



TECHNOLOGY BERHAD

**MQ TECHNOLOGY BERHAD**

(Incorporated in Malaysia)

(Registration No. 200301033383 (635804-H))

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“**EGM**”) of MQ Technology Berhad (“**MQ Tech**” or “**Company**”) will be held at Plot 86-B, Lintang Bayan Lepas 9, Bayan Lepas Industrial Park 4, 11900 Bayan Lepas, Penang on Wednesday, 11 May 2022 at 11.30 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:

**ORDINARY RESOLUTION**

**PROPOSED PRIVATE PLACEMENT OF UP TO 357,455,000 NEW ORDINARY SHARES IN MQ TECH (“MQ TECH SHARES” OR “SHARES”) REPRESENTING APPROXIMATELY 40% OF THE TOTAL NUMBER OF ISSUED SHARES OF MQ TECH (“PROPOSED PRIVATE PLACEMENT”)**

“**THAT**, subject to and conditional upon the approvals being obtained from all the relevant authorities and/or parties (if any), approval be and is hereby given to MQ Tech to issue and allot up to 357,455,000 new MQ Tech Shares, representing approximately 40% of the Company’s existing total issued Shares 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 and fixed by the Board of Directors of MQ Tech (“**Board**”) at a later date after all the relevant approvals have been obtained (“**Price-Fixing Date**”) upon such terms and conditions as set out in the circular to the shareholders of the Company dated 22 April 2022 (“**Circular**”).

**THAT** the issue price for each tranche of the Placement Shares shall not be at a discount of more than 20% from the 5-day volume weighted average market price of the MQ Tech Shares immediately preceding the Price-Fixing Date;

**THAT** the Placement Shares shall, upon allotment and issuance, rank equally in all respects with the then existing MQ Tech Shares in issue, save and except that the Placement Shares shall not be entitled to any dividends, rights, allotments and/or any other distributions that may be declared, made or paid to the shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of such Placement Shares;

**THAT** the Board be and is hereby authorised to utilise the proceeds to be derived from the Proposed Private Placement for such purpose as set out in the Circular and the Board be and is hereby authorised with full powers to vary the manner and/or purpose of the utilisation of such proceeds derived from the Proposed Private Placement in the manner as the Board may deem fit, necessary and/or expedient in the best interest of the Company, subject to the compliance to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and the approval of the relevant authorities (if required);

**THAT** the Board be and is hereby authorised to do all acts and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements that are necessary to give full effect to the Proposed Private Placement with full powers to assent to any conditions, variations, modifications and/ or amendments deemed necessary or expedient in the interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions they consider fit, necessary, expedient or as may be required to give full effect to and complete the Proposed Private Placement;

**AND THAT** this resolution constitutes a specific approval for the issuance of securities in the Company contemplated herein and shall continue in full force and effect until all the Placement Shares to be issued pursuant to or in connection with the Proposed Private Placement have been duly allotted and issued in accordance with the terms of the Proposed Private Placement.”

## **BY ORDER OF THE BOARD**

**Wong Youn Kim (MAICSA 7018778) (SSM PC No.: 201908000410)**

Company Secretary

Kuala Lumpur

22 April 2022

### **Notes:**

- (i) *For the purpose of determining who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at 5 May 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend the EGM or appoint a proxy to attend, speak or vote on his/her behalf.*
- (ii) *A member entitled to attend and vote at the EGM is entitled to appoint proxy/proxies to attend, speak and vote in his stead. A proxy may but need not be a member of the Company.*
- (iii) *A member may appoint not more than two (2) proxies to attend the same EGM. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holding(s) to be represented by each proxy.*
- (iv) *Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.*
- (v) *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**”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
- (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 seal or under the hand of an officer or attorney duly authorised.*
- (vii) *The instrument appointing a proxy and the power of attorney or other authority, if any under which it is signed or a notarially certified copy of that power of authority, shall be deposited at the Company’s registered office at Level 2, Tower 1, Avenue 5, Bangsar South City, 59200 Kuala Lumpur not less than 24 hours before the time set for holding the EGM or at any adjournment thereof.*