participate in the meeting. In such event, you should advise your proxy(ies) accordingly.

Please note that the Company shall deem that shareholders have no objection to use the provision in the Proxy Form which has designated the Chairman of the meeting as the authorised person to vote on behalf of shareholders until further instructions are received. The appointed Poll Administrator of the AGM shall be notified of such arrangement accordingly.

**Corporate Shareholders**

Corporate shareholders who require their corporate representative to participate and vote at the AGM must deposit their certificate of appointment of corporate representative to Boardroom not later than 10.00 a.m. of 12 December 2022.

ADMINISTRATIVE NOTES FOR THE ANNUAL GENERAL MEETING ("AGM")  
(CONTINUED)

### Voting Procedure

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all ordinary resolutions set out in the Notice of the AGM will be put to vote by way of poll.

During the AGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll. Kindly refer to voting procedures under RPEV for guidance on how to vote remotely at <https://investor.boardroomlimited.com>.

For the purpose of this AGM, e-Voting will be carried out using personal smart mobile phones, tablets, personal computers or laptops. The Scrutineers will verify the poll result reports upon closing of the poll session by the Chairman. Thereafter, the Chairman will announce and declare whether the resolutions put to vote were successfully carried or not.

### Remote Participation and Electronic Voting ("RPEV")

All shareholders including (i) individual shareholders; (ii) corporate shareholders; (iii) authorised nominees; and (iv) exempt authorised nominees shall use the RPEV facility to participate and vote remotely at the AGM. You will be able to view a live webcast of the meeting, ask questions and submit your votes in real time whilst the meeting is in progress.

Kindly follow the steps below on how to request for login ID and password and usage of the RPEV facility:-

Procedure	Action
<b>Prior to AGM Date</b>	
1. Register Online with Boardroom Smart Investor Portal <b>(for first time registration only)</b>	<p><i>[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register. You may proceed to Step 2.] (Request for RPV User ID and Password.)</i></p> <ol style="list-style-type: none"> <li>Open an internet browser. Latest version of <b>Chrome, Firefox, Safari, Edge or Opera</b> is recommended.</li> <li>Go to Boardroom Smart Investor Portal website at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a></li> <li>Click <b>Register</b> to sign up for a BSIP account.</li> <li>Complete registration with all required information. Upload and attached your MyKad front and back image. Click <b>Register</b>.</li> <li>You will receive an e-mail from BSIP Online for e-mail address verification. Click on <b>Verify E-mail Address</b> from the e-mail received to proceed with the registration.</li> <li>Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number. Click on <b>Request OTP Code</b> and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click <b>Enter</b> to complete the process.</li> <li>Once your mobile number is verified, registration of your new BSIP account will be pending for final verification.</li> <li>An e-mail will be send to you to inform the approval of your BSIP account within one (1) business day. Subsequently, you can login at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a> with the e-mail address and password filled up by you during registration to proceed.</li> </ol>

