



**BV LAND HOLDINGS BERHAD**  
Registration No. 201901025625 (1334954-V)  
(Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Second Annual General Meeting of the Company will be held at Meeting Room at No. 3, Lorong Landasan, Off Jalan Bukit Kuda, 41300 Klang, Selangor Darul Ehsan on Friday, 30 April 2021 at 10.30 a.m., for the following purposes:-

### AGENDA

#### ORDINARY BUSINESS

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| 1. To receive the Audited Financial Statements for the financial year ended 31 October 2020 with the Directors' and Auditors' Reports thereon .               | <b>Please refer to Explanatory Note 1</b> |
| 2. To approve the Directors' Fees of up to an amount of RM24,000.00 from 1 May 2021 until the conclusion of the next Annual General Meeting.                  | <b>Ordinary Resolution 1</b>              |
| 3. To re-elect the following Directors who retire in accordance with Clause 106 of the Company's Constitution: -  |   |
| (a) Dato' Goh Kang Beng   | <b>Ordinary Resolution 2</b>              |
| (b) Datin Khoo Ah Bee   | <b>Ordinary Resolution 3</b>              |
| (c) Dato' Koh Chun Kat  | <b>Ordinary Resolution 4</b>              |
| 4. To re-appoint Messrs. Grant Thornton Malaysia PLT as the Company's Auditors for the ensuing year and to authorise the Directors to fix their remuneration. | <b>Ordinary Resolution 5</b>              |

#### SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Ordinary Resolution:-

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| 5. <b>Authority to Issue and Allot Shares Pursuant to Section 76 of the Companies Act, 2016</b> | <b>Ordinary Resolution 6</b> |
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"**THAT** subject always to the Companies Act, 2016 ("Act"), Constitution of the Company and the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to Section 76 of the Companies Act 2016, to issue and allot 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 pursuant to this resolution does not exceed 100% of the total number of issued shares of the Company at the time of issue, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares **AND THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

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| 6. To transact any other business of the Company of which due notice shall be given in accordance with the Company's Constitution and the Companies Act, 2016. |  |
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By Order of the Board  
**BV LAND HOLDINGS BERHAD**

**WONG YOUN KIM (MAICSA 7018778)**  
**SSM Practising Certificate No. 201908000410**  
Company Secretary  
Kuala Lumpur  
**1 APRIL 2021**

#### NOTES:

- A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy(ies) to attend and vote on his(her) behalf.
- A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of a Company shall have the same rights as the member to speak at the meeting.
- A member may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) or more proxies, he/she shall specify the proportion of his(her) shareholdings to be represented by each proxy.
- Subject to any express requirement of the Listing Requirements, at any general meeting a resolution put to the vote of the meeting shall be determined by a show of hands of the members present in person or by proxy, unless a poll is demanded (before or upon the declaration of the result of a show of hands). Votes on a show of hands a holder of ordinary shares who presents as a member or a member's representative or proxy or attorney and is entitled to vote shall be entitled to one vote on any question at any general meeting.
- Where a member of the Company is an exempt authorized nominee which holds ordinary shares in the Company for multiple beneficial owners in the one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respect of each omnibus account it holds.
- The Form of Proxy shall be signed by the appointor or his(her) attorney duly authorised in writing or, if the member is a corporation, it must be executed under its common seal or by its duly authorised attorney or officers.
- The instrument appointing a proxy must be deposited at the Registered Office of the Company at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur not less than twenty-four (24) hours before the time appointed for the taking of poll at the meeting or adjourned meeting.
- In respect of deposited securities, only members whose names appear on the Record of Depositors on **22 April 2021** (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend and/or vote on his(her) behalf.

#### EXPLANATORY NOTES

1. **Item 1 of the Agenda - Audited Financial Statement for the Financial Year Ended 31 October 2020**

The Audited Financial Statements are for discussion only as the approval of the shareholders is not required pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016. Hence, this Agenda is not put forward for voting by the shareholders of the Company.

2. **Ordinary Resolution 6 - Authority to Issue and Allot Shares pursuant to Section 76 of the Companies Act, 2016**

The proposed Resolution 6 is a new mandate, if passed, will empower the Directors of the Company, from the date of the above Annual General Meeting, with the authority to issue and allot shares in the Company up to an amount not exceeding 100% of the total number of issued shares of the Company, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting.

The purpose of this general mandate is for fund raising exercises including but not limited to further placement of shares for the purpose of funding current and/or future investment projects, working capital and/ or acquisitions.