



HCK CAPITAL GROUP BERHAD

Registration No. 199901010064 (484964-H)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of HCK Capital Group Berhad (“**HCK**” or the “**Company**”) (“**EGM**”) will be held virtually through live streaming from the Broadcast Venue at Level 42, HCK Tower (Menara J), No. 8, Jalan Damansara, Empire City, Jalan PJU 8, 47820 Petaling Jaya, Selangor Darul Ehsan on Friday, 15 September 2023 at 10.00 a.m., for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:-

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION BY HCK PROPERTIES SDN BHD (“HCK PROPERTIES”), A WHOLLY-OWNED SUBSIDIARY OF HCK, OF 7,051,000 ORDINARY SHARES IN GLOBAL ACTIVATE SDN BHD (“GASB”) (“GASB SALE SHARE(S)”), REPRESENTING 100% OF THE EQUITY INTEREST IN GASB, FROM TAN SRI CLEMENT HII CHII KOK @ HII CHEE KOK (“TAN SRI CLEMENT HII”) AND DATUK CLIFFORD HII TOH LEONG (“DATUK CLIFFORD HII”) FOR A PURCHASE CONSIDERATION OF RM2.00 TO BE SATISFIED ENTIRELY VIA CASH (“PROPOSED ACQUISITION OF GASB”)

“**THAT**, subject to the conditions precedent stipulated under the conditional sale and purchase agreement dated 19 January 2023 as supplemented by the supplemental agreement dated 22 March 2023 (“**GASB SSA**”) between HCK Properties, Tan Sri Clement Hii and Datuk Clifford Hii (including any amendment and/ or extension thereof as mutually agreed) in respect of the Proposed Acquisition of GASB being fulfilled or waived, approval be and is hereby given to the Company, through HCK Properties, to acquire the GASB Sale Shares for a purchase consideration of RM2.00 to be satisfied entirely via cash, based on the terms and conditions contained in GASB SSA;

AND THAT the Board of Directors of the Company (“**Board**”) be and is hereby authorised and empowered to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such agreements, arrangements and documents as the Board may deem fit, necessary, expedient and/ or appropriate in order to implement, finalise, give full effect to and complete the Proposed Acquisition of GASB (including without limitation, to delegate such authority to designated officer(s)), with full powers to assent to and/ or accept any conditions, variations, modifications and/ or amendments in any manner as may be imposed or permitted by any relevant authorities and/ or parties and/ or as the Board may deem fit in connection with the Proposed Acquisition of GASB in the best interest of the Company.”

ORDINARY RESOLUTION 2

PROPOSED ACQUISITION BY HCK PROPERTIES OF 5,714,286 ORDINARY SHARES IN LIGHT ODYSSEY SDN BHD (“LOSB”) (“LOSB SALE SHARE(S)”), REPRESENTING 100% OF THE EQUITY INTEREST IN LOSB, FROM JERCY KHOO CHING CHING (“JERCY KHOO”) AND KATHERINE KHOO SEN SEN (“KATHERINE KHOO”) FOR A PURCHASE CONSIDERATION OF RM2.00 TO BE SATISFIED ENTIRELY VIA CASH (“PROPOSED ACQUISITION OF LOSB”)

“**THAT**, subject to the conditions precedent stipulated under the conditional sale and purchase agreement dated 19 January 2023 as supplemented by the supplemental agreement dated 22 March 2023 (“**LOSB SSA**”) between HCK Properties, Jercy Khoo and Katherine Khoo (including any amendment and/ or extension thereof as mutually agreed) in respect of the Proposed Acquisition of LOSB being fulfilled or waived, approval be and is hereby given to the Company, through HCK Properties, to acquire the LOSB Sale Shares for a purchase consideration of RM2.00 to be satisfied entirely via cash, based on the terms and conditions contained in LOSB SSA;

AND THAT the Board be and is hereby authorised and empowered to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such agreements, arrangements and documents as the Board may deem fit, necessary, expedient and/ or appropriate in order to implement, finalise, give full effect to and complete the Proposed Acquisition of LOSB (including without limitation, to delegate such authority to designated officer(s)), with full powers to assent to and/ or accept any conditions, variations, modifications and/ or amendments in any manner as may be imposed or permitted by any relevant authorities and/ or parties and/ or as the Board may deem fit in connection with the Proposed Acquisition of LOSB in the best interest of the Company.”