## ADMINISTRATIVE NOTES FOR THE ANNUAL GENERAL MEETING ("AGM")

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2.	Submit request for Remote Participation User ID and Password	<p><i>(Note: Registration for RPEV will open from 14 November 2022. You are required to register to ascertain your eligibility to participate the AGM by using RPEV). Shareholders are encouraged to register at least 24 hours before the commencement of the meeting to avoid any delay in the registration.</i></p> <p><b><u>Individual Members</u></b></p> <p>(a) Open an internet browser. Latest version of <b>Chrome, Firefox, Safari, Edge or Opera</b> is recommended.</p> <p>(b) Go to Boardroom Smart Investor Portal website at <a href="https://investor.boardroomlimited.com">https://investor.boardroomlimited.com</a></p> <p>(c) Login with your registered email address and password. <b>[Note: If you do not have an account with BSIP, please sign-up/register with Boardroom Smart Investor Portal for free - refer to Item Step 1 for guide.]</b></p> <p>(d) Select and click on <b>Corporate Meeting</b>.</p> <p>(e) Go to "KNM GROUP BERHAD TWENTIETH ANNUAL GENERAL MEETING" and click <b>Enter</b>.</p> <p>(f) Go to <b>VIRTUAL</b> and click on <b>Register for RPEV</b>.</p> <p>(g) Read and agree to the Terms &amp; Conditions.</p> <p>(h) Enter your CDS Account Number and click <b>Submit</b> to complete your request.</p> <p>(i) You will receive a notification that your RPV registration has been received and is being verified;</p> <p>(j) Upon system verification against the AGM's Record of Depositors as at 6 December 2022, you will receive an email from Boardroom either approving or rejecting your registration for the remote participation.</p> <p>(k) If approved, RPEV credential will be provided in your email;</p> <p>(l) Please note that one (1) user ID and password can only log on to one (1) device at a time.</p> <p>(m) If rejected, a rejection note will be provided in your email.</p> <p>Note: Closing for submission of request is at 10.00 a.m. on 12 December 2022 (24 hours before the AGM)</p> <p><b><u>Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee</u></b></p> <p>(a) Write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.</p> <p>(b) Please provide a copy of corporate representative's or proxy holder's MyKad/Identification Card (front and back) or Passport as well as his/her email address.</p> <p>(c) You will receive notification from Boardroom that your request has been received.</p> <p>(d) Upon system verification of your registration against the <b>General Meeting ROD as at 6 December 2022</b>, you will receive your remote access User ID and Password along with the email from Boardroom if your registration is approved.</p> <p>(e) Please note that one (1) user ID and password can only log on to one (1) device at a time.</p> <p>(f) Please note that the closing date and time to submit your request is by <b>10.00 a.m. of 12 December 2022</b>.</p>
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ADMINISTRATIVE NOTES FOR THE ANNUAL GENERAL MEETING ("AGM")  
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On the day of the AGM		
3.	Login to Meeting Platform	<p>a. The Meeting Platform will be open for login one (1) hour before the commencement of the AGM.</p> <p>b. The Meeting Platform can be accessed via one of the following:</p> <ul style="list-style-type: none"> <li>• Scan the QR Code provided in the user login guide;</li> <li>• Navigate to the website at <a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a></li> </ul> <p>c. Enter the Meeting ID No. and sign in with the user ID and password provided to you via the email notification in Step 2.</p>
4.	Participate	<p><i>(Note: Questions submitted online will be moderated before being sent to the Chairman to avoid repetition)</i></p> <p>(a) If you would like to view the live webcast, select the broadcast icon. </p> <p>(b) If you would like to ask a question during the AGM, select the messaging icon. </p> <p>(c) Type your message within the chat box and click the send button once completed.</p> <p>Please note that the quality of the connectivity to the Meeting Platform for live webcast, as well as for remote voting is highly dependent on the bandwidth and stability of the internet connection available at the location of the remote users. Kindly ensure that you are connected to the internet at all times in order to participate and vote when the virtual AGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained.</p>
5.	Voting	<p>(a) Once the meeting is open for voting, the polling icon  will appear with the resolutions and your voting choices.</p> <p>(b) To vote, simply select your voting direction from the options provided. A confirmation message will appear to show your vote has been received.</p> <p>(c) To change your vote, simply select another voting direction.</p> <p>(d) If you wish to cancel your vote, please press "Cancel".</p>
6.	End of Participation	<p>(a) Upon the announcement by the Chairman on the closure of the AGM, the live webcast will end.</p> <p>(b) You can now logout from the Meeting Platform.</p>

**No Recording or Photography**

No recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.

ADMINISTRATIVE NOTES FOR THE ANNUAL GENERAL MEETING ("AGM")  
(CONTINUED)

### **Submission of Questions**

We welcome questions and views from shareholders on the AGM resolutions. You can email your question(s) to [cosec@knm-group.com](mailto:cosec@knm-group.com) or submit through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> prior to the meeting by 10.00 a.m. of 12 December 2022 (24 hours before the AGM) and we will endeavour to provide responses to the queries during the AGM session.

### **Enquiry**

Should you require any assistance on the RPEV facility, kindly contact Boardroom Share Registrars Sdn Bhd during office hours from Monday to Friday (8.30 a.m. to 5.30 p.m.) except on public holidays, details as follows:-

Boardroom Share Registrars Sdn. Bhd.  
Address : 11th Floor, Menara Symphony  
No. 5 Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia  
General : +603 7890 4700  
Line  
Fax Number : +603 7890 4670  
Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

### **Personal Data Policy**

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.



