



AVILLION BERHAD

Registration No. 199201013018 (244521-A)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-Second ("32nd") Annual General Meeting of AVILLION BERHAD ("the Company") will be held and conducted on a virtual basis through live streaming and online remote participation and voting from the broadcast venue at the **Boardroom, Level 9, Wisma YPR, No. 1, Lorong Kapar, Off Jalan Syed Putra, 58000 Kuala Lumpur, Wilayah Persekutuan (KL) on Thursday, 12 September 2024 at 11.00 a.m.** or any adjournment thereof for the purpose of transacting the following businesses:-

AGENDA

- Ordinary Resolutions**
- To receive the Audited Financial Statements for the financial year ended 31 March 2024 together with the Directors' and Auditors' Report thereon. (Explanatory Note 1)
 - To re-elect Mr. Rungit Singh A/L Jaswant Singh who is retiring by rotation pursuant to Clause 100 of the Company's Constitution and who being eligible, has offered himself for re-election. Resolution 1
(Explanatory Note 2)
Tan Sri Dato' Sri Dr. Samsudin bin Hitam who is also retiring by rotation pursuant to Clause 100 of the Company's Constitution and who being eligible, has opted not to stand for re-election. Hence, he will retain office until the close of the 32nd AGM.
 - To re-elect Mr. Fong Wai Leong who is retiring pursuant to Clause 107 of the Company's Constitution and being eligible, has offered himself for re-election. Resolution 2
(Explanatory Note 3)
 - To approve the payment of Directors' fees and other emoluments of RM257,234.00 for the financial year ended 31 March 2024. Resolution 3
 - To approve the payment of Directors' fees and benefits to Non-Executive Directors up to an amount not exceeding RM380,000.00 from 1 April 2024 until the next Annual General Meeting. Resolution 4
(Explanatory Note 4)
 - To re-appoint Messrs. Baker Tilly Monteiro Heng PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. Resolution 5

Any Other Business

- To transact any other business of which due notice shall have been given in accordance with the Company's Constitution and the Companies Act, 2016.

By Order of the Board

CHANG NGEE CHUANG (MAICSA No. 7077854 / SSM Practising Certificate No. 201908001421)

JEREMY TAI YUNG WEI (MAICSA No. 7065447 / SSM Practising Certificate No. 202308000580)

Company Secretaries
Kuala Lumpur

Date: 31 July 2024

Notes :

REMOTE PARTICIPATION AND VOTING

- The Broadcast Venue of the Annual General Meeting ("AGM") is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be physically present at the main venue in Malaysia. No shareholders/ proxies/ corporate representatives shall be physically present at the Broadcast Venue on the meeting day. Members are advised to refer to the Administrative Guide which is available on the Company's corporate website at <https://www.avillionberhad.com/investor-relations/general-meeting/general-meeting-documents-1/> or Bursa Malaysia Berhad's website at www.bursamalaysia.com, for the remote participation and voting at the AGM using the Virtual Meeting Facilities.

INFORMATION FOR SHAREHOLDERS/PROXIES

- A member entitled to attend and vote at a meeting of the Company, or at a meeting of any class of members, shall be entitled to appoint any person as his proxy to attend and vote instead of the member at the meeting.
- A member may appoint not more than 2 proxies to attend the same meeting.
- A proxy may but need not to be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend the Meeting shall have the same rights as the member to speak and vote at the Meeting. 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 its seal or under the hand of an officer or attorney duly authorised.
- Where a member is an exempt authorised nominee who 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 Form of Proxy must be signed by the appointor or by his attorney duly authorised in writing or if the appointor is a corporation, either under seal or under hand of an officer or attorney duly authorised. If no name is inserted in the space for the name of your proxy, the Chairman of the Meeting will act as your proxy.
- Subject to the Constitution, the Proxy Form shall be deposited at ShareWorks Sdn Bhd, the Share Registrar Office of the Company at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, not less than forty-eight (48) hours before the time set for holding the Meeting or any adjournment thereof.
- For the purpose of determining a member who shall be entitled to attend and vote at the 32nd AGM, the Company shall be requesting the Record of Depositors as at 5 September 2024. Only a depositor of the Company whose name appears on the Record of Depositors as at 5 September 2024 shall be entitled to attend and vote at the said meeting as well as for appointment of proxy (ies) to attend and vote on his/her stead.

Explanatory Notes

1. To receive and adopt the Audited Financial Statements

Agenda item no. 1 is meant for discussion only as the provisions of Section 340(1)(a) of the Companies Act, 2016, does not require a formal approval of the shareholders and hence, is not put forward for voting.

