



TELADAN SETIA GROUP BERHAD

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

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (“**EGM**”) of Teladan Setia Group Berhad (“**Teladan**” or the “**Company**”) will be conducted on a fully virtual basis vide the online meeting platform hosted on Securities Services e-Portal at <https://sshsb.net.my/> provided by SS E Solutions Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia on Friday, 26 November 2021 at 3:00 p.m., for the purpose of considering and if thought fit, passing with or without modifications the following resolution:

ORDINARY RESOLUTION

PROPOSED ACQUISITION OF 5 PARCELS OF LEASEHOLD LAND IN MUKIM OF AYER PANAS, DISTRICT OF JASIN, STATE OF MELAKA, MEASURING AN APPROXIMATE AREA OF 136.916 HECTARES IN AGGREGATE BY RIVERWELL RESOURCES SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF TELADAN FOR A TOTAL CASH CONSIDERATION OF RM117,897,753.60 (“PROPOSED ACQUISITION”)

“**THAT**, subject to all relevant approvals being obtained from the relevant parties and/or authorities, and the relevant conditions precedent as stipulated in the Sale and Purchase Agreement dated 6 September 2021 entered into between Riverwell Resources Sdn Bhd (“**Riverwell**”), a wholly-owned subsidiary of Teladan and Bakat Muhibbah Sdn Bhd (“**BMSB**”) (“**SPA**”) for the Proposed Acquisition being met or waived (as the case may be), approval be and is hereby granted for Riverwell to acquire 5 parcels of leasehold land, all of which are situated in the Mukim of Ayer Panas, District of Jasin, State of Melaka, measuring an approximate area of 136.916 hectares in aggregate from BMSB, for a total cash consideration of RM117,897,753.60 in accordance with the terms and conditions of the SPA including any modifications, variations, amendments and/or additions thereto;

AND THAT, authority be and is hereby given to the Directors of the Company to give full effect to the Proposed Acquisition with full powers to approve, agree and assent to any conditions, variations, revaluations, modifications, and/or amendments in any manner as may be required/permitted by the relevant regulatory authorities or deemed necessary by the Directors of the Company, to deal with matters, incidental, ancillary to and/or relating thereto and take all steps and do all acts and to execute or enter into all such agreements, arrangements, undertakings, indemnities, transfers, extensions, assignments, deeds, confirmations, declarations and/or guarantees, with any party or parties, to deliver or cause to be delivered all such documents and to do all such acts and matters as they may consider necessary to implement, finalise and give full effect to and complete the Proposed Acquisition.”

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
9 November 2021

Notes :

- For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at 19 November 2021. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, vote and speak on his/her behalf.
- A member of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. Where a member appoints more than one proxy to attend and vote at the Meeting, such appointment shall be invalid unless he/she shall specify the proportion of his/her holdings to be represented by each proxy.

As guided by the Securities Commission Malaysia's Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers that was issued on 18 April 2020 and its subsequent revisions, the right to speak is not limited to verbal communication only but includes other modes of expression.

Therefore, all shareholders and proxies shall communicate with the main venue of the Meeting via real time submission of typed texts through a text box within Securities Services e-Portal's platform during the live streaming of the Meeting as the primary mode of communication. In the event of any technical glitch in this primary mode of communication, shareholders and proxies may email their questions to eservices@sshsb.com.my during the Meeting. The questions and/or remarks submitted by the shareholders and/or proxies will be broadcasted and responded by the Chairman/Board/Management/ relevant advisers during the Meeting.

- 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 is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An “exempt authorised nominee” refers to an authorised nominee defined under Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”) which is exempted from compliance with the provisions subsection 25A(1) of SICDA.
- 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 the corporation's common seal or under the hand of an officer or an attorney duly authorised.
- 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 notarially certified copy of that power or authority shall be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the Meeting, or any adjournment thereof, at which the person named in the appointment proposes to vote:

(i) **In hard copy form**

In the case of an appointment made in hard copy form, the Form of Proxy must be deposited at the office of Share Registrar of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan.

