

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 35th Annual General Meeting (“AGM”) of the Company will be held at Kelawai Room, Lobby Level, Gurney Bay Hotel, 53 Persiaran Gurney, 10250 Penang, Malaysia on Monday, 25 August 2025 at 2.30 p.m. for the following purposes:-

AGENDA

As Ordinary Business:

1. To receive the Audited Financial Statements of the Company for the financial year ended 31 March 2025 and the Reports of the Directors and Auditors thereon.

Please refer to the Explanatory Notes
2. To approve the payment of Directors’ fees and Directors’ benefits of up to RM220,000.00 for the financial year ending 31 March 2026.

Ordinary Resolution 1
3. To re-elect Mr Lee Thean Yew who retires in accordance with the Company’s Constitution pursuant to Article 111 of the Company’s Constitution.

Ordinary Resolution 2
4. To re-elect Mr Tan Chee Keong who retires in accordance with the Company’s Constitution pursuant to Article 111 of the Company’s Constitution.

Ordinary Resolution 3
5. To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.

Ordinary Resolution 4

As Special Business:

To consider and if thought fit, to pass with or without modifications the following ordinary resolutions:-

6. **AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**
“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 (the “Act”), Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and subject always to the approval of all the relevant regulatory authorities, the Board of Directors of the Company be and is hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and such purposes and upon such terms and conditions as the Directors may, in their absolute discretion, deem fit, PROVIDED ALWAYS THAT the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregate with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed General Mandate”). THAT such approval on the Proposed General Mandate shall be in force until:
a. the conclusion of the next Annual General Meeting (“AGM”) of the Company held after the approval was given;
b. the expiration of the period within which the next AGM of the Company is required to be held after the approval was given; or
c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting; whichever is the earlier.
THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation of such New Shares on the Main Market of Bursa Securities.
THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.
AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

Ordinary Resolution 5
7. **PROPOSED ALLOCATION OF EMPLOYEES’ SHARE OPTION SCHEME (“ESOS”) OPTION TO THE DIRECTORS (“PROPOSED ALLOCATION”)**
“THAT the Directors of the Company be and are hereby authorised, at any time and from time to time throughout the duration of the ESOS, to offer and grant such number of ESOS Options to subscribe for new Company’s Ordinary Shares to be issued upon exercise of the ESOS Options (“ESOS Shares”) (as adjusted or modified from time to time pursuant to the By-Laws) to the following Directors of the Company:-
(a) Lee Thean Yew, Executive Director of the Company
(b) Loh Keow Lin, Independent Non-Executive Director of the Company
provided always that:
(i) he/she must not participate in the deliberation and/or discussion of his/her own allocation of ESOS Options as well as allocation to persons connected to him/her;
(ii) the allocation to him/her who, either singly or collectively through person connected with him/her, holds 20% or more of the total number of issued ACME shares (excluding any treasury shares), does not exceed 10% of the total number of ESOS Shares; and
(iii) subject always to such terms and conditions of the By-Laws and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), or any prevailing guidelines issued by Bursa Securities or any other relevant authorities, as amended from time to time; AND THAT the Board be and is hereby authorised to allot and issue such number of ESOS Shares credited as fully paid-up to the Directors of the Company pursuant to the exercise of such ESOS Options as well as to take such steps as are necessary or expedient to implement, finalise or give full effect to the Proposed Allocation with full power to assent to any terms, conditions, modifications, variations and/or amendments as may be imposed and/or permitted by the relevant authorities or otherwise thought fit by the Board to be in the best interest of the Company; to execute, sign and deliver on behalf of the Company all such agreements, arrangements and documents as may be necessary to give full effect to complete and implement the Proposed Allocation; and to deal with all matters relating thereto and/or to do all such acts and things as the Board may deem fit and expedient in the best interest of the Company.”

Ordinary Resolution 6
Ordinary Resolution 7
8. To transact any other business for which due notices shall have been given in accordance with the Companies Act 2016.

