

# NOTICE OF TWELFTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Twelfth Annual General Meeting (“**12<sup>th</sup> AGM**”) of the Company will be conducted on a virtual basis for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this notice or at any adjournment thereof:-

<b>Online Meeting Platform</b>	:	<a href="https://meeting.boardroomlimited.my">https://meeting.boardroomlimited.my</a>
<b>Day and Date</b>	:	Tuesday, 17 June 2025
<b>Time</b>	:	2.00 p.m.
<b>Broadcast Venue</b>	:	12 <sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan
<b>Mode of Communication</b>	:	1) Typed text in the Online Meeting Platform. The messaging window facility will be opened concurrently with the Online Meeting Platform, one (1) hour before the 12 <sup>th</sup> AGM, that is from 1.00 p.m. on Tuesday, 17 June 2025. 2) Alternatively, you may also submit your questions in advance to <a href="mailto:info@reachenergy.com.my">info@reachenergy.com.my</a> by 2.00 p.m. on 15 June 2025 (48 hours before the commencement of the 12 <sup>th</sup> AGM).

## AGENDA

### AS ORDINARY BUSINESS

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| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors' and Auditors' Reports thereon.  | <b><i>Please refer to Explanatory Note 1</i></b>   |
| 2. | To re-elect the following Directors who retire by rotation pursuant to Clause 89 of the Constitution of the Company and being eligible, offered themselves for re-election:-<br><br>i. Yusoff Bin Hassan<br><br>ii. Tse Man Yin                  | <b><i>Please refer to Explanatory Note 2</i></b><br><br><b><i>Ordinary Resolution 1</i></b><br><br><b><i>Ordinary Resolution 2</i></b> |
| 3. | To approve the proposed payment of Directors' fees up to an amount of RM250,000 in respect of the financial year ending 31 December 2025, to be made payable quarterly.  | <b><i>Please refer to Explanatory Note 3</i></b><br><br><b><i>Ordinary Resolution 3</i></b>  |
| 4. | To approve the payment of Directors' benefits (other than Directors' fees) up to an amount of RM130,000 for the period from 1 January 2025 until the conclusion of the next Annual General Meeting of the Company, to be made payable quarterly. | <b><i>Please refer to Explanatory Note 3</i></b><br><br><b><i>Ordinary Resolution 4</i></b>  |
| 5. | To re-appoint Crowe Malaysia PLT (LLP0018817-LCA & AF1018) as the Company's External Auditors for the ensuing year and to authorise the Board of Directors to determine their remuneration.  | <b><i>Ordinary Resolution 5</i></b>  |

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(cont'd)

### AS SPECIAL BUSINESS

6. To consider and if thought fit, to pass the following Resolutions:-

**AUTHORITY FOR DIRECTORS TO ISSUE AND ALLOT SHARES IN THE COMPANY  
PURSUANT TO SECTION 75 AND 76 OF THE COMPANIES ACT, 2016**

***Ordinary Resolution 6***

“**THAT** subject always to the Companies Act 2016, the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities, if applicable, the Directors be and are hereby empowered, pursuant to Section 75 and Section 76 of the Companies Act 2016, to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit and that such authority shall continue to be in force until the conclusion of the next annual general meeting of the Company or until the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is earlier, pursuant to Section 76 of the Companies Act 2016.”

7. **PROPOSED ADOPTION OF A NEW CONSTITUTION OF THE COMPANY**

“**THAT** approval be and is hereby given to revoke the existing Constitution of the Company with immediate effect and in place thereof, the proposed new Constitution of the Company, as set out in Appendix I be and is hereby adopted as the Constitution of the Company.

***Special Resolution***

***Please refer to  
Explanatory Note 4***

8. To transact any other business for which due notice shall have been given.

### BY ORDER OF THE BOARD

**WONG YOUN KIM**  
**SSM PC NO.: 201908000410**  
**(MAICSA 7018778)**  
Company Secretary

Selangor Darul Ehsan  
Date: 26 May 2025

## **NOTICE OF TWELFTH ANNUAL GENERAL MEETING**

(cont'd)

### **EXPLANATORY NOTES TO THE AGENDA:-**

#### **1. ITEM 1 OF THE AGENDA – AUDITED FINANCIAL STATEMENTS**

This item of the Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act, 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this item of the Agenda is not put forward for voting.

