

I SYNERGY HOLDINGS BERHAD
(Company No. 201501013383 (1138715-H))
(Incorporated in Malaysia)

NOTICE IS HEREBY GIVEN that the Fifth Annual General Meeting of I Synergy Holdings Berhad (“the Company”) will be convened and held at Unit 20-03, Tower A, The Vertical Business Suite, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur (The meeting may be held via teleconferencing and or video conferencing and such other technology driven methods using any type of instantaneous telecommunications devices, pursuant to Article 79 of the Constitution of the Company.) on Wednesday, 27 May 2020 at 11.00 a.m. for the following purposes :-

A G E N D A

As Ordinary Businesses:-

1. To receive the Statutory Financial Statements for the year ended 31 December 2019 together with the Directors’ and Auditors’ Reports thereon.
2. To re-elect Dato’ Teo Chee Hong who retires in accordance with the Company’s Constitution. (Resolution 1)
3. To re-elect Loh Lim Hock who retires in accordance with the Company’s Constitution. (Resolution 2)
4. To re-elect Chew Por Yan who retires in accordance with the Company’s Constitution. (Resolution 3)
5. To appoint Auditors and to authorise the Directors to fix their remuneration. (Resolution 4)

“THAT Messrs Crowe Malaysia PLT [AF 1018] be and are hereby re-appointed as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors.”.

As Special Business

6. Ordinary Resolution
- Authority to Issue Shares Pursuant to the Companies Act 2016 (Resolution 5)

“THAT, subject to the provisions of Section 75 of the Companies Act 2016 and the approval of the relevant governmental/regulatory authorities (if any), the Directors be and are hereby authorised from time to time to issue and allot ordinary shares in the Company upon such terms and conditions and at such times as may be determined by the Directors to be in the interest of the Company provided always that the aggregate number of shares to be issued pursuant to this resolution shall not exceed ten percent (10%) of the total number of issued shares for the time being of the Company.”

7. To transact any other business for which due notice shall have been given.

BY ORDER OF THE BOARD



CAROLINE ANG CHOO BEE (MIA16600)
Secretary
Selangor
Date: 29 April 2020

NOTES :

1. With regards to deposited securities, only members whose names appear in the Record of Depositors as at 20 May 2020 shall be eligible to attend and vote at the 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/her stead.
3. The instrument appointing a proxy must be in writing and signed by the appointor or the appointor's attorney duly authorised in writing, or, if the appointor is a body corporate, by its corporate representative or at least 2 of its officers.
4. The instrument appointing a proxy and the original power of attorney (if any) under which it is signed or a certified copy of the power of attorney must be received by the Company at least 48 hours before the meeting by delivery to the Company's office, by facsimile received at the Company's office or at any other place, fax number or electronic address specified for the purpose in the notice of meeting.
5. Every instrument of proxy must specify the Member's name and address, the Company's name, the proxy's name or the name of the office held by the proxy and the meetings at which the proxy may be used.
6. The instrument of proxy may be worded so that a proxy is directed to vote either for or against each of the resolutions to be proposed. Any instrument of proxy deposited in which the name of the appointee is not filled will be deemed to be given in favour of the chairman of the meeting to which it relates. The instrument of proxy may specify the proportion or number of votes that the proxy may exercise.
7. The meeting may be held via teleconferencing and or video conferencing and such other technology driven methods using any type of instantaneous telecommunications devices, pursuant to Article 79 of the Constitution of the Company.

Individual and Corporate Shareholders are strongly advised to participate and vote remotely at the 5th Annual General Meeting via videoconferencing. Individual and Corporate Shareholders who wish to participate and vote remotely at the 5th Annual General Meeting must contact the Company Secretary Representatives at caroline@cwics.com.my and gilbert@cwics.com.my.

Shareholders will be required to provide the following documents to the Company Secretary Representatives no later than 12 p.m. on 25 May 2020:

Individual Shareholders

- a) Copy of Passport; and
- b) Hand-phone number.

Corporate Shareholders

- a) Original certificate of appointment of its Corporate Representative under the seal of the corporation;
- b) Copy of the Corporate Representative's Passport and National Registration Identity Card of Malaysia (front and back) (for Malaysian only); and
- c) Corporate Representative's e-mail address and hand-phone number.

Upon receipt of such documents, the Company Secretary Representatives will respond to your remote participation request.