2. To re-elect Mr. Rungit Singh A/L Jaswant Singh who is retiring by rotation pursuant to Clause 100 of the Company's Constitution and being eligible, has offered himself for re-election

Clause 100 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being shall retire by rotation at an AGM of the Company. The Directors who are subject to retirement by rotation in accordance with Clause 100 of the Company's Constitution are **Mr. Rungit Singh A/L Jaswant Singh** and **Tan Sri Dato' Sri Dr. Samsudin bin Hitam**.

The Board has conducted assessments on **Mr. Rungit Singh A/L Jaswant Singh** and **Tan Sri Dato' Sri Dr. Samsudin bin Hitam** on character, integrity, competence and experience and time commitment in effectively discharging their respective roles as Directors of the Company. **Mr. Rungit Singh A/L Jaswant Singh** and **Tan Sri Dato' Sri Dr. Samsudin bin Hitam** were assessed based on performance criteria set in the areas of Board dynamics and participation, competency and capability, independence and objectivity, probity and personal integrity, contribution and performance together with their ability to make analytical inquiries and offer advice and guidance. The Board agreed with the Nomination Committee's recommendation that **Mr. Rungit Singh A/L Jaswant Singh** and **Tan Sri Dato' Sri Dr. Samsudin bin Hitam** who are retiring by rotation in accordance with Clause 100 of the Company's Constitution are eligible to stand for re-election.

Tan Sri Dato' Sri Dr. Samsudin bin Hitam who is also retiring by rotation pursuant to Clause 100 of the Company's Constitution and has been recommended by the Board, has opted not to stand for re-election. Hence, he will retain office until the close of the 32nd AGM.

The retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the Board meeting.

3. To re-elect Mr. Fong Wai Leong who is retiring pursuant to Clause 107 of the Company's Constitution and being eligible, has offered himself for re-election

Clause 107 of the Company's Constitution provides that the Directors shall have power at any time, and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but the total number of Directors shall not at any time exceed the maximum number fixed in accordance with this Constitution. Any Director so appointed shall hold office only until the next following annual general meeting, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

Mr. Fong Wai Leong was appointed on 12 October 2023 as an Independent Non-Executive Director, re-designated as an Executive Director on 17 January 2024 and appointed as the Chief Executive Officer on 18 January 2024, and is standing for re-election as the Director of the Company in accordance with Clause 107 of the Company's Constitution and being eligible, has offered himself for re-election at the 32nd AGM of the Company.

4. Payment of Directors' fees and benefits to Non-Executive Directors

Section 230(1) of the Companies Act, 2016 which came into effect on 31 January 2017, provides among others, that the fees of Directors and any benefits payable to Directors shall be approved at a general meeting.

In this respect, the Board wishes to seek shareholders' approval for the payment of Directors' fees and for benefits payable to Non-Executive Directors to be paid monthly in arrears after each month of completed service of the Directors.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

- The 32nd AGM of the Company will be conducted virtually from the Online Meeting Platform at www.swsb.com.my by ShareWorks Sdn. Bhd. on Thursday, 12 September 2024 at 11.00 a.m.
- The Directors who are seeking re-election and/or continuing in office as Independent Non-Executive Directors at the 32nd AGM of the Company are:
 - Mr. Rungit Singh A/L Jaswant Singh (Clause 100)
 - Mr. Fong Wai Leong (Clause 107)

The Profiles of the Directors seeking for re-election are set out in the Company's Annual Report 2024. The details of the Directors' interest in the securities of the Company are set out in the Company's Annual Report 2024.

The details of attendance of the Directors of the Company at Board of Directors' Meetings held during the financial year ended 31 March 2024 are disclosed in the profile of Directors of the Annual Report 2024.

PERSONAL DATA POLICY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting 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 Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (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.



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ADMINISTRATIVE GUIDE

**IN RESPECT OF THE THIRTY-SECOND ANNUAL GENERAL MEETING (“32nd AGM”) TO BE HELD
VIA AN ONLINE PLATFORM (VIRTUAL AGM)**

- Meeting Day & Date** : Thursday, 12 September 2024
- Time** : 11.00 a.m.
- Online Meeting Platform** : www.swsb.com.my
- Broadcast Venue** : Virtual basis through live streaming and online remote participation and voting from the Broadcast Venue at Boardroom, Level 9, Wisma YPR, No. 1, Lorong Kapar, Off Jalan Syed Putra, 58000 Kuala Lumpur, Wilayah Persekutuan (KL).

