

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Fourth Annual General Meeting of the Company will be conducted fully virtual at Broadcast Venue, T3-13A-20, Level 13A, Menara 3, 3 Towers, Jalan Ampang, 50450 Kuala Lumpur Tuesday, 9 June 2020 at 11:00 a.m. for the following purposes:-

A G E N D A

As Ordinary Business

1. To receive the Audited Financial Statements for the financial period ended 31 December 2019 together with the Reports of the Directors and Auditors thereon. **(Please refer to Explanatory Note 1)**
2. To approve the payment of Directors' Meeting Allowance of up to RM100,000.00 for the period from 27 December 2018 until the next AGM to be held in year 2021 and be payable after the meeting in arrears. **(Resolution 1)**
3. To re-elect the following Directors retiring pursuant to Article 71 of the Company's Articles of Association:-
 - (a) Dato' Tan Wei Lian; and **(Resolution 2)**
 - (b) Chua Eng Chin. **(Resolution 3)**
4. To re-appoint Messrs. Morison AAC PLT (formerly known as Morison Anuarul Azizan) as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to determine their remuneration. **(Please refer to Explanatory Note 4)**

As Special Business

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

5. **AUTHORITY TO ALLOT SHARES PURSUANT SECTION 75(1) OF THE COMPANIES ACT 2016** **(Resolution 4)**

"THAT pursuant to Section 75(1) of the Companies Act 2016, and subject to the approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered, to allot shares in the capital of the Company from time to time, at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided always that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) 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 the approval for the listing of and quotation for the additional shares so allotted on Bursa Securities;

AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company."

NOTICE OF ANNUAL GENERAL MEETING
(continued)

6. **RETENTION OF DIRECTOR AS INDEPENDENT DIRECTOR OF THE COMPANY** **(Resolution 5)**

“THAT the tenure of the director, DATO’ KHOO SENG HOCK who has served the Company for more than 9 years be retained as Independent Non-Executive Director and to hold office until the conclusion of the next Annual General Meeting.”

7. **PROPOSED ADOPTION OF A NEW CONSTITUTION OF THE COMPANY IN PLACE OF THE EXISTING MEMORANDUM & ARTICLES OF ASSOCIATION (“PROPOSED NEW CONSTITUTION”)** **Special Resolution**

“THAT approval be and is hereby given to abolish the existing Memorandum and Articles of Association of the Company with immediate effect and in place thereof, the proposed new Constitution of the Company as set out in Appendix I as annexed herewith, be and is hereby adopted as the Constitution of the Company AND THAT the Directors of the Company be and are hereby authorised to assent to any modifications, variations and/or amendments as may be required by the relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing”

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

By Order of the Board

LIM SECK WAH (MAICSA 0799845)
M. CHANDRASEGARAN A/L S. MURUGASU (MAICSA 0781031)
Company Secretaries
Kuala Lumpur
15 May 2020

Explanatory Notes to Special Business

1. Item 1 of the Agenda

The 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. Hence, this Agenda item is not put forward for voting.

2. Authority to Allot shares pursuant to the Companies Act 2016

The proposed Ordinary Resolution 4 is to seek a new general mandate to empower the Directors of the Company pursuant to the Companies Act 2016, from the date of the above Meeting, to issue and allot ordinary shares of not more than ten per centum (10%) for such purposes as the Directors of the Company consider would be in the interest of the Company. This authority will, unless revoked or varied at a General Meeting, expire at the conclusion of the next Annual General Meeting of the Company.

The Company had been granted a general mandate by its shareholders at the Twenty-Third Annual General Meeting of the Company held on 26 December 2018 (hereinafter referred to as the “Previous Mandate”).

The proposed resolution, if passed, will provide flexibility and enable the Directors to take swift action for allotment of shares for any possible fund raising activities, including but not limited to further placement of shares for purpose of funding future investment project(s), working capital and/or acquisition(s) and to avoid delay and cost in convening general meetings to approve such issue of shares.

NOTICE OF ANNUAL GENERAL MEETING (continued)

3. Resolution Pursuant to Retention As Independent Director

The proposed Ordinary Resolution 5 will allow the Director, Dato' Khoo Seng Hock who has served the Company for more than 9 years, to continue to act as Independent Non-Executive Director of the Company as: -

- i) He fulfils the criteria under the definition of an Independent Director as stated in the Main Market Listing Requirement of Bursa Malaysia Securities Berhad, and thus He is able to function as check and balance, provide a broader view and bring an element of objectivity to the Board;
- ii) He understand the business nature and office structure;
- iii) He provide the Board valuable advice and insight;
- iv) He actively participate in Board deliberations and decision making in an objective manner; and
- v) He uphold independent decision and challenges the management objectively.

4. Re-Appointment of Messrs Morison AAC PLT ("Morison") as Auditors

Morison have indicated that they do not wish to seek for re-appointment as stated in the Directors' Report. Hence, this item is not put forward for voting.