Explanatory Note on Resolutions

Item 1

To receive the Statutory Financial Statements for the year ended 31 December 2019 together with the Directors' and Auditors' Reports thereon.

- There is no requirement for Shareholders to approve the Financial Statements for the year ended 31 December 2019 together with the Directors' and Auditors' Report. However, the Chair will allow a reasonable opportunity for Shareholders to ask questions or to make comments on it.

Item 2

To re-elect Dato' Teo Chee Hong who retires in accordance with the Company's Constitution.

- Brief background information of Dato' Teo Chee Hong (Dato' Lawrence Teo) is as below:

Dato' Lawrence Teo is a seasoned sales and marketing motivator and consultant with extensive experience in retail and networking marketing. He is the founder of innovation business concept that combine network and retail marketing into offline affiliate program. He is currently a Director and Founder of I Synergy Group Limited which is listed on ASX. Dato' Lawrence is an active member of prominent retail associations /federation in Malaysia with strong retailer community and networks. He is also an advisor to an established Malaysia angel investment platform for entrepreneurs.

Item 3

To re-elect Loh Lim Hock who retires in accordance with the Company's Constitution.

- Brief background information of Loh Lim Hock is as below:

Loh is the Executive Director of Arris Group Of Companies. In his role, Loh has continued Arris' global reach, establishing business presence in Australia and building network and alliances in America, Canada, Europe, Middle East, India, China and Hong Kong. He also holds advisory roles at ACT Partners, particularly in the areas of Information Technology, Business Development and Human Resource Management. Being a strategist, he constantly seeks out companies that are unique and dominant in their industry or market and actively helps companies reach their vision.

With more than 30 years of experience in international business, marketing, business development, management and human resource advisory, having serviced many Multi-National companies (N), he brings with him rich knowledge in business and management from Japan, Europe, America and Asia. He has provided many clients with innovative ideas and insight in helping them to growth their organisations. Loh has been involved and is knowledgeable in technology such as information technology, laser, imaging, ultrasound, precision measuring, optics and reverse engineering. This engineering knowledge has provided him with a different view in understanding high tech company and allows him to lead the Technical Committee of the venture capital management company, Arris Venture Management Sdn Bhd.

Item 4

To re-elect Chew Por Yan who retires in accordance with the Company's Constitution.

- Brief background information of Chew Por Yan is as below:

With more than 30 years of experience in building and directing high-performing teams and advising some of the leading companies, Chew is highly respected for her view on business and financial issues. She has a deep understanding of the challenges faced by companies competing locally or on the international stage and of the prospects presented to them by ever changing business environment. When GST was implemented in Malaysia, Chew has conducted numerous seminars on GST with MIA nationwide. She is sought-after speaker and have been engaged by business associations and organizations to conduct GST seminars. Her expertise include audit, taxation, liquidation, venture capital, corporate finance and GST. She holds leadership roles at Arris Group, including directorship in Arris Venture, Arris Venture Management, Arris Consulting, Arris Project Advisory and Arris MSC.

Prior to establishing Chew & Co., ACT Partners and Arris Group of Companies, Chew was with Arthur Andersen & Co., where she gained experience in performing audit, taxation and consulting assignments to public listed companies and multi-national companies in a wide range of industries including the banking and financial sectors. She then joined the capital market to research and analyse the financial performance of public listed companies. Her employment at a rating agency and a foreign stock broking house have enriched her knowledge in accounting, finance and of the business environment.

Item 5

To appoint Auditors and to authorise the Directors to fix their remuneration.

“THAT Messrs Crowe Malaysia PLT [AF 1018] be and are hereby re-appointed as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors.”

- That the Shareholders of the Company should appoint the Auditor of the Company and the Auditor will only hold office until the conclusion of the next Annual General Meeting.

Item 6

Authority to Issue Shares Pursuant to the Companies Act 2016

“THAT, subject to the provisions of Section 75 of the Companies Act 2016 and the approval of the relevant governmental/regulatory authorities (if any), the Directors be and are hereby authorised from time to time to issue and allot ordinary shares in the Company upon such terms and conditions and at such times as may be determined by the Directors to be in the interest of the Company provided always that the aggregate number of shares to be issued pursuant to this resolution shall not exceed ten percent (10%) of the total number of issued shares for the time being of the Company.”

- The approval for the allotment of shares not exceeding 10% of the total number of issued shares is a contingency plan so that the Company does not need to call for a general meeting if the allotment of shares is not exceeding 10% of the total number of issued shares.