



ADVANCE SYNERGY BERHAD

(Company No: 1225-D)

(Incorporated in Malaysia under the Companies Ordinance, 1915)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that EXTRAORDINARY GENERAL MEETING ("EGM") of Advance Synergy Berhad will be held at the Auditorium, Level 4, The Podium, Wisma Synergy, No. 72, Pesiaran Jubli Perak, Seksyen 22, 40000 Shah Alam, Selangor Darul Ehsan on Thursday, 31 October 2019 at 10.00 a.m. for the purpose of considering, and if thought fit, passing with or without any modifications, the following resolution:

SPECIAL RESOLUTION

PROPOSED ADOPTION OF A NEW CONSTITUTION IN SUBSTITUTION FOR AND TO THE ENTIRE EXCLUSION OF THE EXISTING MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY ("PROPOSED ADOPTION")

"**THAT** approval be and is hereby given to the Company to adopt a new constitution as set out in Appendix II of the Circular to Shareholders dated 4 October 2019 in substitution for and to the entire exclusion of the existing memorandum and articles of association of the Company with immediate effect **AND THAT** the Directors be and are hereby authorised to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities and to do all such acts and things as are necessary and/or expedient in order to give effect to the Proposed Adoption."

BY ORDER OF THE BOARD

HO TSAE FENG (MAICSA 7028522)
Company Secretary

Selangor Darul Ehsan
4 October 2019

Notes:

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 12 September 2019 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at this meeting.
2. A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company. If the proxy is not a member of the Company, he shall be any person and there shall be no restriction as to the qualification of the proxy.
3. A member may appoint two (2) or more proxies to attend the same meeting. Where a member appoints two (2) or more proxies, the proxies shall not be valid unless the member specifies the proportion of his shareholdings to be represented by each proxy.
4. A member of the Company who is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with shares of the Company standing to the credit of the said securities account.
5. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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. The instrument appointing a proxy in the case of an individual shall be signed by the appointer or his/her attorney duly authorised in writing and in the case of a corporation, the instrument appointing a proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
7. 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 such power or authority) shall be deposited at the Registered Office of the Company at Level 3, East Wing, Wisma Synergy, No. 72, Pesiaran Jubli Perak, Seksyen 22, 40000 Shah Alam, Selangor Darul Ehsan not less than 48 hours before the time appointed for holding the meeting or any other adjournment thereof.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

EXPLANATORY NOTE ON SPECIAL RESOLUTION

Proposed adoption of a new constitution in substitution for and to the entire exclusion of the existing memorandum and articles of association of the Company

The proposed Special Resolution, if passed, will streamline the Company's existing memorandum and articles of association to be in line with the Companies Act 2016 which came into force on 31 January 2017, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the prevailing statutory and regulatory requirements applicable to the Company for better clarity and to enhance administrative efficiency.

The proposed new Constitution of the Company is set out in Appendix II of the Circular to Shareholders dated 4 October 2019.

VOTING PROCEDURE

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in the Notice of EGM will be put to vote by poll.