



## **AE MULTI HOLDINGS BERHAD**

Registration No. 200101004021 (539777-D)  
(Incorporated in Malaysia)

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM” or “**Meeting**”) of AE Multi Holdings Berhad (“**AEM**” or the “**Company**”) will be held fully virtually and entirely via remote participation and voting at the Broadcast Venue at Level 18, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 15 April 2021 at 11.00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following ordinary resolution with or without any modifications:-

#### **ORDINARY RESOLUTION 1**

#### **PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OF AEM AND ITS SUBSIDIARIES TO INCLUDE THE GLOVES MANUFACTURING SOLUTIONS BUSINESS (AS HEREIN DEFINED) (“PROPOSED DIVERSIFICATION”)**

“**THAT** subject to the necessary approvals of the relevant authorities and parties (if required) being obtained, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to implement the diversification of the existing business of AEM and its subsidiaries (“**the Group**”) to include the business of designing, fabrication, installation, testing and commissioning of glove-dipping lines as well as other supplementary services for glove manufacturers (“**Gloves Manufacturing Solutions Business**”).

**AND THAT** the Board be and is hereby empowered and authorised to do all such acts, deeds and things to execute, sign and deliver on behalf of the Company all such documents and enter into any arrangements, agreements and/or undertakings with any party or parties as it may deem fit, necessary or expedient or appropriate in order to give full effect to the Proposed Diversification with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required by the relevant authorities or deemed necessary by the Board in the best interest of the Company.”

#### **ORDINARY RESOLUTION 2**

#### **PROPOSED PRIVATE PLACEMENT OF UP TO 166,433,000 NEW ORDINARY SHARES IN AEM, REPRESENTING 30% OF THE TOTAL NUMBER OF ISSUED SHARES OF AEM, TO INDEPENDENT THIRD-PARTY INVESTOR(S) TO BE IDENTIFIED AND AT AN ISSUE PRICE TO BE DETERMINED LATER (“PROPOSED PRIVATE PLACEMENT”)**

“**THAT** subject to the approvals of all the relevant authorities and parties (if required) being obtained, approval be and is hereby given to the Board to allot and issue up to 166,433,000 new ordinary shares in the Company (“**AEM Shares**” or “**Shares**”) (“**Placement Shares**”), representing 30% of the total number of issued shares of the Company by way of private placement to independent third party investor(s) to be identified later in one or more tranches at an issue price for each tranche to be determined at a later date by the Board (“**Price-Fixing Date**”) upon such terms and conditions as set out in the circular to the shareholders of the Company dated 30 March 2021 (“**Circular**”).

**THAT** the issue price for each tranche of the Placement Shares will be determined based on a discount of not more than 20% to the 5-day volume-weighted average market price of the Shares immediately preceding the Price-Fixing Date.

**THAT** the Board be and is hereby authorised to utilise the proceeds to be derived from the Proposed Private Placement for such purposes as set out in the Circular and the Board be and is hereby authorised with full power to vary the manner and/or purpose of the utilisation of such proceeds from the Proposed Private Placement in the manner as the Board may deem fit, necessary and/or expedient, subject (where required) to the approvals of the relevant authorities and in the best interest of the Company.

**THAT** such Placement Shares shall, upon allotment, issuance and full payment of the issue price, rank equally in all respects with the then existing issued Shares, save and except that the holders of such Placement Shares shall not be entitled to any dividend, rights, allotment and/or other distribution which may be declared, made or paid to the Shareholders, the entitlement date of which is prior to the date of allotment and issuance of the Placement Shares.

**AND THAT** the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements as may be necessary to give effect and complete the Proposed Private Placement and to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities or as the Directors of the Company may deem necessary in the interest of the Company and to take such steps as they may deem necessary or expedient in order to implement, finalise, give full effect and to complete the Proposed Private Placement.”