# KNM GROUP BERHAD

Registration No.: 200001018741(521348-H)

CDS Account Number

Number of Ordinary Shares Held

## FORM OF PROXY

\*I/We \_\_\_\_\_  
(FULL NAME IN BLOCK CAPITALS)

of \_\_\_\_\_  
(FULL ADDRESS)

being a \*member/members of **KNM GROUP BERHAD** hereby appoint (*full name as per NRIC and in block capitals*)

(i) \_\_\_\_\_ NRIC No.: \_\_\_\_\_

of (*full address, contact no & email address*) \_\_\_\_\_

(ii) \_\_\_\_\_ NRIC No.: \_\_\_\_\_

of (*full address, 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 20<sup>th</sup> Annual General Meeting ("20<sup>th</sup> AGM") of the Company to be conducted via online meeting platform at <https://meeting.boardroomlimited.my> (*Domain Registration No. with MYNIC-D6A357657*) provided by Boardroom Share Registrars Sdn Bhd, on **Tuesday, 13 December 2022 at 10.00 a.m.** or at any adjournment thereof, in the manner indicated below:

No	Ordinary Resolutions	For	Against
1.	Re-election of Mr Flavio Porro as Director		
2.	Re-election of Tan Sri (Dr) Zulhasnan Bin Rafique as Director		
3.	Re-election of Tunku Dato' Yaacob Khyra as Director		
4.	Re-election of Mr Lim Mun Kee as Director		
5.	Re-election of Datuk Mohd Irwan Bin Mohd Mubarak as Director		
6.	Re-election of Mr Ho Soo Woon as Director		
7.	Re-election of Datuk Uwe Ahrens as Director		
8.	Re-election of Dato' Indera Naresh Mohan as Director		
9.	Re-election of Mr James Beltran as Director		
10.	Re-election of Mr Ravindrasingham Balasingham as Director		
11.	Approval of Fees to Directors and Benefits		
12.	Authorisation for Directors to Allot and Issue Shares		
13.	Proposed Payment of Fees to Directors in Advance on Quarterly Basis		

Please indicate with an "x" in the space provided above how you wish to cast your vote. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

The proportions of \*my/our holdings to be represented by my \*proxy/proxies are as follows:

First Named Proxy	_____	%
Second Named Proxy	_____	%
Total	_____	100%

Signed (and sealed) this \_\_\_\_\_ day of \_\_\_\_\_, 2022

Signature of Shareholder

Common Seal to be affixed here if Shareholder is a Corporate Member

\* Delete if not applicable



**Notes:**

- (i) A proxy may but need not be a member of the Company.
- (ii) A member shall not, subject to paragraph (iii) below, be entitled to appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy to attend and vote at the same meeting, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- (iii) Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 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.
- (iv) To be valid, the duly completed form of proxy must be deposited at the registered office of the Company at 15 Jalan Dagang SB 4/1, Taman Sungai Besi Indah, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia not less than twenty-four (24) hours before the time for holding the meeting or any adjournment thereof. Alternatively, the Proxy Form can also be lodged electronically via "Boardroom Smart Investor Portal" at <https://investor.boardroomlimited.my> not less than twenty-four (24) hours before the time appointed for holding the meeting. Kindly refer to the procedure for Electronic Lodgement of Form of Proxy from the Administration Notes for the AGM.
- (v) 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, either under its common seal or under the hand of its officer or attorney duly authorised.
- (vi) In respect of deposited securities, only members whose names appear in the Record of Depositors on 6 December 2022 shall be eligible to attend the meeting or appoint proxies to attend and vote in his/her stead.
- (vii) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 20<sup>th</sup> AGM will be put to vote by way of poll.

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AFFIX  
STAMP

THE COMPANY SECRETARY  
**KNM GROUP BERHAD**  
15 Jalan Dagang SB 4/1  
Taman Sungai Besi Indah  
43300 Seri Kembangan  
Selangor Darul Ehsan  
Malaysia

2nd Fold Here

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Fold This Flap For Sealing

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