(ii) **By electronic means via email**

In the case of an appointment made via email transmission, this Form of Proxy must be received via email at eservices@sshsb.com.my.

For option (ii), the Company will require the member to deposit the original executed Form of Proxy as in (i) above no later than Wednesday, 24 November 2021 at 3.00 p.m. for verification purpose.

(iii) **Online**

In the case of an appointment made via online lodgement facility, please submit the Form of Proxy electronically via Securities Services e-Portal at <https://sshsb.net.my/>.

- Should you wish to personally participate at the Meeting remotely, please register electronically via Securities Services e-Portal at <https://sshsb.net.my/> by the registration cut-off date and time. Please refer to the Administrative Guide on the Conduct of a Fully Virtual General Meeting available for download at <https://teladansetia.com/investor-relations/investor-centre-reports/> for further details.
- The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us or our agents your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/ or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and/or authorisation of all persons whose personal data you have disclosed and/or processed, in connection with the foregoing.



WHAT IS Securities Services e-Portal?

Securities Services e-Portal is an online platform that will allow both individual shareholders and body corporate shareholders through their appointed representatives, to -

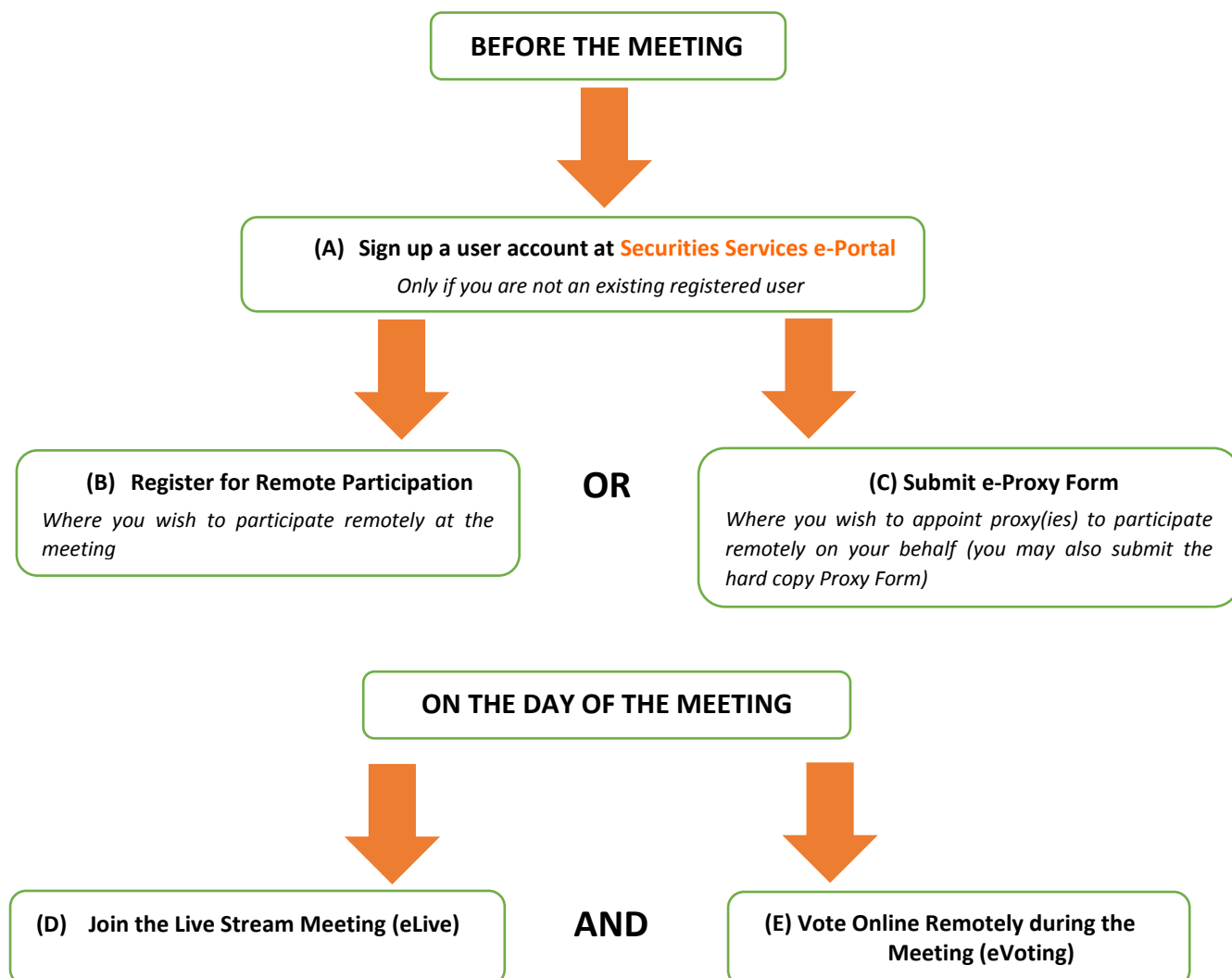
- Submit proxy form electronically – paperless submission
 - Register for remote participation and voting at meetings
 - Participate in meetings remotely via live streaming
 - Vote online remotely on resolution(s) tabled at meetings
- (collectively referred to as “e-Services”)