Pursuant to Section 271(2)(b) of the Companies Act 2016, the Board will be appointing a new auditor in place of Morison at a later date after this AGM.

Notes:-

1. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 27 May 2020 ("General Meeting Record of Depositors") shall be entitled to attend, speak and vote at this meeting.*
2. *A member entitled to attend and vote at this meeting is entitled to appoint any person as his proxy to attend and vote instead of him. A proxy appointed to attend and vote at this meeting shall have the same rights as the member to speak at the meeting.*
3. *Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.*
4. *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 with ordinary shares of the Company standing to the credit of the said securities account.*
5. *Where a member is an authorised nominee as defined in the Securities Industry (Central Depository) Act, 1991, it may appoint up to two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
6. *If a corporation is a member of the Company, it may vote by any person authorised by resolution of its directors or other governing body to act as its representative at any meeting in accordance with Article 68 of the Company's Articles of Association.*
7. *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 such appointor be a corporation, under its common seal or under the hand of an officer or attorney of the corporation duly authorised and shall be deposited with the power of attorney or other authority (if any) at the registered office of the Company at T3-13A-20, Level 13A, Menara 3, 3 Towers, Jalan Ampang, 50450 Kuala Lumpur, Wilayah Persekutuan, Malaysia or such other place as is specified for that purpose in the notice convening the meeting, not less than forty-eight (48) hours before the time appointed for holding this meeting or adjourned meeting at which the person named in the instrument proposes to vote. No instrument appointing a proxy shall be valid after the expiration of twelve (12) months from the date named in it as the date of its execution.*
8. *All resolutions are to be voted by way of poll pursuant to Bursa Malaysia Securities Berhad's Main Market Listing Requirements.*

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24th Annual General Meeting ADMINISTRATIVE DETAILS

Date : Tuesday, 9 June 2020
Time : 11.00 a.m.
Broadcast Venue : T3-13A-20, Level 13A, Menara 3, 3 Towers, Jalan Ampang, 50450 Kuala Lumpur

Digital Ballot Form Voting at a Fully Virtual 24th AGM

1. As **no shareholders should be physically present at the Broadcast Venue**, we urge all shareholders to attend the 24th AGM remotely using the Digital Ballot Form (“DBF”) facilities which you are firstly required to register at **<https://shorturl.at/bpD15>** (as described below).
2. With the DBF, you may exercise your right as a shareholder of the Company to participate (including to pose questions to the Board/Management of the Company) and vote during the 24th AGM, at the comfort of your home.
3. Shareholders may use the *Questions’ Pane* facility to submit questions in real time during the meeting via the Webinar solution. Shareholders may also submit questions before the meeting to **agm-support.TIGER@megacorp.com.my** in relation to the agenda items for the 24th AGM.

General Meeting Record of Depositors (“ROD”)

4. The Company has requested Bursa Malaysia Depository Sdn Bhd to issue a General Meeting ROD as at 27 May 2020. Only a depositor/shareholder whose name appears on the ROD as at 27 May 2020 shall be entitled to attend the 24th AGM or appoint proxies to attend and/or vote on his/her behalf.

Proxy/Corporate Representative/Nominee Account

5. If a shareholder is not able to attend the Fully Virtual Meeting on 9 June 2020, he/she can appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form and submit the Proxy Form to the Registered Office of the Company situated at T3-13A-20, Level 13A, Menara 3, 3 Towers, Jalan Ampang, 50450 Kuala Lumpur. All appointment of proxy must be submitted no later than **Sunday, 7 June 2020 at 11.00 a.m.**

For shareholders who have submitted proxy forms appointing persons as their proxies, the proxy appointment can be revoked should he/she decide to personally participate at the 24th AGM remotely. Please contact Mega Corporate Services Sdn. Bhd. at the following number:

- +60 (3) 26924271 no later than **11.00 a.m. on 7 June 2020** to request for revocation or;
- Email to **agm-support.TIGER@megacorp.com.my** for any clarifications

Poll Voting

6. The voting of the 24th AGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements. The Company has appointed Mega Corporate Services Sdn. Bhd. as Poll Administrator to conduct the poll by way of electronic voting and Cygnus IT Solutions PLT as Scrutineers to verify the poll results.

For the purpose of this AGM, e-voting will be carried out via your digital devices (e.g. Computer / Mobile Phone). Further instructions will be given upon receiving the DBF, sent by the Poll Administrator.

7. Shareholders can proceed to vote on the resolutions and submit your votes during the voting period as stipulated on the DBF. Upon completion of the voting session at the 24th AGM, the Scrutineers will verify the poll results followed by the Chairman's declaration on the resolutions.
8. The procedures for the DBF-generation are as summarized below:
 - Step 1
Open this link **<https://shorturl.at/bpD15>** and submit all details requested at least forty-eight hours before the meeting day, no later than **11.00 a.m. on 7 June 2020**. Only depositor/shareholder is allowed to register your details online. Kindly ensure that your details entered are accurate. A non-accurate details would result in you not being able to receive your DBF.
 - Step 2
The Poll Administrator, Mega Corporate Services Sdn. Bhd. will then email to you the DBF that you have registered once the Poll Administrator have verified the details entered in Step 1 above.
Further instructions will be given together with your DBF. Kindly ensure that you read through the email content prior to the AGM.