### **ORDINARY RESOLUTION 3**

**PROPOSED RENOUNCEABLE RIGHTS ISSUE OF UP TO 1,442,419,508 NEW SHARES (“RIGHTS SHARES”) TOGETHER WITH UP TO 1,081,814,631 FREE DETACHABLE WARRANTS IN AEM (“WARRANTS B”) ON THE BASIS OF 4 RIGHTS SHARES TOGETHER WITH 3 FREE WARRANTS B FOR EVERY 2 EXISTING ORDINARY SHARES HELD BY THE ENTITLED SHAREHOLDERS OF AEM (“ENTITLED SHAREHOLDERS”) ON AN ENTITLEMENT DATE TO BE DETERMINED (“PROPOSED RIGHTS ISSUE WITH WARRANTS”)**

“**THAT** subject to the approvals of all relevant authorities or parties being obtained (if required), including but not limited to the approval of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), the Board be and is hereby authorised to undertake the Proposed Rights Issue with Warrants as follows:-

- (i) to provisionally allot and issue by way of a renounceable rights issue of up to 1,442,419,508 Rights Shares together with up to 1,081,814,631 Warrants B to the Shareholders whose names appear in the Record of Depositors of the Company at the close of business on an entitlement date to be determined by the Board (“**Entitled Shareholders**”) (“**Entitlement Date**”) and/or their renounee(s), on the basis of 4 Rights Shares together with 3 free Warrants B for every 2 existing Shares held by the Entitled Shareholders on the Entitlement Date at an issue price to be determined by the Board and on such terms and conditions as set out in the Circular;
- (ii) to enter into and execute the deed poll constituting the Warrants B (“**Deed Poll B**”) and to do all acts, deeds and things as the Board may deem fit or expedient in order to implement, finalise and give effect to the Deed Poll B (including, without limitation, the affixing of the Company’s company seal, where necessary);
- (iii) to allot and issue the Warrants B in registered form to the Entitled Shareholders (and/or their renounee(s), as the case may be) and Excess Applicants (as defined below), if any, who subscribe for and are allotted Rights Shares, each Warrant B conferring the right to subscribe for 1 new Share at an exercise price to be determined by the Board at a later date, subject to the provisions for adjustment to the subscription rights attached to the Warrants B in accordance with the provisions of the Deed Poll B to be executed by the Company;
- (iv) to allot and issue such number of additional Warrants B pursuant to adjustments as provided for under the Deed Poll B (“**Additional Warrants B**”) and to adjust from time to time the exercise price of the Warrants B as a consequence of the adjustments under the provisions of the Deed Poll B and/or to effect such modifications, variations and/or amendments as may be imposed, required or permitted by Bursa Securities and any other relevant authorities or parties (where required); and

- (v) to allot and issue such number of new Shares credited as fully paid-up to the holders of Warrants B upon their exercise of the relevant Warrants B to subscribe for new Shares during the tenure of the Warrants B, and such further new Shares as may be required or permitted to be issued pursuant to the exercise of the Additional Warrants B and such adjustments in accordance with the provisions of the Deed Poll B;

**THAT** the Board be and is hereby authorised to determine and vary if deemed fit, necessary and/or expedient, the issue price of the Rights Shares and the exercise price of the Warrants B to be issued in connection with the Proposed Rights Issue with Warrants;

**THAT** any Rights Shares which are not validly taken up or which are not allotted for any reason whatsoever to the Entitled Shareholders and/or their renouncee(s) shall be made available for excess applications in such manner and to such persons ("**Excess Applicants**") as the Board shall determine at its absolute discretion;

**THAT** the Rights Shares, Warrants B and the new Shares to be issued pursuant to the exercise of the Warrants B and Additional Warrants B (if any) shall be listed on the Main Market of Bursa Securities;

**THAT** the proceeds of the Proposed Rights Issue with Warrants shall be utilised for the purposes as set out in Section 6 of the Circular and the Board be and is hereby authorised with full powers to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient or in the best interests of the Company, subject to the approvals of the relevant authorities (where required);

**THAT** the Board be and is hereby empowered and authorised to do all acts, deeds and things, and to execute, enter into, sign, deliver and cause to be delivered for and on behalf of the Company all such transactions, arrangements, agreements and/or documents as it may consider necessary or expedient in order to implement, give full effect to and complete the Proposed Rights Issue with Warrants, with full powers to assent to and accept any condition, modification, variation, arrangement and/or amendment to the terms of the Proposed Rights Issue with Warrants as the Board may deem fit, necessary and/or expedient in the best interests of the Company or as may be imposed by any relevant authority or consequent upon the implementation of the aforesaid conditions, modifications, variations, arrangements and/or amendments and to take all steps as it considers necessary in connection with the Proposed Rights Issue with Warrants in order to implement and give full effect to the Proposed Rights Issue with Warrants;