By Order of the Board,

DATIN ADELINE HII SIEW CHING (MIA 38679)

SSM Practising Certificate No. 202008000762

SIEW SUET WEI (MAICSA 7011254)

SSM Practising Certificate No. 202008001690

LIM YEN TENG (LS0010182)

SSM Practising Certificate No. 201908000028

Company Secretaries

Petaling Jaya
30 August 2023

Notes:-

- The EGM of the Company will be conducted on a virtual basis by way of live streaming and online remote voting via the Remote Participation and Voting (“**RPV**”) facilities provided by Vote2U via online platform at <https://web.vote2u.my> (Domain registration number with MYNIC D6A471702).*
- The Broadcast Venue is strictly for purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Members/ Proxies/Corporate Representatives will not be allowed to attend the EGM in person at the Broadcast Venue on the day of the meeting.*
- Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “**participate**”) remotely at the EGM via RPV provided by Vote2U. Please refer to the Administrative Guide for the EGM for the procedures to register and participate in the meeting via RPV.*
- A member whose name appears in the Record of Depositors as at 8 September 2023 shall be entitled to attend, participate, speak and vote at the meeting.*
- Proxy*
 - A member (other than an exempt authorised nominee) entitled to attend, participate, speak and vote at the meeting shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote on his (her) behalf. A proxy may but need not be a member of the Company. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.*
 - Where a member appoints two (2) proxies to attend, participate, speak and vote at the same meeting, the member shall specify the proportions of his (her) shareholdings to be represented by each proxy.*
 - The Proxy Form shall be signed by the appointor or his (her) attorney duly authorised in writing of, if the member is a corporation, shall be either given under the corporation’s seal or under the hand of an officer or attorney of the corporation duly authorised.*
 - The instrument appointing a proxy must be deposited at the Company’s Office at Level 40, HCK Tower (J-40-1), No. 8, Jalan Damansara, Empire City, Jalan PJU 8, 47820 Petaling Jaya, Selangor Darul Ehsan by Wednesday, 13 September 2023 at 10.00 a.m. which is not less than forty-eight (48) hours before the time set for holding the meeting or at any adjournment thereof.*
- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of EGM will be put to vote on a poll. Poll Administrator and Independent Scrutineers will be appointed respectively to conduct the polling and to verify the results of the poll.*

Personal data privacy:-

By submitting form(s) of proxy appointing proxy(ies) or corporate representative(s) or attorney(s) to attend, participate (including to pose questions to the Board of the Company) and vote at the EGM 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 or representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (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) or corporate representative(s) or attorney(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) or corporate representative(s) or attorney(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) or corporate representative(s) or attorney(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.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

HCK Capital Group Berhad – Extraordinary General Meeting

Date : 15 September 2023 (Friday)
Time : 10:00 a.m.
Remote Participation and Voting Facilities : <https://web.vote2u.my>
Meeting Venue : Online Meeting Platform of Vote2U at <https://web.vote2u.my>

Domain Registration : D6A471702

Numbers with MYNIC

In light of the coronavirus (COVID-19) outbreak, governmental decrees, and the encouragement of the Securities Commission Malaysia, as well as in the best interest of public health and the health and safety of our Board of Directors, employees and shareholders, the Extraordinary General Meeting (“EGM”) will be held virtually and online remote voting using the Remote Participation and Voting Facilities (“RPV”).

We strongly encourage our shareholders whose names appear on the **Record of Depositors as at 8 September 2023** and holders of proxy for those shareholders to participate in the virtual EGM and vote remotely at this EGM. In line with the Malaysian Code on Corporate Governance Practice 12.3, this virtual EGM will facilitate greater shareholder’s participation (including posting questions to the Board of Directors and/or Management of the Company) and vote at the EGM without being physically present at the venue. For shareholders who are unable to participate in this virtual EGM, you may appoint proxy(ies) or the Chairman of the Meeting as your proxy to attend and vote on your behalf at the EGM.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants (shareholders and proxies). Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained while using RPV provided by Agmo Digital Solutions Sdn. Bhd. (“AGMO”) via its **Vote2U Online** website at <https://web.vote2u.my>