FORM OF PROXY

(Please refer to the notes below before completing this form)

TIGER SYNERGY BERHAD
(Registration No. 199401039944 (325631-V))
(Incorporated in Malaysia)

Number of shares held	
CDS Account No.	

Shareholder	Email	Phone Number	NRIC	Address	%
Proxy 1					
Proxy 2					

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to attend and vote for me/us on my/our behalf at the Twenty-Fourth Annual General Meeting ("AGM") of the Company to be conducted fully virtual at Broadcast Venue, T3-13A-20, Level 13A, Menara 3, 3 Towers, Jalan Ampang, 50450 Kuala Lumpur Tuesday, 9 June 2020 at 11:00 a.m. or any adjournment thereof in the manner as indicated below:

No	Resolutions:	For	Against
1	To approve the payment of Directors' Meeting Allowance (Resolution 1)		
2	To re-elect Dato' Tan Wei Lian (Resolution 2)		
3	To re-elect Mr Chua Eng Chin (Resolution 3)		
4	Authority to Allot shares pursuant Section 75(1) of the Companies Act 2016 (Resolution 4)		
5	Retention of Director as Independent Director of the Company: - Dato' Khoo Seng Hock (Resolution 5)		
6	Proposed adoption of a new constitution (Special Resolution)		

(Please indicate with an "X" in the appropriate boxes above how you wish your vote to be cast. If you do not do so, the proxy shall vote as he thinks fit, or at his/their discretion)

Dated thisday of..... 2020

.....
Signature of Shareholder/
Common seal of Shareholder

Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 27 May 2020 ("General Meeting Record of Depositors") shall be entitled to attend, speak and vote at this meeting.
- A member entitled to attend and vote at this meeting is entitled to appoint any person as his proxy to attend and vote instead of him. A proxy appointed to attend and vote at this meeting shall have the same rights as the member to speak at the meeting.
- Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
- 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 with ordinary shares of the Company standing to the credit of the said securities account.

5. *Where a member is an authorised nominee as defined in the Securities Industry (Central Depository) Act, 1991, it may appoint up to two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
6. *If a corporation is a member of the Company, it may vote by any person authorised by resolution of its directors or other governing body to act as its representative at any meeting in accordance with Article 68 of the Company's Articles of Association.*
7. *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 such appointor be a corporation, under its common seal or under the hand of an officer or attorney of the corporation duly authorised and shall be deposited with the power of attorney or other authority (if any) at the registered office of the Company at T3-13A-20, Level 13A, Menara 3, 3 Towers, Jalan Ampang, 50450 Kuala Lumpur, Wilayah Persekutuan, Malaysia or such other place as is specified for that purpose in the notice convening the meeting, not less than forty-eight (48) hours before the time appointed for holding this meeting or adjourned meeting at which the person named in the instrument proposes to vote. No instrument appointing a proxy shall be valid after the expiration of twelve (12) months from the date named in it as the date of its execution*
8. *All resolutions are to be voted by way of poll pursuant to Bursa Malaysia Securities Berhad's Main Market Listing Requirements.*

Personal Data Privacy

*By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM 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 and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (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) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representatives for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(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.*

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AFFIX
STAMP

TIGER SYNERGY BERHAD
[Registration Number: 199401039944 (325631-V)]

Unit No. T3-13A-20, Level 13A,
Menara 3, 3 Towers,
No. 296, Jalan Ampang,
50450, Kuala Lumpur, Malaysia.

Tel No: 603-27330038 | Fax No: 603-27330037

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NOTICE OF ANNUAL GENERAL MEETING



REQUEST FORM

To: Tiger Synergy Berhad
Unit No. T3-13A-19 & Unit No. T3-14-20,
3 Towers, Menara 3, No. 296, Jalan Ampang,
50450, Kuala Lumpur,
Wilayah Persekutuan

Attn : Serene Chong
Tel : 03-27330038
Fax : 03-27330037
Email : serene@tigersynergy.my

Please send me/us a printed copy of Annual Report 2019

NAME OF SHAREHOLDER :

NRIC NO./ PASSPORT NO./

COMPANY NO:

CDS ACCOUNT NO:

ADDRESS

CONTACT NO

Signature of Shareholder Date

Notes:

1. A printed copy of the Annual Report 2019 will be sent to you within four (4) market days from the date of receipt of your request
2. The Annual Report can be downloaded from <http://www.tigersynergy.my/>



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AFFIX
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TIGER SYNERGY BERHAD
[Registration Number: 199401039944 (325631-V)]

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50450, Kuala Lumpur, Malaysia.

Tel No: 603-27330038 | Fax No: 603-27330037

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