



Together We Excel

MCE HOLDINGS BERHAD

Registration No. 201501033021 (1158341-K)
(Incorporated in Malaysia)

NOTICE OF 5TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 5th Annual General Meeting of MCE Holdings Berhad will be conducted entirely through live streaming from the Broadcast Venue at PT 119984 (Lot 68745) Canang Emas 7, Off Jalan Telok Gong, 42000 Pelabuhan Klang, Selangor on Tuesday, the 22nd day of December, 2020 at 9.30 am for the following purposes:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 July 2020 together with the Reports of the Directors and Auditors thereon. *(See Explanatory Note 1)*
2. To re-elect Dr Goh Kar Chun, a Director retiring by rotation pursuant to Clause 133 of the Company's Constitution. ORDINARY RESOLUTION 1
3. To re-elect Mr Loo Shen Chang, a Director retiring by rotation pursuant to Clause 133 of the Company's Constitution. ORDINARY RESOLUTION 2
4. To approve the payment of Directors' Fees of RM361,000 for the financial year ending 31 July 2021 payable quarterly in arrears after each month of completed service of the Directors during the financial year. ORDINARY RESOLUTION 3
5. To approve the payment of Directors' Benefit amounting to RM32,000 for the period commencing after the date of this Annual General Meeting to the date of the next Annual General Meeting. ORDINARY RESOLUTION 4
6. To appoint Crowe Malaysia PLT as Auditors of the Company for the financial year ending 31 July 2021 and to authorise the Directors to fix their remuneration. ORDINARY RESOLUTION 5

AS SPECIAL BUSINESS

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

7. **ORDINARY RESOLUTION
PROPOSED RETENTION OF INDEPENDENT DIRECTORS**
 - i. "That Mr. Tai Lam Shin who has served as an Independent Non-Executive Director for a cumulative term of more than 9 years be retained and remain as Independent Director of the Company." ORDINARY RESOLUTION 6
(See Explanatory Note 10)
 - ii. "That En. Shamsudin @ Samad Bin Kassim who has served as an Independent Non-Executive Director for a cumulative term of more than 9 years be retained and remain as Independent Director of the Company." ORDINARY RESOLUTION 7
(See Explanatory Note 10)

NOTICE OF 5TH ANNUAL GENERAL MEETING

(continued)

8. ORDINARY RESOLUTION

AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

“THAT subject always to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and the approvals of the relevant government and/or regulatory authorities, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act 2016 to issue and allot new shares in the Company at any time at such price, upon such terms and conditions, for such purposes and to such person(s) whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 20 percent 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 from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued and THAT such authority shall continue to be in force until the conclusion of the next annual general meeting of the Company.”

ORDINARY RESOLUTION 8
(See Explanatory Note 11)

9. To transact any other business for which due notice shall have been given in accordance with the Company’s Constitution and/or the Companies Act, 2016.

BY ORDER OF THE BOARD

LEE WEE HEE (MAICSA 0773340) SSM Practicing Certificate No. 201908004010
HEW JING SIAN (MAICSA 7065968) SSM Practicing Certificate No. 202008001325
Company Secretaries
Date : 27 November 2020

NOTE :

1. This Agenda item is meant for discussion only and does not require a formal approval of the shareholders and hence, is not put forward for voting.
2. A member of the Company entitled to attend and vote is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.
3. A member of the Company may appoint not more than two (2) proxies to attend the meeting, provided that the member specifies the proportion of the members shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
4. A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
5. Where a member is an Authorised Nominee as defined under The Securities Industry (Central Depositories) Act, 1991, it may appoint at least one proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”) there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

NOTICE OF 5TH ANNUAL GENERAL MEETING

(continued)

NOTE : (CONT'D)

6. The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, shall be deposited at the Registered Office of the Company situated at Suite 5.11 & 5.12, 5th Floor, Menara TJB, No. 9, Jalan Syed Mohd. Mufti, 80000 Johor Bahru, Johor not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
7. Subject to the Constitution, shareholders may deposit the instrument appointing the proxy by electronics means by way of submitting the instrument to the following e-mail address mcejb@multicode.com.my not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
8. An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
9. In respect of deposited securities, only members whose names appear on the Record of Depositors on 14 December 2020, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

STATEMENT REGARDING EFFECT OF RESOLUTIONS UNDER SPECIAL BUSINESS

10. Proposed Retention of Independent Directors

The Proposed Ordinary Resolutions 6 and 7 in Agenda 7, if passed, will allow Mr Tai Lam Shin and Encik Shamsudin @ Samad Bin Kassim to be retained and continue acting as Independent Directors to fulfill the requirements of Paragraph 3.04 of Bursa Malaysia's Main Market Listing Requirements and in line with the Practice No 4.2 of the Malaysian Code of Corporate Governance ("MCCG"). The full details of the Board's justification and recommendations for the retention of Mr Tai Lam Shin and Encik Shamsudin @ Samad Bin Kassim as Independent Directors are set out on Page 18 and 19 of the Board's Corporate Governance Overview Statement in the 2020 Annual Report.