#### **2. ITEM 2 OF THE AGENDA – RE-ELECTION OF DIRECTORS**

Clause 89 of the Constitution provides that one-third (1/3) of the Directors of the Company for the time being shall retire by rotation at an AGM of the Company. With the current Board size of five (5) Directors, two (2) Directors are retiring in accordance with Clause 89 of the Constitution. The computation excludes any Director retiring pursuant to Clause 94 of the Constitution, and currently, there is no Director retiring pursuant to the said Clause.

#### **3. ITEMS 3 AND 4 OF THE AGENDA – PAYMENT OF DIRECTORS' FEES AND BENEFITS**

Section 230(1) of the Companies Act, 2016 provides amongst others, that "the fees" of the Directors and "any benefits" payable to the Directors of a Public Company shall be approved at a general meeting.

In this respect, the Company is seeking shareholders' approval for the payment of Directors' fees totaling up to RM250,000 for the financial year ending 31 December 2025.

Besides, the Company is also seeking shareholders' approval for the payment of Directors' benefits up to an amount of RM130,000 for the period from 1 January 2025 until the conclusion of the next AGM of the Company.

The estimated amount payable (Directors' fees and benefits) is based on the assumption that the Company maintain its existing Board composition. In the event the proposed amount is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional benefits to meet the shortfall.

The proposed payment of benefits comprises meeting allowances and training allowances payable to the Board of Directors.

#### **4. ITEM 7 OF THE AGENDA – PROPOSED ADOPTION OF A NEW CONSTITUTION OF THE COMPANY**

The revocation of the old constitution and adoption of a new constitution are necessary to align the company's status as a non-listed entity, ensuring compliance with the Companies Act 2016 and reflecting the company's current operational and regulatory requirements.

## NOTICE OF TWELFTH ANNUAL GENERAL MEETING

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### NOTE:-

1. The 12<sup>th</sup> AGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (“**RPV**”) facilities provided by Boardroom Share Registrars Sdn Bhd at <https://meeting.boardroomlimited.my>. Please follow the procedures as set in the Administrative Guide in order to register, participate and vote remotely via RPV facilities.
2. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chair of the 12<sup>th</sup> AGM of the Company to be present at the main venue in Malaysia. Shareholders/Proxies/Corporate Representatives **WILL NOT BE ALLOWED** to attend the 12<sup>th</sup> AGM in person at the Broadcast Venue on the day of the meeting. Any Shareholders or Proxies or Corporate Representatives who turn up at the Broadcast Venue would be requested to leave the venue politely.
3. In regard of deposited securities, only members whose names appears in the Record of Depositors as at 21 April 2025 shall be eligible to attend the Meeting and to speak and vote thereat.
4. A member of the Company who is entitled to attend and vote at the Meeting shall be entitled to appoint any person as his(her) proxy to attend and vote in his(her) stead. There shall be no restriction as to the qualification of the proxy. 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.
5. A member of the Company may appoint not more than two (2) proxies to attend the Meeting. Where a member appoints two (2) proxies, the member shall specify the proportion of his(her) shareholdings to be represented by each proxy.
6. In the case of a corporation, the form of proxy must be executed under seal or under the hand of its attorney duly authorised.
7. 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 two (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 to attend and vote at the Meeting.
8. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) Securities Account (“omnibus account”), such Exempt Authorised Nominee may appoint multiple proxies in respect of each omnibus account it holds. The appointment of multiple proxies shall be invalid unless the authorised nominee or exempt authorised nominee specifies the proportion of its shareholdings to be represented by each proxy it has appointed.
9. The instrument appointing a proxy or proxies may be deposited not less than 48 hours before the Meeting in the following manner:-
  - a. **In hard copy form**  
In the case of an appointment made in hard copy form, the original proxy form must be deposited with the poll administrator's office, Boardroom Share Registrars Sdn Bhd (“**Boardroom**”) of the Company at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
  - b. **By electronic means**  
The proxy form can be electronically lodged with Boardroom via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (“eProxy Lodgement”). Please follow the procedures set out in the Administrative Guide for such lodgement. Alternatively, the proxy form can be emailed to Boardroom at [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com).
10. All resolutions set out in the Notice of the 12<sup>th</sup> AGM will be put to vote on a poll.

Please refer to the “Administrative Guide” for the 12<sup>th</sup> AGM for the guidance in relation to eProxy Lodgement.