



# UNI WALL APS HOLDINGS BERHAD

(Registration No. 201801007506 (1269520-X))

(Incorporated in Malaysia)

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Sixth (6<sup>th</sup>) Annual General Meeting (“AGM”) of Uni Wall APS Holdings Berhad (the “Company”) will be conducted virtually through live streaming from the broadcast venue at Meeting Room, 15, Jalan Kesuma 2/3, Bandar Tasik Kesuma, 43700 Semenyih, Selangor on Monday, 16 December 2024 at 2.30 p.m. or at any adjournment thereof for the following purposes:-

### AGENDA

#### AS ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 30 June 2024 together with the Reports of the Directors and Auditors thereon. *Please refer to Explanatory Note 1*
- To approve the payment of Directors’ fees and other benefits payable up to RM1,000,000.00 to be divided amongst the Directors in such manner as the Directors may determine in respect of the period from the 6<sup>th</sup> AGM until the conclusion of the 7<sup>th</sup> AGM of the Company. Ordinary Resolution 1
- To re-elect Mr. Siow Hon Yuen who is retiring pursuant to Clause 103 of the Company’s Constitution and being eligible, has offered himself for re-election. Ordinary Resolution 2
- To re-appoint Messrs. UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. Ordinary Resolution 3

#### AS SPECIAL BUSINESS

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

- AUTHORITY TO ALLOT SHARES PURSUANT TO SECTION 75 AND SECTION 76 OF THE COMPANIES ACT 2016** Ordinary Resolution 4

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 (“the Act”) and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue and allot shares of the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to this resolution must be not more than 100% of the total number of issued shares, of which the aggregate number of shares issued other than on pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities.

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.

AND THAT pursuant to Section 85 of the Act read together with Clause 61 of the Company’s Constitution, approval be given to waive the statutory pre-emptive rights conferred upon the shareholders of the Company AND THAT the Board is exempted from the obligation to offer such new shares first to the existing shareholders of the Company in respect of the issuance and allotment of new shares pursuant to the Section 75 and Section 76 of the Act.”

- To transact any other ordinary business for which due notice have been given.

By Order of the Board,

TAN TONG LANG (SSM PC NO. 202208000250 & MAICSA 7045482)  
TAN LAY KHOON (SSM PC NO. 202208000544 & MAICSA 7077867)  
Company Secretaries

Kuala Lumpur  
30 October 2024

#### Notes:

- Please refer to the Administrative Guide for the procedures to register and participate in the virtual meeting. Shareholders will not be allowed to attend the 6<sup>th</sup> AGM in person at the broadcast venue on the day of the meeting.
- A member of the Company entitled to attend and vote at this meeting may appoint proxy(ies) (or in case of a corporation, a duly authorised representative) to attend and vote on his stead. A proxy may but need not be a member of the Company.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, the proxy form shall be executed either under its common seal or under the hand of an officer or attorney duly authorised.
- Where a member appoints more than one (1) proxy, he shall specify the proportion of his shareholdings to be represented by each proxy. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- 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 must be deposited at the Company’s Share Registrar’s Office, B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur or email to [admin@aldpro.com.my](mailto:admin@aldpro.com.my) not less than forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof.
- Only the member whose names appear on the Record of Depositors as at 5 December 2024 shall be entitled to attend and vote at this meeting or appoint proxy(ies) to attend and vote on their behalf.

#### Explanatory Notes:

##### 1. Audited Financial Statements for the Financial Year Ended 30 June 2024

This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the audited financial statements. As such, this item is not put forward for voting.

##### 2. Ordinary Resolution 4: Authority to Allot Shares Pursuant to Sections 75 and 76 of the Companies Act 2016

The Ordinary Resolution 4, if passed, is proposed for the purpose of granting the Company a renewed general mandate (“General Mandate”) under Sections 75 and 76 of the Companies Act, 2016 and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Securities.

The Ordinary Resolution 4, if passed, will give the Directors of the Company authority to issue ordinary shares in the Company at any time in their absolute discretion without convening a general meeting. The authorisation, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM of the Company, or during the expiration of period within which the next AGM is required by law to be held, whichever is earlier.

The General Mandate, if granted, 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.

Pursuant to Section 85 of the Act and Clause 61 of the Company’s Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company. This Ordinary Resolution 4, if passed, will exclude the shareholders’ pre-emptive right to be offered new shares to be issued by the Company.

As at the date of this Notice, the Company has not issued any ordinary shares pursuant to the general mandate that was granted by the shareholders at the 5<sup>th</sup> AGM of the Company held on 13 December 2023 and hence, no proceeds were raised therefrom.



**UNI WALL APS HOLDINGS BERHAD**  
(Registration No. 201801007506 (1269520-X))  
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**ADMINISTRATIVE GUIDES FOR THE SHAREHOLDERS OF UNI WALL APS HOLDINGS BERHAD ON THE SIXTH ANNUAL GENERAL MEETING (“6<sup>TH</sup> AGM”)**

**Date** : Monday, 16 December 2024  
**Time** : 2.30 p.m.  
**Broadcast Venue** : Meeting Room, 15, Jalan Kesuma 2/3, Bandar Tasik Kesuma, 43700 Semenyih, Selangor

As this is a full virtual meeting, shareholders will not be allowed to attend the 6<sup>th</sup> AGM in person at the broadcast venue on the day of the meeting. Participation of the shareholders/proxy(ies) at the 6<sup>th</sup> AGM shall be strictly by way of Zoom only.