The Board will be seeking shareholders' approval to retain:

- i. Encik Shamsudin as an Independent Director by way of Ordinary Resolution; and
- ii. Mr Tai as an Independent Director by way of Ordinary Resolution passed through a two-tier voting procedure as recommended under Practice 4.2 of MCCG at the forthcoming AGM.

11. Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016

The Company had, during its 4th Annual General Meeting held on 20 December 2019, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to Section 75 and 76 of the Companies Act 2016.

As at the date of this notice, the Company had placed out 4,440,400 new ordinary shares pursuant to this mandate obtained.

The Proposed Ordinary Resolution 8 is to seek a renewal of the general mandate from the shareholders of the Company at the 5th Annual General Meeting held on 22 December 2020.

NOTICE OF 5TH ANNUAL GENERAL MEETING

(continued)

STATEMENT REGARDING EFFECT OF RESOLUTIONS UNDER SPECIAL BUSINESS (CONT'D)

11. Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016 (Cont'd)

The general mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares in the Company for any fund raising activities, including but not limited to the placing of shares, for working capital, funding future investments and/or funding of strategic development of the Group. The new general mandate is sought to avoid any delay arising from and cost in convening a general meeting to obtain approval of the shareholders for such issuance of shares, up to an amount not exceeding in total twenty percent (20 percent) of the issued and paid-up share capital of the Company, as the Directors consider appropriate in the best interest of the Company. The authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting of the Company.

As part of the initiative from Bursa Malaysia Securities Berhad ("Bursa Securities") to aid and facilitate listed issuers in sustaining their business or easing their compliance with Bursa Securities' rules, amid the unprecedented uncertainty surrounding the recovery of the outbreak of Coronavirus Pandemic ("COVID-19") and Movement Control Order imposed by the Government, Bursa Securities had vide its letter dated 16 April 2020 allowed a listed issuer to seek for a higher general mandate under Paragraph 6.04 of the Main Market Listing Requirement of Bursa Securities of not more than 20% of the total number of issued shares (excluding treasury shares) for issue of new securities.

The general mandate will provide flexibility to the Company to raise additional funds expeditiously and efficiently during this challenging time, to meet its funding requirements including but not limited to working capital, operational expenditures, investment project(s), and/or acquisition(s).

The Board, having considered the current and prospective financial position, needs and capacity of the Group, is of the opinion that the general mandate is in the best interests of the Company and its shareholders.

Voting by Poll

Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad's Main Market Listing Requirements, all resolutions set out in this notice is to be voted by poll.

ADMINISTRATIVE GUIDE

FOR SHAREHOLDERS ATTENDING THE 5TH ANNUAL GENERAL MEETING (“5TH AGM”) OF
MCE HOLDINGS BERHAD

Meeting Day & Date	:	Tuesday, 22 December 2020
Time	:	9.30 am
Platform for Communication	:	Shareholders may submit questions to the Board of Directors (“Board”) prior to the 5 th Annual General Meeting (“5 th AGM”) to mcejb@multicode.com.my no later than 9.30 am on 20 December 2020 or to use the Question and Answer (“Q&A”) Platform to transmit questions to the Board via Remote Participation and Voting (“RPV”) Platform during live streaming.
Broadcast Venue	:	PT 119984 (Lot 68745) Canang Emas 7, Off Jalan Telok Gong, 42000 Pelabuhan Klang, Selangor

VIRTUAL MEETING

In view of the COVID-19 pandemic and as part of the safety measures and control for the well-being of the shareholders of the Company, the 5th AGM will be held via an online platform through live streaming and online remote voting using the Remote Participation and Voting (“RPV”) Facility. This is in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 (revised on 13 October 2020) and its subsequent revisions including any amendments that may be made from time to time.