**THAT** the Rights Shares shall, upon allotment, issuance and full payment of the issue price of the Rights Shares, rank equally in all respects with the then existing issued Shares, save and except that the holders of such Rights Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to Shareholders, the entitlement date of which is prior to the date of allotment of the Rights Shares;

**THAT** the new Shares to be issued pursuant to the exercise of the Warrants B (including the Additional Warrants B, if any) shall, upon allotment, issuance and full payment of the exercise price of the Warrants B (or the Additional Warrants B, if any), rank equally in all respects with the then existing issued Shares, save and except that the holders of such new Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders, the entitlement date of which is prior to the date of allotment of such new Shares to be issued pursuant to the exercise of the Warrants B (including the Additional Warrants B, if any);

**THAT** the Board be and is hereby entitled to deal with all or any of the fractional entitlements of the Rights Shares and the Warrants B arising from the Proposed Rights Issue with Warrants B, which are not validly taken up or which are not allotted for any reason whatsoever, in such manner and to such persons as the Board may in its absolute discretion deem fit and in the best interest of the Company (including without limitation to disregard such fractional entitlements altogether);

**AND THAT** this Ordinary Resolution 3 constitutes specific approval for the issuance of securities in the Company contemplated herein which is made pursuant to an offer, agreement or option and shall continue in full force and effect until all Rights Shares, Warrants B (including Additional Warrants B, if any) and new Shares to be issued pursuant to or in connection with the Proposed Rights Issue with Warrants have been duly allotted and issued in accordance with the terms of the Proposed Rights Issue with Warrants.”

#### **ORDINARY RESOLUTION 4**

##### **PROPOSED ESTABLISHMENT OF AN EMPLOYEES’ SHARE OPTIONS SCHEME (“ESOS” OR “SCHEME”) INVOLVING UP TO 15% OF THE TOTAL NUMBER OF ISSUED SHARES OF AEM (EXCLUDING TREASURY SHARES, IF ANY) FOR ELIGIBLE DIRECTORS AND EMPLOYEES OF THE GROUP (“PROPOSED ESOS”)**

“**THAT** subject to the approvals of all relevant authorities and parties being obtained (where required), including but not limited to the approval of Bursa Securities for the listing and quotation of the new ordinary shares in AEM (“**AEM Shares**” or “**Shares**”) to be issued pursuant to the exercise of the ESOS options granted under the Scheme (“**Options**”) having been obtained, approval be and is hereby given to the Board to undertake the proposed establishment of an ESOS of up to 15% of the total number of issued shares of AEM (excluding treasury shares, if any) to enable the granting of new AEM Shares at any point in time to the eligible Directors and employees of the Group (excluding subsidiary companies which are dormant, if any) in accordance with the By-laws governing the ESOS (“**By-laws**”) as set out in Appendix II of the Circular, and to adopt and approve the By-laws and to do all such acts, as may be necessary or expedient in order to give full effect to the Proposed ESOS;

**THAT** the Board be and is hereby authorised to issue and allot from time to time such number of new AEM Shares as may be required pursuant to the exercise of the Options under the Proposed ESOS, provided that the aggregate number of new AEM Shares to be issued and allotted and/or transferred shall not exceed 15% of the total number of issued shares of AEM (excluding treasury shares, if any) at any point in time throughout the duration of the Proposed ESOS and such new AEM Shares shall, upon allotment and issuance, rank equally in all respects with the then existing issued shares of the Company, except that the new AEM Shares so issued and allotted will not be entitled to any dividends, rights, allotments and/or other forms of distribution, for which the entitlement date is prior to the date of allotment and issuance of such new AEM Shares;

**THAT** the Board be and is hereby authorised to extend the duration of the Scheme, provided always that such extension of the Scheme made pursuant to the By-laws shall not in aggregate exceed a duration of 10 years from the date on which the Scheme shall take effect following full compliance of all relevant requirements or such longer period as may be permitted by Bursa Securities or any other relevant authorities from time to time without having to obtain any further sanction, approval, consent or authorisation of the shareholders of the Company in a general meeting;

**THAT** the Board be and is hereby authorised to do all such acts and things and to execute all such documents and enter into all such transactions, arrangements and agreements, deeds or undertakings, to make such rules or regulations, or impose such terms and conditions or delegate part of its power and to generally exercise such powers and perform such acts as may be necessary or expedient in order to give full effect to the Proposed ESOS and the terms of the By-laws;

**AND THAT** the Board be and is hereby authorised to add, modify and/or amend the Proposed ESOS, By-laws and all rules, regulations and administration relating to the Proposed ESOS and/or administration thereof, from time to time as may be permitted by the authorities or deemed necessary by the relevant regulatory authorities or the Board or any committee established to administer the Proposed ESOS, provided that such additions, modifications and/or amendments are effected and permitted in accordance with the provisions of the By-laws.”

