



## 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 10.30 a.m. or immediately following the conclusion or adjournment of another EGM of the Company, which will be held at the same venue and on the same day at 10.00 a.m., whichever is later, for the purpose of considering, and if thought fit, passing with or without any modifications, the following resolution:

#### ORDINARY RESOLUTION

**PROPOSED DISPOSAL BY AESBI POWER SYSTEMS SDN BHD OF ALL THAT PIECE OF FREEHOLD LAND HELD UNDER GRN 177486, LOT 38271, PEKAN BARU HICOM, DAERAH PETALING, NEGERI SELANGOR TOGETHER WITH THE BUILDINGS AS WELL AS FIXTURES AND FITTINGS ERECTED AND AFFIXED THEREON TO SYMPHONY WAREHOUSE SDN BHD FOR A CASH CONSIDERATION OF RM124,000,000**

**"THAT** subject to and conditional upon the approvals/consents of all relevant parties and/or authorities being obtained (where required), approval be and is hereby given for AESBI Power Systems Sdn Bhd (Company No. 336668-T) ("Vendor") to dispose to Symphony Warehouse Sdn Bhd (Company No. 1322075-V) ("Purchaser") all that piece of freehold land held under GRN 177486, Lot 38271, Pekan Baru Hicom, Daerah Petaling, Negeri Selangor (the "Land") together with the buildings and structures erected on the Land and fixtures and fittings (excluding those which are listed by the Vendor and given to the Purchaser prior to completion of the conditional Sale and Purchase Agreement) (hereinafter referred to as "SPA") erected and affixed thereon (collectively, the "Property") for a cash consideration of Ringgit Malaysia One Hundred and Twenty Four Million (RM124,000,000) only ("Disposal Consideration"), subject to the terms and conditions as stipulated in the SPA ("Proposed Disposal").

**THAT** the proceeds arising from the Proposed Disposal be utilised for the purposes set out in Section 3 of the Circular, and the Board of Directors be authorised with full powers to vary the manner and/or purposes of utilisation of such proceeds in such manner as the Board of Directors may deem fit, necessary and/or expedient in the best interest of the Company.

**AND THAT** the Directors of the Company be and are authorised to do all acts, deeds and things, to execute, sign and deliver, for and on behalf of the Company and/or the Vendor, all relevant documents and to enter into any deeds, agreements, arrangements, undertakings, transfers, extensions, assignments, confirmations, declarations and/or indemnities as they may deem fit or expedient and/or appropriate in order to carry out, finalise, accomplish and give effect to the Proposed Disposal, this Ordinary Resolution, the terms and conditions of the SPA and all matters, incidental, ancillary to and/or relating thereto with full powers to assent to any conditions, modifications, variations, revaluation and/or amendments as may be required or permitted by any relevant authorities and/or as the Directors may deem fit, appropriate and in the best interest of the Company and the Vendor."

BY ORDER OF THE BOARD

HO TSAE FENG (MAICSA 7028522)  
Company Secretary

Selangor Darul Ehsan  
4 October 2019

#### Notes:

- 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.
- 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.
- 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.
- 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.
- 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.
- 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.
- 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 ORDINARY RESOLUTION

##### Proposed Disposal

The proposed Ordinary Resolution, if passed, will allow the Vendor to dispose of the Property to the Purchaser for a cash consideration of RM124,000,000 subject to the terms and conditions as stipulated in the SPA as set out in the Circular 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.