The usage of the e-Portal is dependent on the engagement of the relevant e-Services by Teladan Setia Group Berhad and is by no means a guarantee of availability of use, unless we are so engaged to provide. **All users are to read, agree and abide to all the Terms and Conditions of Use and Privacy Policy as required throughout the e-Portal.**

Please note that the e-Portal is best viewed on the latest versions of Chrome, Firefox, Edge and Safari.

REQUIRE ASSISTANCE?

Please contact Mr. Wong Piang Yoong (DID: +603 2084 9168) or Ms. Lee Pei Yeng (DID: +603 2084 9169) or Ms. Evangeline Yeoh (DID: +603 2084 9007) at or our general line (DID: +603 2084 9000) to request for e-Services Assistance during our office hours on Monday to Friday from 8:30 a.m. to 12:15 p.m. and from 1:15 p.m. to 5:30 p.m. Alternatively, you may email us at eservices@sshbs.com.my.



BEFORE THE MEETING

(A) Sign up a user account at **Securities Services e-Portal**

| | |
|--|--|
| Step 1 Visit https://sshsb.net.my/ | <ul style="list-style-type: none"> We require 1 working day to process all user sign-ups. If you do not have a user account with the e-Portal, you will need to sign up for a user account by the deadlines stipulated below. Your registered email address is your User ID. |
| Step 2 Sign up for a user account | |
| Step 3 Wait for our notification email that will be sent within one (1) working day | |
| Step 4 Verify your user account within seven (7) days of the notification email and log in | |

ALL SHAREHOLDERS MUST REGISTER AS A USER BY **22 NOVEMBER 2021**

(B) Register for Remote Participation

| Meeting Date and Time | Registration for Remote Participation Closing Date and Time |
|---------------------------------------|---|
| Friday, 26 November 2021 at 3:00 p.m. | Wednesday, 24 November 2021 at 3:00 p.m. |

- Log in to <https://sshsb.net.my/> with your registered email and password
- Look for **Teladan Setia Group Berhad** under Company Name and **EGM on 26 November 2021 at 3:00 p.m. - Registration for Remote Participation** under Corporate Exercise / Event and click ">" to register for remote participation at the meeting.

- Step 1 Check if you are attending as –
- Individual shareholder
 - Corporate or authorised representative of a body corporate
- For body corporates, the appointed corporate/authorised representative has to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to the Share Registrar, Securities Services (Holdings) Sdn. Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the registration closing date and time above.*

Step 2 Submit your registration.