Please note that it is your responsibility to ensure the stability of your internet connectivity throughout the Meeting as the quality of the live webcast and online remote voting are dependent on your internet bandwidth and stability of your internet connection.

The Broadcast Venue is strictly for the purpose of complying with Section 327 (2) of the Companies Act 2016 which requires the Chairman to be present at the main venue of the 5th AGM. The Broadcast Venue is also in accordance with Clause 73 of the Constitution of the Company which allows a general meeting to be held at more than one venue, using any technology or method that allows all members of the Company to participate and to exercise the members’ right to speak and vote at the general meeting.

No Shareholders/ Proxies/ Corporate Representatives/ Attorneys from the public shall be physically present at the Broadcast Venue on the day of the 5th AGM.

All Shareholders of the Company, whether Individual Shareholders, Corporate Shareholders, Proxy Holders, Authorised Nominees or Exempt Authorised Nominees who wish to attend the 5th AGM will have to register to attend remotely by using the RPV Facility, the details of which is set out below.

RPV FACILITY

1. The 5th AGM will be conducted on a fully virtual basis through live streaming and online remote voting. Should you wish to attend the 5th AGM, you are required to register yourself using the RPV Facility in accordance with the instructions as set out under paragraph 3 below.

With the RPV Facility, you may exercise your rights as a Shareholder to participate including to pose questions (in the form of real-time submission of typed texts) to the Board of Directors of the Company (“**Board**”) and vote remotely at the 5th AGM.

ADMINISTRATIVE GUIDE

(continued)

RPV FACILITY (CONT'D)

2. **Individual Members** are strongly encouraged to take advantage of the RPV Facility to participate and vote remotely at the 5th AGM. Please refer to the details as set out under RPV Facility for information. If an Individual Shareholder is unable to participate in the online 5th AGM, he/she is encouraged to appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Corporate Shareholders (through Corporate Representatives or appointed proxies) are also strongly advised to participate and vote remotely at the 5th AGM using the RPV Platform. Corporate Members who wish to participate and vote remotely at the AGM must contact the poll administrator, ShareWorks Sdn. Bhd. ("**ShareWorks**") with the details set out below for assistance and will be required to provide the following documents to the Company no later than **21 December 2020 at 9.30 a.m.**:

- a. Certificate of appointment of its Corporate Representative or Form of Proxy under the seal of the corporation;
- b. Copy of the Corporate Representative's or proxy's identity card (MyKad) (front and back) / Passport; and
- c. Corporate Representative's or proxy's email address and mobile phone number.

Upon receipt of such documents, ShareWorks will respond to the Corporate Shareholders' remote participation request.

If a Corporate Member (through Corporate Representative(s) or appointed proxy(ies)) is unable to attend the 5th AGM, the Corporate Member is encouraged to appoint the Chairman of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

In respect of **Nominee Company Members**, the beneficiaries of the shares under a Nominee Company's CDS account are also strongly advised to participate and vote remotely at the 5th AGM using RPV Facility. Nominee Company Members who wish to participate and vote remotely at the 5th AGM can request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the 5th AGM. Nominee Company must contact the poll administrator, ShareWorks with the details set out below for assistance and will be required to provide the following documents to the Company no later than **21 December 2020 at 9.30 a.m.**:

- a. Form of Proxy under the seal of the Nominee Company;
- b. Copy of the proxy's identity card (MyKad) (front and back) / Passport; and
- c. Proxy's email address and mobile phone number.

Upon receipt of such documents, ShareWorks will respond to the Nominee Company Members' remote participation request.

If a Nominee Company Member is unable to attend the 5th AGM, he/she is encouraged to request its Nominee Company to appoint the Chairman of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

ADMINISTRATIVE GUIDE

(continued)