Dear valued shareholders of Avillion Berhad,

Mode of Meeting

- The Company will hold and conduct its 32nd AGM on a virtual basis through live streaming and online remote voting using RPV facilities.
- Please note that it is your responsibility to ensure the stability of your internet connectivity throughout the 32nd AGM as the quality of the live webcast and online remote voting are dependent on your internet bandwidth and stability of your internet connection.
- The Broadcast Venue of the 32nd AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the 32nd AGM to be present at the main venue of the 32nd AGM.
- **NO** members or proxy(ies)/corporate representative(ies)/attorney(s) from the public shall be physically present at the Broadcast Venue on the day of the 32nd AGM.
- Kindly check the latest updates via announcements on Bursa Malaysia Berhad’s website at www.bursamalaysia.com.

ADMINISTRATIVE GUIDE FOR THIRTY SECOND ANNUAL GENERAL MEETING (“32nd AGM”) (Cont’d)

RPV Facility

1. Should you wish to attend the 32nd AGM, you are required to register yourself by using the RPV facilities in accordance with the instructions as set out under paragraph 6 below.

If a member is unable to participate in the online 32nd AGM, he/she/it is encouraged to appoint the Chairman of the 32nd AGM as his/her/its proxy(ies) and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

A member who wishes to appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote at the 32nd AGM via the RPV facilities must request his/her/its proxy(ies)/corporate representative(s)/attorney(s) to register himself/herself/themselves for the RPV facilities.

With the RPV facilities, you may exercise your rights as a member to attend, participate (including to pose questions (in the form of real-time submission of typed texts) to the Board of the Company) and vote remotely at the 32nd AGM.

2. **Individual Members** are strongly encouraged to take advantage of the RPV facilities to attend, participate and vote remotely at the 32nd AGM. Please refer to the details as set out below for information.
3. **Corporate Members** (through Corporate Representative(s) or appointed proxy(ies)) who wish to participate and vote remotely at the 32nd AGM must contact the poll administrator, **ShareWorks Sdn. Bhd.** (“**ShareWorks**”) with the details set out below for assistance and will be required to provide the following documents to the Company **no later than 10 September 2024 at 11.00 a.m.:**
 - a. Certificate of Appointment of its Corporate Representative or Form of Proxy under the seal of the corporation or signed by its attorneys or in accordance with the provision of its constitution or by an authorised officer duly authorised on behalf of the corporation. If the Form of Proxy is not executed under the seal of the corporation, please attach a copy of that corporation’s constitution for verification;
 - b. Copy of the corporate representative’s or proxy’s identity card (MyKad) (front and back)/ Passport; and
 - c. Corporate representative’s or proxy’s email address and mobile phone number.
4. **Nominee Company Members** who wish to attend, participate and vote remotely at the 32nd AGM can request their Nominee Companies to appoint their proxy(ies) to attend, participate and vote remotely at the 32nd AGM. Please contact the poll administrator, **ShareWorks** with the details set out below for assistance and will be required to provide the following documents to the Company **no later than 10 September 2024 at 11.00 a.m.:**
 - a. Form of Proxy under the seal of the Nominee Company or signed by its attorneys or in accordance with the provision of its constitution or by an authorised officer duly authorised on behalf of the corporation. If the Form of Proxy is not executed under the seal of the corporation, please attach a copy of that corporation’s constitution for verification;
 - b. Copy of the proxy’s identity card (MyKad) (front and back)/ Passport; and
 - c. Proxy’s email address and mobile phone number.
5. Member who is appointing attorney(s) instead of proxy(ies) to participate and vote remotely at the 32nd AGM must contact the poll administrator, **ShareWorks** with the details set out below for assistance and will be required to provide the following documents to the Company **no later than 10 September 2024 at 11.00 a.m.:**
 - a. Power of Attorney which is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed;
 - b. Copy of the attorney’s identity card (MyKad) (front and back)/ Passport; and
 - c. Attorney’s email address and mobile phone number.

ADMINISTRATIVE GUIDE FOR THIRTY SECOND ANNUAL GENERAL MEETING (“32nd AGM”) (Cont’d)

