

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, solicitor, accountant, bank manager or other professional adviser immediately.

Bursa Malaysia Securities Berhad ("**Bursa Securities**") has not perused the contents of this Circular prior to its issuance as it is prescribed as an exempted document pursuant to the provisions of Guidance Note No. 22 of the Bursa Securities ACE Market Listing Requirements.

Bursa Securities takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.

Shareholders should rely on their own evaluation to assess the merits and risks of the proposal as set out herein.



TELADAN SETIA GROUP BERHAD
[Registration No. 201901004975 (1314302-V)]
(Incorporated in Malaysia)

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED CHANGE OF NAME
FROM TELADAN SETIA GROUP BERHAD TO TELADAN GROUP BERHAD
("PROPOSED CHANGE OF NAME")**

The above Proposed Change of Name will be tabled at Teladan Setia Group Berhad's Fourth Annual General Meeting ("**4th AGM**") to be held at The Vertical, Connexion Conference & Event Centre, The Zenith (Level M1), Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan on Friday, 9 June 2023 at 11:00 a.m., the Notice convening the 4th AGM and Form of Proxy are enclosed in this Circular.

If you are unable to attend and vote at the 4th AGM, you may complete the Form of Proxy and deposit it at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, not later than forty-eight (48) hours before the time set for holding the 4th AGM. The lodging of the Form of Proxy does not preclude you from attending and voting at the meeting should you subsequently decide to do so.

Last date and time for lodging the Form of Proxy : Wednesday, 7 June 2023 at 11:00 a.m.
Date and time of the 4th AGM : Friday, 9 June 2023 at 11:00 a.m.

This Circular is dated 28 April 2023

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

"Act"	:	Companies Act 2016 as amended from time to time and any re-enactment thereof
"4 th AGM"	:	Fourth Annual General Meeting
"Board"	:	Board of Directors of Teladan
"Bursa Securities"	:	Bursa Malaysia Securities Berhad [200301033577 (635998-W)]
"Director(s)"	:	Directors(s) of Teladan
"EPS"	:	Earnings per share
"Listing Requirements"	:	Bursa Securities ACE Market Listing Requirements, including any amendments thereto that may be made from time to time
"LPD"	:	31 March 2023, being the latest practicable date prior to the printing and dispatch of this Circular
"Major Shareholder(s)"	:	<p>A person who has an interest or interests in one or more voting shares in the Company and the number or aggregate number of those shares, is:</p> <p>(a) 10% or more of the number of voting shares in the Company;</p> <p>or</p> <p>(b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company.</p> <p>For the purposes of this definition, "interest in shares" shall have the same meaning given in Section 8 of the Act.</p>
"NA"	:	Net assets
"Person(s) Connected"	:	<p>In relation to any person ("referred to as "said Person") means such person who falls under any one of the following categories:</p> <p>(a) a family member of the said Person;</p> <p>(b) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary;</p> <p>(c) a partner of the said Person;</p> <p>(d) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person;</p> <p>(e) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act;</p> <p>(f) a body corporate in which the said Person, or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; o</p>

DEFINITIONS (Cont'd)

- (g) a body corporate which is a related corporation of the said Person.
- "Prevailing Laws" : Any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities including but not limited to the Listing Requirements
- "Proposed Change of Name" : Proposed change of name from "TELADAN SETIA GROUP BERHAD" to "TELADAN GROUP BERHAD"
- "RM" and "sen" : Ringgit Malaysia and sen respectively
- "Teladan" or "Company" : Teladan Setia Group Berhad [201901004975 (1314302-V)]
- "Teladan Group" or "Group" : Teladan and its subsidiary companies as defined in Section 4 of the Act
- "Teladan Share(s)" or "Share(s)" : Ordinary share(s) in Teladan

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of a day in this Circular shall be a reference to Malaysian time, unless otherwise stated.

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TELADAN SETIA GROUP BERHAD

[Registration No. 201901004975 (1314302-V)]
(Incorporated in Malaysia)

Registered Office:

Level 7, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur

28 April 2023

Board of Directors

Mr. Roy Thean Chong Yew (*Independent Non-Executive Chairman*)
Mr. Teo Lay Ban (*Managing Director*)
Mr. Sia Ah Piew (*Executive Director*)
Mr. Teo Lay Lee (*Non-Independent Non-Executive Director*)
Ms. Teo Siew May (*Non-Independent Non-Executive Director*)
Ms. Madeline Lee May Ming (*Senior Independent Non-Executive Director*)
Mr. Annandan A/L Chandran (*Independent Non-Executive Director*)
Ms. Foo Yit Lan (*Independent Non-Executive Director*)

To: The Shareholders of Teladan

Dear Sir/Madam

PROPOSED CHANGE OF NAME FROM "TELADAN SETIA GROUP BERHAD" TO "TELADAN GROUP BERHAD"

1.0 INTRODUCTION

The Board had on 6 April 2023 announced that the Company proposes to change its name from TELADAN SETIA GROUP BERHAD to TELADAN GROUP BERHAD.

