

NOTICE OF THIRTIETH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Thirtieth ("30<sup>th</sup>") Annual General Meeting ("AGM") of Leform Berhad ("Leform" or "Company") will be held at Level 2 (Johor Kedah Room), World Trade Centre Kuala Lumpur, 41, Jalan Tun Ismail, Chow Kit, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on Monday, 23 June 2025 at 10.00 a.m. for the following purposes:-

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon.

(Please refer to Explanatory Note 1)
2. To approve the payment of Directors' fees and benefits payable of RM240,000 to the Directors of the Company and its subsidiaries for the period from the date of the forthcoming 30<sup>th</sup> AGM until the conclusion of the next AGM of the Company.

Ordinary Resolution 1  
(Please refer to Explanatory Note 2)
3. To re-elect Ms Lee Wee Leng who retires in accordance with Clause 95 of the Constitution of the Company and being eligible, has offered herself for re-election.

Ordinary Resolution 2  
(Please refer to Explanatory Note 3)
- Mr Lai Chin Yang who retires pursuant to Clause 95 of the Constitution of the Company has expressed his intention not to seek re-election.
4. To re-elect Mr Law Kar Hou who retires in accordance with Clause 101 of the Constitution of the Company and being eligible, has offered himself for re-election.

Ordinary Resolution 3  
(Please refer to Explanatory Note 3)
5. To re-appoint Messrs KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

Ordinary Resolution 4

As Special Business

To consider and, if thought fit, to pass the following resolutions:

6. **Authority under Sections 75 and 76 of the Companies Act 2016 ("the Act") for the Directors to allot and issue shares**

Ordinary Resolution 5  
(Please refer to Explanatory Note 4)

"**THAT** pursuant to Sections 75 and 76 of the Act, the Directors be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next AGM 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 per centum (10%) of the total number of issued shares of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next AGM of the Company,"

**THAT** pursuant to Section 85 of the Act, read together with Clause 5 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares of the Company arising from issuance of new shares pursuant to this Mandate."

**AND THAT** the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, 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."

7. **Proposed Renewal of Shareholders' Mandate for Existing Recurrent Related Party Transactions of a Revenue or Trading Nature**

Ordinary Resolution 6  
(Please refer to Explanatory Note 5)

"**THAT** approval be and is hereby given to the Company and its subsidiaries ("Group") to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.4 of the Circular to Shareholders dated 30 April 2025, provided that:

- (a) such arrangements and/or transactions are necessary for the Group's day-to-day operations;

(b) such arrangements and/or transactions undertaken are in the ordinary course of business, at arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to third party;

(c) such arrangements and/or transactions are not detrimental to the minority shareholders of the Company; and

(d) the disclosure is made in the Integrated Annual Report 2024 on the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year in relation to:

(i) the related transacting parties and their respective relationship with the Company; and

(ii) the nature of the recurrent transactions.

**THAT** such authority shall continue to be in force until:

- (a) the conclusion of the next AGM, unless the authority is renewed by a resolution passed at the next AGM; or

(b) the expiration of the period within which the next AGM is required to be held pursuant to Section 340(2) of the Act (but will not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier.

**AND THAT** the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

Any Other Business

8. To transact any other business that may be transacted at the 30<sup>th</sup> AGM of which due notice shall have been given in accordance with the Act and the Constitution of the Company.

BY ORDER OF THE BOARD

TAI YIT CHAN (MAICSA7009143) (SSM PC No.: 202008001023)  
TAN AI NING (MAICSA7015852) (SSM PC No.: 202008000067)  
COMPANY SECRETARIES

SELANGOR DARUL EHSAN  
30 April 2025

Explanatory Notes

(1) Audited Financial Statements

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

(2) Ordinary Resolution 1 – Directors' fees and benefits payable to Directors

The estimated Directors' fees are calculated based on the current Board size, the duties and responsibilities of the Directors, the number of scheduled Board and/ or Committee meetings to be held. The resolution is to facilitate the payment of Directors' fees and benefits payable for the period commencing from the date of the 30<sup>th</sup> AGM until the next AGM of the Company.