By Order of the Board,

WONG YEE LIN (MIA15898)
SSM Practising No: 201908001793
HING POE PYNG (MAICSA 7053526)
SSM Practising No: 202008001322
Joint Company Secretaries

Date: 25 July 2025

Notes:

- (1) A member entitled to attend and vote is entitled to appoint one or more proxies to attend, vote and speak in his stead, and a proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. The proxy so appointed shall be entitled to vote on any matter which may properly come before the meeting.
- (2) A Member shall be entitled to appoint a maximum of two (2) proxies to attend and vote at the same meeting. Where a Member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- (3) Where a Member 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.
- (4) Where a Member is an authorised nominee as defined under the Central Depositories Act, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with the shares of the Company. The appointment of two (2) proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- (5) The instrument appointing the proxy shall be in writing, executed by or on behalf of the appointor. In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.
- (6) The instrument appointing a proxy must be deposited at the Registered Office, 51-B-A, Menara BHL Bank, Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang not less than 24 hours before the time for holding the Meeting or any adjournments thereof PROVIDED that in the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/her proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy have been duly completed by the member(s). Proxy form via facsimile or electronic mail will not be accepted.
- (7) For the purpose of determining a Member who shall be entitled to attend the meeting, the Company shall be requesting the Depository to issue a General Meeting Record of Depositors (“ROD”) as at 15 August 2025. Only Depositors whose name appears on the ROD shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his behalf.
- (8) All resolutions as set out in this notice of 35th AGM are to be voted by poll.

Explanatory Note on Ordinary Business

Item 1 of the Agenda

To receive the Audited Financial Statements for the financial year ended 31 March 2025 together with the Reports of the Directors and Auditors thereon.
This item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require shareholders’ approval for the audited financial statements. Therefore, this item will not be put forward for voting.

Ordinary Resolution 1 – Payment of Directors’ fees and Directors’ benefits

The proposed Ordinary Resolution 1 is to facilitate payment of Directors’ fees and Directors’ benefits on current financial year basis, calculated based on the number of scheduled Board and Committee meetings for financial year ending 31 March 2026 and assuming that all Directors will hold office until the end of the financial year. In the event the Directors’ fees and Directors’ benefits proposed is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees and benefits to meet the shortfall.

Explanatory Note on Special Business

Ordinary Resolution 5 – Authority to Allot and Issue Shares pursuant to Section 75 and 76 of the Companies Act 2016

The proposed Ordinary Resolution 5 is for the purpose of granting a new and renewed general mandate (the “Mandate”), if passed, will give authority to the Directors to issue and allot shares up to 10% of the total number of issued shares of the Company at any time in their absolute discretion and that such authority shall continue in force until the conclusion of the next AGM of the Company or the expiration of the period within which the next AGM is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting whichever is the earlier.
The Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding investment project(s), working capital and/or acquisitions.
As at the date of this Notice, there were no new shares issued pursuant to the Mandate granted to the Directors at the 34th AGM held on 30 August 2024 and which will lapse at the conclusion of the 35th AGM.

Ordinary Resolution 6-7 – Proposed Allocation of Employees’ Share Option Scheme (“ESOS”) Option to the Directors

This ESOS of the Company is for up to 15% of the total number of issued shares in the Company (excluding treasury shares) for the eligible Directors and employees of the Company and its non-dormant subsidiaries, who meets or fulfils the criteria of eligibility for participation in the ESOS as set out in the By-Laws was implemented on 24 November 2021.
Mr Lee Thean Yew and Ms Loh Keow Lin are persons eligible to participate in the ESOS and are deemed interested in the resolutions to the extent of their respective Proposed Allocation under ESOS and accordingly have abstained and shall continue to abstain from deliberation and voting in respect of their direct and indirect interest in the Company in the Proposed Allocation to them.
They shall also ensure that person connected with them will abstain from voting in respect of their direct and/or indirect shareholdings in the Company, if any, on the resolutions approving the Proposed Allocation to be tabled at this AGM.

PERSONAL DATA POLICY

By submitting the duly executed Form of Proxy, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the AGM, and any adjournment thereof.

STATEMENT ACCOMPANYING NOTICE OF AGM

(Pursuant to Paragraph 8.27(2) of the Listing Requirements of Bursa Malaysia Securities Berhad)

As at date of this notice, there are no individuals who are standing for election as Directors (excluding the above Directors who are standing for re-election) at this forthcoming AGM. The Company will seek shareholders’ approval on the general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Listing Requirements of Bursa Malaysia Securities Berhad. Please refer to the explanatory note on the proposed Ordinary Resolution 5 as stated in the Notice of AGM of the Company for details.