3. The procedures for the RPV in respect of the live streaming and remote voting at the 5th AGM is as follows:

Procedures	Action
Before the 5th AGM	
(i) Register as a user	<ul style="list-style-type: none"> • Access website www.swsb.com.my • Click “Login” and click “Register” to sign up as a user. The registration will be open from 9.30 a.m. on 27 November 2020 and close at 9.30 a.m. on 21 December 2020. • Complete the registration process and upload softcopy of MyKAD (front and back) or Passport for foreign shareholders. • Read and agree to the terms & condition and thereafter submit your request. • Upon submission, kindly login to the valid email address and verify your user ID within one hour. • Upon verification of the user ID, ShareWorks will send an email notification to approve you as a user.
On the day of 5th AGM	
(ii) Login to www.swsb.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the 5th AGM at any time from 9.00 a.m. i.e. 30 minutes before the commencement of the 5th AGM on 22 December 2020 at 9.30 a.m.
(iii) Participate through Live Streaming	<ul style="list-style-type: none"> • Select the “Virtual Meeting” from main menu. • Click the “Join Meeting” located next to the event. • Kindly click the video link and insert the password given to you in your email notification in order to join the live video streaming. • If you have any question for the Chairman/ Board, you may use the Q&A platform to transmit your question. The Chairman/Board will try to respond to all questions submitted by remote participants during the 5th AGM. If time is a constraint, the responses will be emailed to you at the earliest possible time after the meeting ended. • Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.
(iv) Online remote voting	<ul style="list-style-type: none"> • Select “Voting” located next to the “Join Meeting” and indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairman of the Meeting declare that the voting platform is activated and will announce the completion of the voting session of the 5th AGM. • Cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
(v) End of RPV Facilities	<ul style="list-style-type: none"> • The RPV Facilities will end and the Messaging window will be disabled the moment the Chairman of the Meeting announces the closure of the 5th AGM.

ADMINISTRATIVE GUIDE

(continued)

PROXY

If a member is unable to attend the 5th AGM, he/she may appoint a proxy or the Chairman of the meeting as his/ her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Please note that if an individual member has submitted his/her Form of Proxy prior to the 5th AGM and subsequently decides to personally participate in the 5th AGM via RPV Facilities, the individual member shall proceed to contact ShareWorks or the Company to revoke the appointment of his/her proxy no later than **21 December 2020 at 9.30 a.m.**

POLL VOTING

The voting at the 5th AGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed ShareWorks as Poll Administrator to conduct the poll by way of electronic means and Share Polls Sdn. Bhd. as Scrutineers to verify the poll results.

The Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution is duly passed.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD

To administer the proceedings of the 5th AGM in orderly manner, shareholders may before the 5th AGM, submit questions to the Board to mcejb@multicode.com.my **no later than 20 December 2020, Sunday at 9.30 a.m.** The Board will endeavour to address the questions received at the 5th AGM.

NO RECORDING OR PHOTOGRAPHY

Strictly **NO recording or photography** of the proceedings of the 5th AGM is allowed.

NO DOOR GIFTS OR E-VOUCHERS

There will be NO DISTRIBUTION of door gifts or e-vouchers.

DIGITAL COPIES OF 5TH AGM DOCUMENTS

We further inform that the following items are now available at www.multicode.com.my:

1. Notice of the 5th AGM
2. Form of Proxy
3. Annual Report Request Form
4. Administrative Guide
5. Annual Report 2020
6. Corporate Governance Report

ENQUIRY

If you have any enquiry prior to the virtual meeting, please contact Ms. Maria Fong / Mr. S.Q. Kou during office hours from 9.00 a.m. to 5.00 p.m. on Mondays to Fridays:

ShareWorks Sdn. Bhd.

No. 2-1, Jalan Sri Hartamas 8
Sri Hartamas
50480 Kuala Lumpur
Wilayah Persekutuan (KL)

Telephone Number : 03-6201 1120
Fax Number : 03-6201 3121
Email : enquiry@shareworks.com.my

NOTIFICATION TO SHAREHOLDERS

FOR CONVENING OF 5TH ANNUAL GENERAL MEETING

Dear Shareholders of MCE HOLDINGS BERHAD,

We are pleased to invite you to the 5th Annual General Meeting (5th AGM) of MCE Holdings Berhad, which will be conducted entirely through live streaming as set out below.

Date : Tuesday, 22 December 2020
Time : 9.30 a.m.
Broadcast venue : PT 119984 (Lot 68745) Canang Emas 7,
Off Jalan Telok Gong,
42000 Pelabuhan Klang,
Selangor

We are pleased to provide you with the following documents which are available at the Company's website at www.multicode.com.my:

1. Notice of the 5th AGM
2. Form of Proxy
3. Annual Report Request Form
4. Administrative Guide

The Annual Report 2020 and Corporate Governance Report are available at our Company's website at www.multicode.com.my and are also available on Bursa Malaysia's website at www.bursamalaysia.com.

Should you require a hardcopy of the Annual Report 2020, please complete this Annual Report 2020 Request Form and send the completed form to No. 2 & 4, Jalan Waja 7, Kawasan Perindustrian Pandan, 81100 Johor Bahru, Johor or fax to: 07-355 2869 or e-mail to mcejb@multicode.com.my.