The purpose of this Circular is to provide you with details of the Proposed Change of Name and to seek your approval in respect of the Special Resolution 2 pertaining to the Proposed Change of Name to be tabled at the forthcoming 4th AGM of Teladan.

SHAREHOLDERS OF TELADAN ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE RESOLUTION TO GIVE EFFECT TO THE PROPOSED CHANGE OF NAME AT THE FORTHCOMING 4TH AGM.

2.0 DETAILS OF THE PROPOSED CHANGE OF NAME

The proposed name "TELADAN GROUP BERHAD" has been reserved with the Companies Commission of Malaysia ("CCM") since 5 April 2023. The Proposed Change of Name, if approved by the shareholders at the forthcoming 4th AGM of the Company, will be effective from the date of issuance of the Notice of Registration of New Name by the CCM.

3.0 RATIONALE AND JUSTIFICATION FOR THE PROPOSED CHANGE OF NAME

The Board proposes to change the Company's name from TELADAN SETIA GROUP BERHAD to TELADAN GROUP BERHAD.

The Proposed Change of Name will better reflect our identity and purpose, which is more aligned with our brand personality and core values of excellence, enrichment, and empowerment.

4.0 EFFECTS OF THE PROPOSED CHANGE OF NAME

The Proposed Change of Name will not have any effect on the issued share capital, NA, EPS, gearing and substantial shareholders' shareholdings of the Company.

5.0 INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM

None of the directors, major shareholders and/or persons connected with them has any interest, whether direct or indirect, in the Proposed Change of Name.

6.0 APPROVAL REQUIRED

The Proposed Change of Name is subject to the approval being obtained from Teladan's shareholders at the forthcoming 4th AGM to be convened.

7.0 DIRECTORS' RECOMMENDATION

The Board after having considered all aspects of the Proposed Change of Name, including but not limited to their rationale and effects of the Proposed Change of Name, is of the opinion that the Proposed Change of Name is in the best interest of the Company. Accordingly, the Directors recommend that the shareholders of Teladan vote in favour of the resolution pertaining to the Proposed Change of Name to be tabled at the forthcoming 4th AGM.

8.0 4th AGM

The 4th AGM of Teladan, the Notice of 4th AGM which is enclosed in this Circular, will be held at The Vertical, Connexion Conference & Event Centre, The Zenith (Level M1), Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan on Friday, 9 June 2023 at 11:00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications, the resolution so as to give effect to the Proposed Change of Name.

If you are unable to attend and vote at the forthcoming 4th AGM, you are requested to complete and return the enclosed Form of Proxy in accordance with the instructions therein as soon as possible and in any event so as to arrive at the office of the Share Registrar, Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan. Alternatively, the proxy form may also be lodged electronically vide facsimile (Fax Number: 03 - 2094 9940 / 03 - 2095 0292 or designated electronic email address: info@sshbsb.com.my of not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof i.e. Wednesday, 7 June 2023 at 11:00 a.m. The completion and returning of the Form of Proxy will not preclude you from attending and voting at the forthcoming 4th AGM should you subsequently decide to do so.

9.0 FURTHER INFORMATION

Shareholders are advised to refer to Appendix I for further information.

Yours faithfully,
For and on behalf of the Board of
TELADAN SETIA GROUP BERHAD

ROY THEAN CHONG YEW
Independent Non-Executive Chairman

FURTHER INFORMATION**1. DIRECTORS' RESPONSIBILITY STATEMENT**

This Circular has been seen and approved by the Board of Teladan who, individually and collectively, accept full responsibility for the accuracy of the information contained in this Circular and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no false and misleading statements or information contained in this Circular, and there are no other facts and information the omission of which would make any statement in this Circular false or misleading.

2. MATERIAL LITIGATION, CLAIMS OR ARBITRATION

As at the LPD, our Group is not engaged in any material litigation, either as the plaintiff or defendant, claims or arbitration which have a material effect on the financial position or business of our Group and our Board is not aware of any proceedings, pending or threatened against our Group, or of any other facts which is likely to give rise to any proceedings which may materially and adversely affect the financial position or business of our Group.

3. MATERIAL COMMITMENT

As at the LPD, save as disclosed below, there is no material commitment incurred or known to be incurred by the Group, which upon becoming enforceable, may have material impact on the financial position of the Group.

RM

Land held for property development

- Authorised and contracted for	50,713,151
- Authorised but not contracted for	46,037,713
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Capital work in progress

- Authorised and contracted for	16,684,056
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4. CONTINGENT LIABILITIES

As at the LPD, save as disclosed below, the Board is not aware of any contingent liabilities, incurred or known to be incurred by the Group which, upon becoming due or enforceable may have a material impact on the results or financial position of the Group.

