



**CENTRAL GLOBAL BERHAD**  
[Registration No.: 201801036114 (1298143-T)]  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“EGM”) of Central Global Berhad (“CGB” or “Company”) will be conducted on a virtual basis at the Broadcast Venue at A5-06 Block A, Plaza Dwi Tasik, Jalan 5/106, Bandar Sri Permaisuri, 56000 Kuala Lumpur on **Tuesday, 20 February 2024 at 10:30 a.m.**, or at any adjournment thereof, for the purpose of considering and if thought fit, passing the resolutions below with or without modification:

### SPECIAL RESOLUTION

**PROPOSED SHARE SPLIT INVOLVING THE SUBDIVISION OF EVERY 1 EXISTING ORDINARY SHARE IN CGB (“CGB SHARE(S)” OR “SHARE(S)”) HELD BY SHAREHOLDERS WHOSE NAMES APPEAR IN THE RECORD OF DEPOSITORS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED BY THE BOARD AND ANNOUNCED BY THE COMPANY AT A LATER DATE (“SHARE SPLIT ENTITLEMENT DATE”) (“SHARE SPLIT ENTITLED SHAREHOLDERS”) INTO 4 SUBDIVIDED CGB SHARES (“SPLIT SHARE(S)”) (“PROPOSED SHARE SPLIT”)**

**“THAT** subject to the approvals of all relevant authorities and/or parties (where applicable), authority be and is hereby given to the Board to subdivide every 1 existing Share held by the Share Split Entitled Shareholders at the close of business on the Share Split Entitlement Date into 4 Split Shares;

**THAT** fractional entitlements arising from the Proposed Share Split, if any, shall be dealt with in such manner as the Board in its absolute discretion deems fit and expedient and in the best interest of the Company;

**THAT** the Split Shares will, upon allotment and issuance, rank equally in all respects with each other, save and except that the Split Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution that may be declared, made or paid before the Share Split Entitlement Date;

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Share Split with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Share Split.”

### ORDINARY RESOLUTION

**PROPOSED ISSUANCE OF UP TO 275,165,870 FREE WARRANTS B IN CGB (“WARRANT(S) B”) ON THE BASIS OF 1 FREE WARRANT B FOR EVERY 3 SPLIT SHARES HELD BY SHAREHOLDERS WHOSE NAMES APPEAR IN THE RECORD OF DEPOSITORS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED BY THE BOARD AND ANNOUNCED BY THE COMPANY AT A LATER DATE AFTER THE COMPLETION OF THE PROPOSED SHARE SPLIT (“WARRANTS B ENTITLEMENT DATE”) (“WARRANTS B ENTITLED SHAREHOLDERS”) (“PROPOSED FREE ISSUE OF WARRANTS B”)**

**“THAT** subject to the passing of Special Resolution and the approvals of all relevant authorities and/or parties (where applicable), authority be and is hereby given to the Board to issue and allot up to 275,165,870 Warrants B to the Warrants B Entitled Shareholders as at the close of business on the Warrants Entitlement Date on the basis of 1 Warrant B for every 3 Split Shares held;

**THAT** the Board be and is hereby authorised to enter into and execute the deed poll constituting the Warrants B (“**Deed Poll B**”) with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company, and with full powers for the Board to implement, finalise and give full effect to the Deed Poll B;

**THAT** the Board be and is hereby authorised to issue and allot such appropriate number of Warrants B in accordance with the provisions of the Deed Poll B and where required, to adjust the exercise price and/or the number of Warrants B to be issued (including, without limitation, any additional Warrants B as may be required or permitted to be issued) in consequence of the adjustments pursuant to the provisions of the Deed Poll B;

**THAT** the Board be and is hereby authorised to issue and allot such appropriate number of new Shares pursuant to the exercise of the Warrants B by the holders of the Warrants B in accordance with the provisions of the Deed Poll B;

**THAT** in determining the entitlements under the Proposed Free Issue of Warrants B, fractional entitlements, if any, shall be disregarded and dealt with in such manner as the Board in its absolute discretion deems fit and expedient, and in the best interest of the Company;

**THAT** the new CGB Shares to be issued pursuant to the exercise of the Warrants B will, upon allotment and issuance, rank equally in all respects with the existing CGB Shares, save and except that the new CGB Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the new CGB Shares;

**THAT** the Board be and is hereby authorised to use the proceeds to be raised from the exercise of the Warrants B for such purposes and in such manner as set out in **Section 3.6** of the circular to shareholders of the Company dated 29 January 2024, and the Board be authorised with full powers to vary the manner and/or purpose of the use of such proceeds in such manner as the Board may deem fit, necessary and/or expedient or in the best interest of the Company, subject to the approval of the relevant authorities (where required);

**AND THAT** the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Free Issue of Warrants B with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Free Issue of Warrants B.”

### By Order of the Board

Lim Seck Wah (MAICSA 0799845) (SSM Practicing Certificate No. 202008000054)  
Kong Mei Kee (MAICSA 7039391) (SSM Practicing Certificate No. 202008002882)

Company Secretaries

Kuala Lumpur  
29 January 2024

### Notes:

- (i) *The broadcast venue is strictly for the purpose of complying with Section 329(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue. No shareholders/ proxies from the public will be physically present at the meeting venue. Shareholders who wish to participate the meeting will therefore have to register via the link <https://vps.megacorp.com.my/rtggT4>. Kindly refer to the annexure of the Administrative Notes for further information.*
- (ii) *Only depositors whose names appear in the Record of Depositors as at 13 February 2024 shall be entitled to attend the meeting or appoint a proxy to attend, speak and vote on his behalf. All voting will be conducted by way of poll.*
- (iii) *A member of the Company entitled to attend, speak and vote at this meeting is entitled to appoint a proxy to attend, speak and vote in his stead. A member may appoint up to two (2) proxies to attend at the same meeting. Where a member appoints two (2) proxies, he shall specify the proportion of his shareholdings to be represented by each proxy.*
- (iv) (a) *Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*  
(b) *Where a member of the Company 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.*
- (v) *The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if such appointor is a corporation under its Common Seal or the hand of its attorney.*
- (vi) *Except for body corporate, you have the option to register directly at <https://vps.megacorp.com.my/rtggT4> to submit the proxy appointment electronically not later than 18 February 2024 at 10:30 a.m. Kindly refer to the annexure of the Administrative Notes for further information.*
- (vii) *All Form of Proxy must be deposited at the Company's Registered Office at Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Wilayah Persekutuan, Malaysia or email to [EGM-support.CGB@megacorp.com.my](mailto:EGM-support.CGB@megacorp.com.my) not less than forty-eight (48) hours before the time for holding the EGM or any adjournment thereof.*
- (viii) **PERSONAL DATA NOTICE**

*By submitting the duly executed Form of Proxy, a 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 this meeting and at any adjournment thereof.*

### Voting by Poll

Pursuant to Paragraph 8.29A(1) of Bursa Malaysia Securities Berhad's Main Market Listing Requirements, the resolutions set out in this Notice are to be voted by poll.