For the purpose of determining a member who shall be entitled to attend the 6<sup>th</sup> AGM, the Company shall request from Bursa Malaysia Depository Sdn Bhd a copy of the Record of Depositors (“ROD”) as at 5 December 2024. Only a depositor/shareholder whose name appears on the ROD as at 5 December 2024 shall be entitled to attend the 6<sup>th</sup> AGM or to appoint proxy(ies) to attend and/or vote on his/her behalf.

**PROCEDURES TO PARTICIPATE IN THE VIRTUAL MEETING**

As shareholders/proxy(ies) are not allowed to attend the 6<sup>th</sup> AGM in person at the broadcast venue on the day of the meeting, all the shareholders/proxy(ies) who wish to attend the 6<sup>th</sup> AGM are required register and follow the procedures as summarised below:

1. Shareholders/proxy(ies) without Zoom account are required to register a Zoom account with their email address at <https://zoom.us/freesignup/>. The email address used for registration of Zoom account needs to be activated *via* Zoom account activation email. **IMPORTANT - Only the said activated email address will be used to register and attend the 6<sup>th</sup> AGM.**
2. For registration purpose, the shareholders/proxy(ies) are required to access the link provided below and register with your **full name** as per NRIC (*for Malaysian*) or Passport (*for Foreigner*) at least 48 hours before the 6<sup>th</sup> AGM or any adjournment thereof:  
  
<https://us06web.zoom.us/meeting/register/tZYrcOGvqDksGNXu8J17wR9iXkeU7ydh-WZT>
3. The shareholders/proxy(ies) will receive a confirmation email with the necessary details for the 6<sup>th</sup> AGM upon admin verification of their information based on the ROD dated 5 December 2024.

**FOR PROXY(IES)/CORPORATE SHAREHOLDERS/NOMINEES ACCOUNTS**

As the 6<sup>th</sup> AGM will be conducted virtually, members who are unable to participate in this 6<sup>th</sup> AGM may appoint proxy(ies) or the Chairman of the meeting as their proxy and indicate the voting instructions in the proxy form.

The proxy form has to be submitted to the Company’s Registered Office at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur or email to [admin@aldpro.com.my](mailto:admin@aldpro.com.my) not less than forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof.

**ENQUIRY**

For further enquiries, kindly contact the Company’s Share Registrar at 03-9770 2200.

**BASIC REQUIREMENTS FOR PARTICIPATION IN THE 6<sup>TH</sup> AGM VIA ZOOM**

1. A smartphone, computer or laptop which has a speaker, a microphone and a webcam.



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**PROXY FORM**

<b>No. of shares held</b>	
<b>CDS Account No.</b>	

I/We.....I.C./Passport/Company Registration No. ....  
 of .....  
 contact number.....and email address .....  
 being a member/members of UNI WALL APS HOLDINGS BERHAD hereby appoint  
 ..... I.C./Passport No. ....  
 of .....  
 contact number ..... and email address .....  
 and/ or failing him/her, ..... I.C./Passport No. ....  
 of .....  
 contact number..... and email address .....

\*or the CHAIRMAN OF THE MEETING as \*my/our Proxy(ies) to vote for \*me/us and act on \*my/our behalf at the Sixth (6<sup>th</sup>) Annual General Meeting (“AGM”) of the Company to be conducted virtually through live streaming from the broadcast venue at Meeting Room, 15, Jalan Kesuma 2/3, Bandar Tasik Kesuma, 43700 Semenyih, Selangor on Monday, 16 December 2024 at 2.30 p.m. or at any adjournment thereof.

\*My/our Proxy(ies) is(are) to vote as indicated below:-

No.	Ordinary Resolutions	For	Against
1.	To approve the payment of Directors’ fees and other benefits payable up to RM1,000,000.00 to be divided amongst the Directors in such manner as the Directors may determine in respect of the period from the 6 <sup>th</sup> AGM until the conclusion of the 7 <sup>th</sup> AGM of the Company.		
2.	To re-elect Mr. Siow Hon Yuen as Director.		
3.	To re-appoint Messrs. UHY as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.		
4.	Authority to allot shares pursuant to Section 75 and Section 76 of the Companies Act 2016.		

\* Strike out whichever not applicable.

[Please indicate with (X) in the space provided how you wish your vote to be casted. If no specific direction as to voting is given, the Proxy will vote or abstain at his(her) discretion.]

Dated this.....day of.....2024

Name of Proxy	Proportion of Shares Held
1.	
2.	
Total Number of Shares Held	

.....  
 (Signature(s)/Common Seal of Shareholder)

Fold this flap for sealing

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Notes:

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- (2) A member of the Company entitled to attend and vote at this meeting may appoint proxy(ies) (or in case of a corporation, a duly authorised representative) to attend and vote on his stead. A proxy may but need not be a member of the Company.
- (3) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, the proxy form shall be executed either under its common seal or under the hand of an officer or attorney duly authorised.
- (4) Where a member appoints more than one (1) proxy, he shall specify the proportion of his shareholdings to be represented by each proxy. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- (5) 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.
- (6) The instrument appointing a proxy must be deposited at the Company's Share Registrar's Office, B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur or email to [admin@aldpro.com.my](mailto:admin@aldpro.com.my) not less than forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof.
- (7) Only the member whose names appear on the Record of Depositors as at 5 December 2024 shall be entitled to attend and vote at this meeting or appoint proxy(ies) to attend and vote on their behalf.

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AFFIX  
STAMP

The Share Registrar of  
**UNI WALL APS HOLDINGS BERHAD**  
**(Registration No. 201801007506 (1269520-X))**  
**c/o Aldpro Corporate Services Sdn Bhd**  
B-21-1, Level 21, Tower B  
Northpoint Mid Valley City  
No. 1, Medan Syed Putra Utara  
59200 Kuala Lumpur

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