PROCEDURES TO PARTICIPATE IN RPV

Please follow the Procedure to Participate in RPV as summarized below:

BEFORE EGM DAY

A: REGISTRATION

Individual Shareholders

	Description	Procedure
i.	Shareholders to register with Vote2U online	The registration will open from the day of notice, 30 August 2023 Access website at https://web.vote2u.my Click “ Sign Up ” to sign up as a user. Read the ‘Privacy Policy’ and ‘Terms & Conditions’ and indicate your acceptance of the ‘Privacy Policy’ and ‘Terms & Conditions’ on a small box <input type="checkbox"/> Then click “ Next ”. *Fill-in your details (note: create your own password). Then click “ Continue ”.

	<p>Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (for non-Malaysian). Click "Submit" to complete the registration Your registration will be verified and an email notification will be sent to you. Please check your email.</p> <p><u>Note:</u> If you have registered as a user with Vote2U Online previously, you are not required to register again.</p> <p>*Check your email address is keyed in correctly. *Remember the password you have keyed-in.</p>
--	--

B: REGISTER PROXY

Individual Shareholder / Corporate Shareholder / Nominees Company

	Description	Procedure
i.	Submit Form of Proxy (hardcopy)	<p>Shareholders who wish to appoint proxy or attorney or authorised representative to participate via RPV Facilities at the EGM must ensure the duly executed Form of Proxy are deposited in hard copy form not later than Wednesday, 13 September 2023, 10.00 a.m.</p> <p>a. *Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information:</p> <ul style="list-style-type: none"> ○ MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy ○ *Email address of the Proxy <p>b. Deposit the Form of Proxy in the following manner:-</p> <p>(i) In Hardcopy Form</p> <p>Submit/Deposit the hardcopy Form of Proxy to the Company's office at Level 40, HCK Tower (J-40-1), No. 8, Jalan Damansara, Empire City, Jalan PJU 8, 47820 Petaling Jaya, Selangor Darul Ehsan.</p> <p><u>Note:</u> After verification, an email notification will be sent to the Proxy and will be given a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p>*Check the email address of Proxy is written down correctly.</p>

ON EGM DAY

A: WATCH LIVE STREAMING

Individual Shareholders & Proxies

	Description	Procedures
i.	Login to virtual meeting portal - Vote2U online & watch Live Streaming.	<p>The Vote2U online portal will open for log in starting from Friday, 15 September 2023, 9.00a.m. one (1) hour before the commencement of the EGM.</p> <ol style="list-style-type: none">Login with your email and passwordSelect the General Meeting event (for example, "HCK Capital Group Berhad EGM").Check your details.Click "Watch Live" button to view the live streaming.

B: ASK QUESTION

Individual Shareholders & Proxies

	Description	Procedures
i.	Ask Question during EGM (real-time)	<p>Questions submitted online using <u>typed text</u> will be moderated before being forwarded to the Chairman to avoid repetition. Every question and message will be presented with the full name of the shareholder or proxy raising the question.</p> <ol style="list-style-type: none">Click "Ask Question" button to post question(s).Type in your question and click "Submit". <p>The Chairperson / Board of Director will endeavor to respond to questions submitted by remote shareholders and proxies during the EGM.</p>

C: VOTING REMOTELY

Individual Shareholders & Proxies

	Description	Procedures
i.	Online Remote Voting	<p>Once the Chairman announces the opening of remote voting:</p> <ol style="list-style-type: none">Click "Confirm Details & Start Voting".To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click "Next" to continue voting for all resolutions.To change your vote, click "Back" and select another voting choice.After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click "Confirm" to submit your vote. <p>[Please note that you are <u>not able</u> to change your voting choices after you have confirmed and submitted your votes.]</p>

ADDITIONAL INFORMATION

Voting Procedure

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the EGM will be conducted by poll. Poll administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

No Door Gift or e-Voucher or Food Voucher

There will be no door gift or e-Voucher or food voucher given at this EGM.

Enquiry

- a. For enquiries relating to the general meeting, please contact our **Investor Relation** during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Email: investor@hckcapital.com or
fs.lai@hckcapital.com

- b. For enquiries relating to RPV facilities or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone Number: 03-7664 8520 / 03-7664 8521
Email: vote2u@agmostudio.com