## PROPOSED GRANTING OF OPTIONS TO THE DIRECTORS OF AEM

"**THAT** subject to the passing of Ordinary Resolution 4 as well as the approvals of all relevant authorities (where required), and for so long as this approval remains in force, approval be and is hereby given to the Board at any time and from time to time during the duration of the Proposed ESOS, to offer and grant Options under the Proposed ESOS to each of the Directors of the Company as named herein below:-

<b>ORDINARY RESOLUTION 5</b>	<b>DATO' NIK ISMAIL BIN DATO' NIK YUSOFF</b> <i>(Independent Non-Executive Chairman)</i>
<b>ORDINARY RESOLUTION 6</b>	<b>YANG CHAO-TUNG</b> <i>(Managing Director)</i>
<b>ORDINARY RESOLUTION 7</b>	<b>CHOONG LEE AUN</b> <i>(Executive Director)</i>
<b>ORDINARY RESOLUTION 8</b>	<b>SAFFIE BIN BAKAR</b> <i>(Independent Non-Executive Director)</i>
<b>ORDINARY RESOLUTION 9</b>	<b>YEE YIT YANG</b> <i>(Independent Non-Executive Director)</i>

to subscribe for such number of new AEM Shares to be issued under the Proposed ESOS subject always to the following provisions:-

- (i) he must not participate in the deliberation or discussion of his own allocation of new AEM Shares to be issued under the Proposed ESOS;
- (ii) not more than 90% of the total number of new AEM Shares to be issued under the Proposed ESOS shall be allocated in aggregate to the Directors and senior management of the Group;
- (iii) not more than 10% of the total number of new AEM Shares to be issued under the Proposed ESOS shall be allocated to him, if he either singly or collectively through persons connected with him, holds 20% or more of the total number of issued shares of the Company (excluding treasury shares, if any); and

also subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-laws of the Proposed ESOS and any prevailing guidelines issued by Bursa Securities, Main Market Listing Requirements of Bursa Securities or any other relevant authorities as amended from time to time;

**AND THAT** the Board be further authorised to issue, allot and/or transfer such number of new AEM Shares arising from the exercise of the Options that may be granted to him under the Proposed ESOS."

By Order of the Board  
**AE MULTI HOLDINGS BERHAD**

**TEA SOR HUA (MACS 01324) (SSM PC NO. 201908001272)**  
Company Secretary

**Petaling Jaya, Selangor**  
**30 March 2021**

Notes:-

- (i) A member of the Company who is entitled to attend, participate, speak and vote at the EGM is entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the EGM in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- (ii) A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to speak at the Meeting.
- (iii) Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**Omnibus Account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- (iv) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (v) To be valid, the Proxy Form must be duly completed and deposited at the Share Registrar's office of the Company, ShareWorks Sdn Bhd at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan or via facsimile no 03 – 6201 3121 or email to [ir@shareworks.com.my](mailto:ir@shareworks.com.my) not less than 48 hours before the date and time set for holding the Meeting.
- (vi) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- (vii) For the purpose of determining who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Clause 69(2) of the Company's Constitution and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, to make available a Record of Depositors ("**ROD**") as at 8 April 2021. Only a member whose name appears on such ROD shall be entitled to attend, speak and vote at the EGM or appoint proxy(ies) to attend and/or speak and/or vote in his/her behalf.
- (viii) All resolutions as set out in the Notice of EGM are to be voted by poll.
- (ix) The Meeting will be conducted fully virtual at the Broadcast Venue, members are advised to refer to the Administrative Notes on the registration and voting process for the Meeting.
- (x) The Broadcast Venue is strictly for the purpose of complying with the requirement of Chairman of the EGM to be present at the main venue of the Meeting. Members or proxies WILL NOT BE ALLOWED to attend the EGM in person at the Broadcast Venue on the day of the EGM.
- (xi) In view of the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of the EGM at short notice. Kindly check Bursa Securities' and the Company's website at <https://www.amallionpcb.com/en/index.php> for the latest updates on the status of the EGM.