

# NOTICE OF 60<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 60<sup>th</sup> Annual General Meeting of the Company will be held Hall 1, IDEAL Convention Centre Sdn Bhd, Level 7, Corporate Tower, Jalan Pahat L15/L, 40200 Shah Alam, Selangor on Friday, 29 August 2025 at 10.00 a.m. for the following purposes:

## AGENDA

### AS ORDINARY BUSINESS:

1. To receive the Statutory Financial Statements for the financial year ended 31 March 2025 together with the Reports of the Directors and Auditors thereon.
2. To declare a final single tier dividend of 47 sen per ordinary share for the financial year ended 31 March 2025. **(Resolution 1)**
3. To re-elect Raja Anuar Bin Raja Abu Hassan who is retiring pursuant to Article 100 of the Company's Constitution. **(Resolution 2)**
4. To re-elect Masaru Fujimoto who is retiring pursuant to Article 105 of the Company's Constitution. **(Resolution 3)**
5. To approve the payment of Directors' fees and meeting attendance allowance not exceeding RM750,000 in respect of the financial year ending 31 March 2026. **(Resolution 4)**
6. To re-appoint KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Resolution 5)**

### As Special Business:

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

7. **Continuation in office as Independent Non-Executive Director** **(Resolution 6)**  
 "THAT approval be and is hereby given to Raja Anuar Bin Raja Abu Hassan who has served as an Independent Non-Executive Director of the Company and is approaching a cumulative term of nine (9) years, to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting."
8. **Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**  
 "THAT subject always to the Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company to renew the existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature ("Proposed Shareholders' Mandate") for the Company to enter into the following recurrent related party transactions:
  - (i) Sales and purchase of products, raw material and component parts, tools, equipment or machinery with Panasonic Corporation Group of Companies as specified in Section 2 of the Circular to Shareholders dated 31 July 2025. **(Resolution 7)**
  - (ii) Payment of fees to and receipt of fees from Panasonic Corporation Group of Companies as specified in Section 2 of the Circular to Shareholders dated 31 July 2025. **(Resolution 8)**
  - (iii) Placement of cash deposits with Panasonic Financial Centre (Malaysia) Sdn Bhd as specified in Section 2 of the Circular to Shareholders dated 31 July 2025. **(Resolution 9)**
  - (iv) Other financial transaction services with Panasonic Financial Centre (Malaysia) Sdn Bhd as specified in Section 2 of the Circular to Shareholders dated 31 July 2025. **(Resolution 10)**

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THAT the Proposed Shareholders' Mandate is subject to the following:

- (a) the transactions are in the ordinary course of business and are on terms not more favourable to the related parties than those generally available to the public;
- (b) disclosure is made in the Annual Report of the aggregate value of transactions conducted pursuant to the Proposed Shareholders' Mandate during the financial year where the aggregate value is equal to or exceeds the applicable prescribed threshold under the Listing Requirements and/or the relevant Practice Notes; and
- (c) annual renewal and such approval shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next Annual General Meeting of the Company or the expiration of the period within which the next Annual General Meeting is to be held pursuant to Section 340 of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340 of the Companies Act 2016), whichever is earlier.

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

### NOTICE OF DIVIDEND ENTITLEMENT

NOTICE IS HEREBY GIVEN that a final single tier dividend of 47 sen per ordinary share for the financial year ended 31 March 2025, will be paid on 19 September 2025 to depositors registered in the Record of Depositors and Register of Members at the close of business on 8 September 2025.

A Depositor shall qualify for entitlement to the dividend only in respect of:

- (a) Shares deposited into the Depositor's Securities Account before 4.30 p.m. on 8 September 2025 in respect of transfers.
- (b) Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

### By Order of the Board

**Leong Oi Wah**  
**SSM Practicing Certificate No. : 201908000717**  
**(MAICSA 7023802)**  
**Company Secretary**

Shah Alam  
31 July 2025

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### PROXY NOTES

1. A Member entitled to attend and vote is entitled to appoint 1 proxy but not more than 2 proxies to attend and vote instead of him and the Member shall specify the proportion of his shareholdings to be represented by each proxy. When a Member is an exempt authorised nominee, there is no limit to the number of proxies which it may appoint.
2. The instrument appointing a proxy or proxies in the case of an individual shall be signed by the appointer or by his attorney and in the case of a corporation, the instrument appointing a proxy or proxies must be under Common Seal or under the hand of the officer or attorney duly authorised.
3. The instrument appointing a proxy or proxies must be deposited at Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the holding of the meeting or any adjournment thereof. Alternatively, the instrument appointing a proxy can be deposited electronically (for individual shareholders only) through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://www.boardroomlimited.my/> or via email to [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com) before the Form of Proxy lodgement cut-off time as mentioned above.
4. Depositors who appear in the Record of Depositors as at 22 August 2025 shall be regarded as Members of the Company entitled to attend the 60th Annual General Meeting or appoint a proxy to attend and vote on his behalf.

### Notes on Resolutions 2 to 3

Tan Sri Hasmah Binti Abdullah and Ms Siew Pui Ling have expressed their intention not to seek re-election and will retain office until the conclusion of the 60th Annual General Meeting.

For the purpose of determining the eligibility of the Directors to stand for re-election at the 60th AGM, the Board through its Nomination Committee had assessed Raja Anuar Bin Raja Abu Hassan and Masaru Fujimoto (collectively "the Retiring Directors"). They were assessed on their performance and understanding of the Group's business. They meet the fit and proper criteria as laid out in the Company's policy. Their participation at the Board meetings showed that they were prepared and were effective in the discharge of their responsibilities. No circumstances have arisen in the past year to impair the independent judgement of Raja Anuar Bin Raja Abu Hassan on matters brought for Board discussion and he has always acted in the best interest of the Company as a whole.

Based on the wealth of experience of the Retiring Directors and the skills that they can bring to the Company, the Board views that their re-election would bring benefits to the Company.

Based on the above, the Board supports the re-election of the Retiring Directors.

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### **Explanatory Note to Special Business:**

#### Resolution 6

Raja Anuar Bin Raja Abu Hassan has served as Independent Non-Executive Director of the Company since 1 January 2017 and is approaching a cumulative term of nine (9) years in January 2026.

The Board (save for Raja Anuar Bin Raja Abu Hassan who abstained from deliberation and voting) has assessed his independence at its meetings held on 28 May 2025 and has recommended that he continue to act as an Independent Non-Executive Director of the Company based on the following justifications:

- a) He has met the independence guidelines as set out in Chapter 1 of Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- b) He provides a check and balance and brings an element of objectivity to the Board of Directors.
- c) He continues to be scrupulously independent in his thinking and in her effectiveness as constructive challenger of the Managing Director and Executive Directors, both in his position as Chairman of the Audit Committee and as a Board member.
- d) His active participation in board discussions and provision of an independent voice contribute significantly to the Board's deliberations, ensuring the infusion of unbiased and objective judgments.

#### Resolutions 7 to 10

Please refer to the Circular to Shareholders dated 31 July 2025 for further information.