

ARRIS HOLDINGS BERHAD

(Company No. 201501013383 (1138715-H))
(Incorporated in Malaysia)

NOTICE IS HEREBY GIVEN that the Sixth Annual General Meeting of Arris Holdings Berhad (“the Company”) will be convened and held at No. 39C, 3rd Floor, Jalan Kenari 17C, Bandar Puchong Jaya, 47100 Puchong, Selangor, Malaysia (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 Thursday, 28 October 2021 at 11.00 a.m. for the following purposes: -

AGENDA

As Ordinary Businesses: -

1. To receive the Statutory Financial Statements for the year ended 30 June 2021 together with the Directors’ and Auditors’ Reports thereon.
2. To re-elect Loh Lim Hock who retires in accordance with the Company’s Constitution. (Resolution 1)
3. To appoint Auditors and to authorise the Directors to fix their remuneration. (Resolution 2)

“THAT Messrs A.D.Chun & Co. 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.”.

4. To appoint Joint Company Secretary, Farhana Binti Fauzi in accordance with the Company’s Constitution. (Resolution 3)

As Special Business:-

5. Authority to Reduce Shares Capital Pursuant to the Companies Act 2016 (Resolution 4)

“THAT, subject to the provisions of Section 115 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 reduce shares capital in the Company upon such terms and conditions and at such times as may be determined by the Directors.”

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

BY ORDER OF THE BOARD



SITI NURAINI BINTI RUSIDI (MACS01759)
Secretary

Selangor

Date: 7 October 2021

NOTES:

1. With regards to deposited securities, only members whose names appear in the Record of Depositors as at 21 October 2021 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 6th Annual General Meeting via videoconferencing. Individual and Corporate Shareholders who wish to participate and vote remotely at the 6th Annual General Meeting must contact the Company Secretary Representatives at cosec@arris-group.com and nuraini@arris-group.com Shareholders will be required to provide the following documents to the Company Secretary Representatives no later than 12 p.m. on 26 October 2021:

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 30 June 2021 together with the Directors' and Auditors' Reports thereon.

- There is no requirement for Shareholders to approve the Financial Statements for the year ended 30 June 2021 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 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 3

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

“THAT Messrs A.D. Chun & Co. 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 4

To appoint Joint Company Secretary, Farhana Binti Fauzi in accordance with the Company's Constitution.

- There is no requirement for Shareholders to approve the Joint Company Secretary. However, the Chair will allow a reasonable opportunity for Shareholders to ask questions or to make comments on it.

Item 5

Authority to Reduce Shares Capital Pursuant to the Companies Act 2016

“THAT, subject to the provisions of Section 115 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 reduce shares capital in the Company upon such terms and conditions and at such times as may be determined by the Directors.”

- The approval for the reduction share capital complies with the requirements of Section 115 of Companies Act 2016 whereby, the company provide the solvency statements and duly sign by the Board of Directors.