6. The procedures for the RPV in respect of the live streaming and remote voting at the 32nd AGM are as follows:

Procedures		Action
Before the 32nd AGM		
(i)	Register as a user	<ul style="list-style-type: none"> • If you have already registered an account at the website, you are not required to register again. • Access website www.swsb.com.my • Click “Login” and click “Register” to sign up as a user. The registration will be open from 11.00 a.m. on 1 August 2024 and close at 11.00 a.m. on 11 September 2024. • Complete the registration process and upload softcopy of MyKAD (front and back) (for Malaysian members) or Passport (for non-Malaysian members). • Read and agree to the terms and conditions and thereafter submit your request. • Upon submission, kindly login to the valid email address and verify your user ID within one (1) hour. • Upon verification of the user ID, ShareWorks will send an email notification to approve you as a user. • After verification of your registration against the General Meeting Record of Depositors of the Company as at 5 September 2024, the system will send you an email to notify you if your registration is approved or rejected after 5 September 2024. • If your registration is rejected, you can contact ShareWorks for clarifications or to appeal.
On the day of 32nd AGM		
(ii)	Login to www.swsb.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the 32nd AGM at any time from 10.30 a.m. (30 minutes before the commencement of the 32nd AGM on 12 September 2024 at 11.00 a.m.)
(iii)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select the “Virtual Meeting” from main menu. • Click the “Join Meeting” located next to the event. You are required to provide your full name as per CDS records and your user registered email address. • Kindly click the video link and insert the password given to you in your email notification in order to join the live video streaming. • If you have any question for the Board, you may use the Q&A platform to transmit your question. The Board will try to respond to all questions submitted by remote participants during the 32nd AGM. If time is a constraint, the responses will be emailed to you at the earliest possible time after the 32nd AGM ended. • Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.
(iv)	Online remote voting	<ul style="list-style-type: none"> • Select “Voting” located next to the “Join Meeting” and indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairman of the 32nd AGM declare that the voting platform is activated and will end once the Chairman announces the completion of the voting session.

ADMINISTRATIVE GUIDE FOR THIRTY SECOND ANNUAL GENERAL MEETING (“32nd AGM”) (Cont’d)

Appointment of Proxy

Only a member whose name appears on the Record of Depositors on 5 September 2024 shall be eligible to attend, participate and vote at the 32nd AGM or appoint proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.

If a member appoints his/her/its proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote at the 32nd AGM, please ensure the duly executed Form of Proxy/Certificate of Appointment of its Corporate Representative/Power of Attorney are submitted to the Share Registrar, **ShareWorks** as follows **not later than 10 September 2024 at 11.00 a.m.**:

Deposit Hardcopy of Proxy Form

Share Registrar, ShareWorks Sdn. Bhd. at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan (KL), Malaysia.

Revocation of Proxy

Please note that if an Individual Member has submitted his/her Form of Proxy prior to the 32nd AGM and subsequently decides to personally attend and participate in the 32nd AGM via RPV facilities, the Individual Member shall proceed to contact **ShareWorks** to revoke the appointment of his/her/its proxy **no later than 11 September 2024 at 11.00 a.m.**

Poll Voting

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 32nd AGM of the Company shall be put to vote by way of a poll. The Company has appointed **ShareWorks** as Poll Administrator to conduct the poll by way of electronic means and **SharePolls Sdn Bhd** as Independent Scrutineers to verify the poll results.

The Independent Scrutineers will verify the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

Distribution of E-Vouchers

E-vouchers will be emailed to all shareholders who attend the AGM via log-in using their registered email addresses.

No Recording or Photography

Strictly **NO recording or photography** of the proceedings of the 32nd AGM is allowed.

Digital Copies of 32nd AGM Documents

The following items are now available at the Company’s website at <https://www.avillionberhad.com/investor-relations/general-meeting/general-meeting-documents-1/> or at Bursa Malaysia Berhad’s website at www.bursamalaysia.com

- i. Notice of the 32nd AGM;
- ii. Form of Proxy;
- iii. Administrative Guide;
- iv. Annual Report 2024;
- v. Corporate Governance Report 2024; and
- vi. Annual Report Request Form.

ADMINISTRATIVE GUIDE FOR THIRTY SECOND ANNUAL GENERAL MEETING (“32nd AGM”) (Cont’d)

Mode of Communication

Shareholders may submit questions to the Board of Directors (“**Board**”) prior to the 32nd AGM to info@avillionberhad.com **no later than 11.00 a.m. on 10 September 2024** or to use the Question and Answer (“**Q&A**”) Platform to transmit questions to the Board via Remote Participation and Voting (“**RPV**”) facilities during live streaming.

Enquiry

If you have any enquiry prior to the virtual meeting, please contact **Mr. Kou Si Qiang** or **Mr. Chan Wai Kien** during office hours from 8.30 a.m. to 5.30 p.m. on Mondays to Fridays (except public holidays):

ShareWorks Sdn. Bhd.

No. 2-1, Jalan Sri Hartamas 8
Sri Hartamas
50480 Kuala Lumpur
Wilayah Persekutuan (KL)

Telephone Number : 03-6201 1120
Email : ir@shareworks.com.my