Thank you.

Yours faithfully,
Dr. Goh Kar Chun
Group Managing Director
27 November 2020

ANNUAL REPORT 2020 REQUEST FORM

Please submit this Request Form with the required information to MCE HOLDINGS BERHAD at No. 2 & 4, Jalan Waja 7, Kawasan Perindustrian Pandan, 81100 Johor Bahru, Johor or fax to: 07-355 2869 or e-mail to mcejb@multicode.com.my.

PARTICULARS OF SHAREHOLDER

Name : _____

NRIC No./Passport No./Co. No. : _____

CDS Account No. : _____

Address : _____

Contact No./E-mail Address : _____

Date : _____

Signature : _____

Note : Printed copy of the Annual Report shall be provided to the shareholders within 4 market days from the date of receipt of the verbal or written request.



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AFFIX
STAMP

MCE HOLDINGS BERHAD
Registration No: 201501033021 (1158341-K)
No. 2 &4, Jalan Waja 7,
Kawasan Perindustrian Pandan,
8110 Johor Bahru, Johor.

Attn : Ms Denise Kwan

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MCE HOLDINGS BERHAD
Registration No. 201501033021 (1158341-K)
(Incorporated in Malaysia)

FORM OF PROXY

No. of Shares held:	
CDS Account No.	

I/We _____ (NRIC No. _____)

of (full address) _____

(email address) _____ and (contact no.) _____

a member / members of MCE HOLDINGS BERHAD hereby appoint

Name of Proxy (Full Name)	NRIC No. / Passport No.	% of Shareholding to be Represented (Refer to Note 2)
Address	Email address	Contact No.

*and/or failing him/her

Name of Proxy (Full Name)	NRIC No. / Passport No.	% of Shareholding to be Represented (Refer to Note 2)
Address	Email address	Contact No.

or failing him /her, *the Chairman of the Meeting as *my/our proxy to vote for *me/us and on *my/our behalf at the 5th Annual General Meeting of the Company which will be conducted entirely through live streaming from the Broadcast Venue at PT 119984 (Lot 68745) Canang Emas 7, Off Jalan Telok Gong, 42000 Pelabuhan Klang, Selangor on Tuesday, the 22nd day of December, 2020 at 9.30 a.m. and at every adjournment thereof to vote as indicated below in respect of the following Resolutions:-

* delete where applicable.

ORDINARY BUSINESS		FOR	AGAINST
Ordinary Resolution 1	Re-election of DR GOH KAR CHUN		
Ordinary Resolution 2	Re-election of MR LOO SHEN CHANG		
Ordinary Resolution 3	Approval of Directors' Fees		
Ordinary Resolution 4	Approval of Directors' Benefit (for the period from 5 th Annual General Meeting to 6 th Annual General Meeting)		
Ordinary Resolution 5	Appointment of Auditors		
SPECIAL BUSINESS			
Ordinary Resolution 6	Retention of MR. TAI LAM SHIN as Independent Director		
Ordinary Resolution 7	Retention of ENCIK SHAMSUDIN @ SAMAD BIN KASSIM as Independent Director		
Ordinary Resolution 8	Authority to issue shares		

(Please indicate with a "X" in the space provided above on how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his discretion.)

Signature/Common Seal of Member(s)

Dated this _____ day of _____ 2020



NOTE :

1. A member of the Company entitled to attend and vote is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.
2. A member of the Company may appoint not more than two (2) proxies to attend the meeting, provided that the member specifies the proportion of the members shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
3. A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
4. Where a member is an Authorised Nominee as defined under The Securities Industry (Central Depositories) Act, 1991, it may appoint at least one proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
5. The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, shall be deposited at the Registered Office of the Company situated at Suite 5.11 & 5.12, 5th Floor, Menara TJB, No. 9, Jalan Syed Mohd. Mufti, 80000 Johor Bahru, Johor not less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in such instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.
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8. In respect of deposited securities, only members whose names appear on the Record of Depositors on 14 December 2020, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

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AFFIX
STAMP

The Company Secretary
MCE HOLDINGS BERHAD
Registration No: 201501033021 (1158341-K)
Suite 5.11 & 5.12, 5th floor, Menara TJB
No. 9, Jalan Syed Mohd. Mufti
80000 Johor Bahru
Johor, Malaysia

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Fold This Flap For Sealing