- A copy of your e-Registration for remote participation can be accessed via **My Records** (refer to the left navigation panel).
- Your registration will apply to all the **CDS account(s)** of each individual shareholder / body corporate shareholder that you represent. If you are both an individual shareholder and representative of body corporate(s), you need to register as an individual and also as a representative for each body corporate.
- As the meeting will be conducted on a fully virtual basis, we highly encourage all shareholders to remotely participate and vote at the meeting, failing which, please appoint the Chairman of the meeting as proxy or your own proxy(ies) to represent you.

(C) Submit e-Proxy Form

| Meeting Date and Time | Proxy Form Submission Closing Date and Time |
|---------------------------------------|---|
| Friday, 26 November 2021 at 3:00 p.m. | Wednesday, 24 November 2021 at 3:00 p.m. |

- Log in to <https://sshsb.net.my/> with your registered email and password
- Look for **Teladan Setia Group Berhad** under Company Name and **EGM on 26 November 2021 at 3:00 p.m. - Submission of Proxy Form** under Corporate Exercise / Event and click ">" to submit your proxy forms online for the meeting by the submission closing date and time above.

- Step 1 Check if you are submitting the proxy form as –
- Individual shareholder
 - Corporate or authorised representative of a body corporate
- For body corporates, the appointed corporate/authorised representative is to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to the Share Registrar, Securities Services (Holdings) Sdn. Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for*

verification before the proxy form submission closing date and time above .

- Step 2 Enter your CDS account number or the body corporate's CDS account number and corresponding number of securities. Then enter the information of your proxy(ies) and the securities to be represented by your proxy(ies).
You are strongly encouraged to appoint the Chairman of the meeting as your proxy where you are not able to participate remotely.
- Step 3 Proceed to indicate how your votes are to be casted against each resolution.
- Step 4 Review and confirm your proxy form details before submission.

- A copy of your submitted e-Proxy Form can be accessed via **My Records** (refer to the left navigation panel).
- You need to submit your e-Proxy Form for **every CDS account(s)** you have or represent.

PROXIES

All appointed proxies need not register for remote participation under (B) above but if they are not registered Users of the e-Portal, they will need to register as Users of the e-Portal under (A) above by 22 November 2021. PLEASE NOTIFY YOUR PROXY(IES) ACCORDINGLY. Upon processing the proxy forms, we will grant the proxy access to remote participation at the meeting to which he/she is appointed for instead of the shareholder, provided the proxy must be a registered user of the e-Portal, failing which, the proxy will not be able to participate at the meeting as the meeting will be conducted on a fully virtual basis.

ON THE DAY OF THE MEETING

Log in to <https://sshsb.net.my/> with your registered email and password

(D) Join the Live Stream Meeting (eLive)

| Meeting Date and Time | eLive Access Date and Time |
|---------------------------------------|---------------------------------------|
| Friday, 26 November 2021 at 3:00 p.m. | Friday, 26 November 2021 at 2:30 p.m. |

- Look for **Teladan Setia Group Berhad** under Company Name and **EGM on 26 November 2021 at 3:00 p.m. - Live Stream Meeting** under Corporate Exercise / Event and click ">" to join the meeting.

- The access to the live stream meeting will open on the abovementioned date and time.
- If you have any questions to raise, you may use the text box to transmit your question. The Chairman/Board/Management/relevant adviser(s) will endeavour to broadcast your question and their answer during the meeting. Do take note that the quality of the live streaming is dependent on the stability of the internet connection at the location of the user.