RM

Bank guarantees for deposits with the housing and local authorities as well as utilities provider	20,542,284
	<hr/>

5. DOCUMENTS FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur during normal business hours (except public holidays) from the date of this Circular up to and including the date of the 4th AGM:

- i. Constitution of Teladan;
- ii. The audited consolidated financial statements of Teladan for the past two (2) financial years ended 31 December 2020 and 31 December 2021;
- iii. The latest unaudited consolidated financial results of Teladan for the period ended 31 December 2022; and
- iv. The material contracts referred to in Section 2 of this Appendix.



TELADAN SETIA GROUP BERHAD
[Registration No. 201901004975 (1314302-V)]
(Incorporated in Malaysia)

EXTRACT OF NOTICE OF THE FOURTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fourth Annual General Meeting ("**4th AGM**") of the Company will be held at The Vertical, Connexion Conference & Event Centre, The Zenith (Level M1), Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan on Friday, 9 June 2023 at 11:00 a.m., for the purpose of considering and if thought fit, passing or without modifications the following resolution:

SPECIAL RESOLUTION 2

PROPOSED CHANGE OF NAME OF THE COMPANY

"**THAT** the name of the Company be changed from "TELADAN SETIA GROUP BERHAD" to "TELADAN GROUP BERHAD" with effect from the date of issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia to the Company ("**Proposed Change of Name**").

AND THAT the Directors and/or the Company Secretaries be and are hereby authorised and empowered to carry out all the necessary steps and formalities in effecting the Proposed Change of Name."

By Order of the Board

CHUA SIEW CHUAN (SSM PC NO. 201908002648)(MAICSA 0777689)
CHENG CHIA PING (SSM PC No. 202008000730 & MAICSA 1032514)
Company Secretaries

Kuala Lumpur
Dated: 28 April 2023

NOTES:

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 2 June 2023 shall be eligible to attend the Meeting.
2. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.
3. 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 the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
5. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") which holds ordinary shares in the Company for multiple beneficial owners in one 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.

6. Appointment of proxy and registration for remote participation and voting

The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan. Alternatively, the proxy form may also be lodged electronically vide facsimile (Fax Number: 03 - 2094 9940 / 03 - 2095 0292 or designated electronic email address: info@sshshb.com.my) of not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof i.e. Wednesday, 7 June 2023 at 11:00 a.m. The resolution set out in this notice of meeting are to be voted by poll.

Explanatory Note:-

Proposed Change of Name of the Company - Special Resolution 2

The Special Resolution 2, shall only be put forth for application to the CCM by the Company Secretaries, if approved by the shareholders at the 4th AGM of the Company. The Proposed Change of Name shall only then take effect from the date of issuance of the Notice of Registration of New Name by the CCM to the Company.

TELADAN SETIA GROUP BERHAD
 [Registration No. 201901004975 (1314302-V)]
 (Incorporated in Malaysia)

CDS Account No.	
Number of ordinary shares	

EXTRACT OF FORM OF PROXY

*I/We (full name), _____
 E-mail: _____ Telephone No.: _____
 bearing *NRIC No./Passport No./Company No. _____
 of (full address) _____
 being a *member/members of Teladan Setia Group Berhad ("**the Company**") hereby appoint:-

First Proxy "A"

Full Name	NRIC/ Passport No.	Proportion of Shareholdings Represented	
		No. of Shares	%
Email:			
Telephone No.:			
Full Address			

and/or failing *him/her,

Second Proxy "B"

Full Name	NRIC/ Passport No.	Proportion of Shareholdings Represented	
		No. of Shares	%
Email:			
Telephone No.:			
Full Address			

 100%

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 4th Annual General Meeting ("**4th AGM**") of the Company to be held at The Vertical, Connexion Conference & Event Centre, The Zenith (Level M1), Bangsar South City, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan on Friday, 9 June 2023 at 11:00 a.m.

to put on a separate sheet where there are more than two (2) proxies.

(Please indicate with an "X" in the spaces provided below as to how you wish your votes to be casted. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at *his/her discretion.)

Special Resolution 2	For	Against
Proposed Change of Name		

As witness my/our hand(s) this day _____ of _____, 2023.

*Signature of Member/Common Seal

** Strike out whichever not applicable*

Notes:-

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 2 June 2023 shall be eligible to attend the Meeting.
2. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.
3. 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 the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
5. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") which holds ordinary shares in the Company for multiple beneficial owners in one 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.
6. Appointment of proxy and registration for remote participation and voting

The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan. Alternatively, the proxy form may also be lodged electronically vide facsimile (Fax Number: 03 - 2094 9940 / 03 - 2095 0292 or designated electronic email address: info@sshb.com.my) of not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof i.e. Wednesday, 7 June 2023 at 11:00 a.m. The resolution set out in this notice of meeting are to be voted by poll.