If in the event that the proposed amounts are insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for such shortfall.

(3) Ordinary Resolutions 2 and 3 – Re-election of Directors

Pursuant to the Malaysian Code on Corporate Governance 2021, the profiles of the Directors who are standing for re-election as per Agenda items no. 3 and 4 are set out in the Board of Directors' profile of the Integrated Annual Report 2024.

Based on the recommendation of the Nomination Committee, the Board is satisfied with the performance and contributions of the following Directors and supports the re-election based on the following justifications:-

**Ordinary Resolution 2 – Re-election of Ms Lee Wee Leng as Independent Non-Executive Director**

- a) Ms Lee Wee Leng fulfils the requirements of independence set out in the ACE Market Listing Requirements ("AMLR") of Bursa Securities as well as the Malaysian Code on Corporate Governance 2021. She has demonstrated her independence through her engagement in the meetings by proactively giving valuable insights to the Management in developing the Group's business strategies.

b) She also exercised her due care and carried out her professional duties proficiently during her tenure as an Independent Non-Executive Director of the Company.

**Ordinary Resolution 3 – Re-election of Mr Law Kar Hou as Non-Independent Executive Director**

- a) Mr Law Kar Hou is in charge of overseeing the production planning of the Group's manufacturing division, whereby under his leadership, the Group has successfully enhanced its operational efficiency. He has also played a pivotal role in assisting the Managing Director to chart the growth and strategic direction of the Group. The Board is confident that his re-election will further strengthen the Group's ability to achieve its long-term objectives.

b) He has exercised due care and carried out his professional duties during his tenure as a Non-Independent Executive Director of the Company.

(4) Ordinary Resolution 5 – Authority pursuant to Sections 75 and 76 of the Act for the Directors to Allot and Issue Shares

The Ordinary Resolution 5 proposed under item 6 of the Agenda is to obtain a general mandate for issuance of shares by the Company under Sections 75 and 76 of the Act. The Ordinary Resolution 5, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued shares of the Company for the purpose of raising funds for project(s), investment(s), acquisition(s), repayment of borrowings, working capital and/or general corporate purposes as deemed necessary.

This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM or at the expiry of the period within the next AGM is required to be held after the approval was given.

The waiver of pre-emptive rights pursuant to Section 85 of the Act will allow the Directors of the Company to issue new shares of the Company which rank equally to

existing issued shares of the Company, to any person without having to offer new shares to all the existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate.

At this juncture, there is no decision to issue new shares. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make an announcement in respect thereof.

(5) Ordinary Resolution 6 – Proposed Renewal of Shareholders' Mandate for Existing Recurrent Related Party Transactions of a Revenue or Trading Nature

For further information on Ordinary Resolution 6, please refer to the Circular to Shareholders dated 30 April 2025 accompanying the Integrated Annual Report 2024 of the Company for the financial year ended 31 December 2024.

NOTES:

- (1) Pursuant to Rule 8.31A of the AMLR of Bursa Securities, all the resolutions set out in the Notice of AGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

- (2) A member entitled to attend and vote at the 30<sup>th</sup> AGM may appoint another person as his proxy to attend and vote in his stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting shall have the same rights as the member to speak at the meeting.

- (3) A member shall be entitled to appoint not more than 2 proxies to participate, speak and vote at the meeting. Where a member appoints 2 proxies, the appointment shall not be valid unless the member specifies the proportion of his shareholding to be represented by each proxy.

- (4) Where a member is an Exempt Authorised Nominee which holds shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

- (5) The proxy form shall be in writing, executed by or on behalf of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.

- (6) The proxy form and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd of 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time for holding the 30<sup>th</sup> AGM or adjourned 30<sup>th</sup> AGM at which the person named in the proxy form proposes to vote, and in default the proxy form shall not be treated as valid.

- (7) For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available a Record of Depositors as at 16 June 2025 and only members whose names appear on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.

Personal data privacy:

*By submitting an instrument appointing a proxy(ies) and/ or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/ or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.*