(E) Vote Online Remotely during the Meeting (eVoting)

| Meeting Date and Time | eVoting Access Date and Time |
|---------------------------------------|---------------------------------------|
| Friday, 26 November 2021 at 3:00 p.m. | Friday, 26 November 2021 at 3:00 p.m. |

- If you are already accessing the Live Stream Meeting, click **Proceed to Vote** under the live stream player.
OR
- If are not accessing from the Live Stream Meeting and have just logged in to the e-Portal, look for **Teladan Setia Group Berhad** under Company Name and **EGM on 26 November 2021 at 3:00 p.m. - Remote Voting** under Corporate Exercise / Event and click ">" to remotely cast and submit the votes online for the resolutions tabled at the meeting.

- Step 1 Cast your votes by clicking on the radio buttons against each resolution.
- Step 2 Review your casted votes and confirm and submit the votes.

- The access to eVoting will open on the abovementioned date and time.
- Your votes casted will apply throughout all the CDS accounts you represent as an individual shareholder, corporate / authorised representative and proxy. Where you are attending as a proxy, and the shareholder who appointed you has indicated how the votes are to be casted, we will take the shareholder's indicated votes in the proxy form.
- The access to eVoting will close as directed by the Chairman of the meeting.
- A copy of your submitted eVoting can be accessed via **My Records** (refer to the left navigation panel).

**TELADAN SETIA GROUP BERHAD**

(Registration No. 201901004975 (1314302-V))

(Incorporated in Malaysia)

FORM OF PROXY

| No. of shares held | CDS Account no. |
|--------------------|-----------------|
| | |
| Telephone no. | Email address |
| | |

*I/We _____ *NRIC/Passport no./Registration no. _____
of _____

being a *member/members of TELADAN SETIA GROUP BERHAD, hereby appoint:

- (1) Name of proxy : _____ *NRIC/ : _____
Passport no. : _____
Address : _____

- Email address : _____ Telephone no. : _____
- (2) Name of proxy : _____ *NRIC/ : _____
Passport no. : _____
Address : _____

- Email address : _____ Telephone no. : _____

or failing him/her, the CHAIRMAN OF THE MEETING as *my/our proxy to vote for *me/us on *my/our behalf at the Extraordinary General Meeting ("EGM") of the Company which will be conducted on a fully virtual basis vide the online meeting platform hosted on Securities Services e-Portal at <https://sshsb.net.my/> provided by SS E Solutions Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia on Friday, 26 November 2021 at 3.00 p.m. and at any adjournment thereof in respect of *my/our shareholding in the manner indicated below:

Please indicate with a "x" in the spaces provided whether you wish your votes to be cast for or against the resolution. In the absence of specific instructions, your proxy will vote or abstain as he/she thinks fit.

| Ordinary Resolution | For | Against |
|----------------------|-----|---------|
| Proposed Acquisition | | |

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:

| | No. of shares | Percentage (%) |
|---------|---------------|----------------|
| Proxy 1 | | |

TELADAN SETIA GROUP BERHAD

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

(EGM to be held on 26 November 2021 - Proxy Form - cont'd)

Dated this _____ day of _____ 2021

| | | |
|--------------|--|------------|
| Proxy 2 | | |
| Total | | 100 |

*Signature of Shareholder/Common Seal

** Strike out whichever is not applicable*

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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 the corporation's common seal or under the hand of an officer or an attorney duly authorised.
5. Appointment of proxy and registration for remote participation and voting

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TELADAN SETIA GROUP BERHAD

(Registration No. 201901004975 (1314302-V))
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(EGM to be held on 26 November 2021 - Proxy Form - cont'd)

(ii) By electronic means via email

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(iii) Online

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6. Should you wish to personally participate at the Meeting remotely, please register electronically via Securities Services e-Portal at <https://sshbsb.net.my/> by the registration cut-off date and time. Please refer to the Administrative Guide on the Conduct of a Fully Virtual General Meeting available for download at <https://teladansetia.com/investor-relations/investor-centre-reports/> for further details.
7. The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us or our agents your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/ or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and/or authorisation of all persons whose personal data you have disclosed and/or processed, in connection with the foregoing.

Fold this flap for sealing

Then fold here



The Share Registrar

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

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

1st fold here