

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the First Annual General Meeting of MOBILIA HOLDINGS BERHAD ("the Company") will be conducted entirely through live streaming from the Meeting Venue at 1st & 2nd Floor Plot 63 PTD 13189 No. 15 Jalan Sinar Bakri 1 Bukit Bakri Jalan Bakri 84200 Muar Johor on Tuesday, 22 June 2021 at 2.00 p.m. for the following purposes:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of Directors and Auditors thereon.
2. To approve the payment of Directors' fees and benefits for the financial year ended 31 December 2020. **(Ordinary Resolution 1)**
3. To approve the payment of Directors' fees and benefits up to RM170,000 for the financial year ending 31 December 2021 payable monthly in arrears after each month of completed service of the Directors during the subject financial year. **(Ordinary Resolution 2)**
4. To re-elect the following Directors who retire in accordance with Clause 95 of the Company's Constitution:
 - i. Quek Wee Seng **(Ordinary Resolution 3)**
 - ii. Quek Wee Seong **(Ordinary Resolution 4)**
 - iii. Datin Siah Li Mei **(Ordinary Resolution 5)**
 - iv. Lim See Tow **(Ordinary Resolution 6)**
 - v. Tajul Arifin Bin Mohd Tahir **(Ordinary Resolution 7)**
5. To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 8)**

AS SPECIAL BUSINESS

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

6. Authority for Directors to allot and issue shares pursuant to Section 75 of the Companies Act 2016 ("the Act") **(Ordinary Resolution 9)**

"THAT, subject to the passing of the Special Resolution 1 and pursuant to Section 75 of the Act, the Additional Temporary Relief Measures to Listed Corporations for COVID-19, issued by Bursa Malaysia Securities Berhad ("Bursa Securities") on 16 April 2020 and approvals and requirements of the relevant governmental and/or regulatory authorities (where applicable), the Directors of the Company be hereby empowered pursuant to Section 75 of the Act to allot and issue new ordinary shares in the Company, from time to time and upon such terms and conditions and for such purposes and to such persons whomsoever the Directors may, in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be issued does not exceed twenty percent (20%) of the total number of the issued shares of the Company for the time being AND THAT the Board of Directors are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities."

MOBILIA HOLDINGS BERHAD

NOTICE OF ANNUAL GENERAL MEETING
(Cont'd)

7. Proposed amendments to the Constitution of the Company

(Special Resolution 1)

“THAT the proposed amendments to the Constitution of the Company (“Proposed Amendments”) as set out in the Appendix 1 attached to the Annual Report 2020 be hereby approved AND THAT the Directors and/or the Secretary of the Company be hereby authorised to take all steps as are necessary and expedite in order to implement, finalise and give full effect to the Proposed Amendments.”

8. To transact any other business of which due notice shall have been received.

BY ORDER OF THE BOARD

NG MEI WAN

(SSM Practicing Certificate No.: 201908000801) (MIA 28862)

TAN HUI KHIM

(SSM Practicing Certificate No.: 201908000859) (LS 0009936)

Company Secretaries

Muar, Johor Darul Takzim
24 May 2021

MOBILIA HOLDINGS BERHAD

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

NOTES:

1. IMPORTANT NOTICE

The Meeting Venue is **strictly for the 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.

Shareholders/proxies/corporate representatives/attorneys **WILL NOT BE ALLOWED** to attend the First Annual General Meeting in person at the Meeting Venue on the day of the meeting.

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the First Annual General Meeting via the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its TIIH Online website at <https://tiih.online>. **Please follow the Procedures for RPV which are set out in the Administrative Details of First Annual General Meeting and take note of Notes (2) to (8) below in order to participate remotely via RPV.**

2. Only depositors whose names appear in the Record of Depositors as at **14 June 2021** shall be regarded as shareholders and be entitled to attend, participate, speak and vote at the First Annual General Meeting.
3. A shareholder shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Act. There shall be no restriction as to the qualification of the proxy. A member who has appointed a proxy or authorised representative at the First Annual General Meeting via RPV must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. **Please follow the Procedures for RPV which are set out in the Administrative Details of First Annual General Meeting.**
4. Where a shareholder 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.
5. Where a shareholder appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised. Any alterations in the Proxy Form must be initialed by the shareholder.
7. In the event the shareholder(s) duly executes the proxy form but does not name any proxy, such shareholder(s) shall be deemed to have appointed the Chairman of the Meeting as his/her/their proxy, provided always that the rest of the proxy form, other than the particulars of the proxy, have been duly completed by the shareholder(s).
8. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, must be deposited at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or by electronic lodgement via TIIH Online website at <https://tiih.online> not less than twenty-four (24) hours before the time appointed for holding the First Annual General Meeting or any adjournment thereof as Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Securities requires all resolutions set out in the Notice of First Annual General Meeting to vote by way of poll. **For electronic lodgement please follow the Procedures for RPV which are set out in the Administrative Details of First Annual General Meeting.**

MOBILIA HOLDINGS BERHAD

NOTICE OF ANNUAL GENERAL MEETING (Cont'd)

EXPLANATORY NOTES TO THE AGENDA

9. Item 1 of the Agenda
Audited Financial Statements

This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval of the shareholders and hence, is not put forward for voting.

10. Item 3 of the Agenda - Ordinary Resolution 2

The Directors' fees and benefits proposed for the financial year ending 31 December 2021 are calculated based on the number of scheduled Board and Committee Meetings for 2021 and assuming that all the Non-Executive Directors will hold office until the end of the subject financial year.

This resolution is to facilitate payment of Directors' fees and benefits on a monthly basis and/or as and when required. In the event the Directors' fees proposed are insufficient (e.g. due to more meetings), approval will be sought at the next Annual General Meeting ("AGM") for additional fees and benefits to meet the shortfall.

11. Item 6 of the Agenda - Ordinary Resolution 9
Proposed renewal of authority for Directors to Allot and Issue Shares pursuant to Section 75 of the Act

- (a) The proposed Ordinary Resolution no. 9, if passed, will grant a mandate ("20% General Mandate") empowering the Directors of the Company, from the date of the First AGM to allot and issue shares in the Company up to an amount not exceeding twenty percent (20%) of the total number of the issued share of the Company for the time being for such purposes as they may deem fit and in the interest of the Company. This authority, unless revoked or varied at a general meeting shall continue to be in full force until the conclusion of the next AGM of the Company.
- (b) The 20% General Mandate is pursuant to temporary relief measures due to COVID-19 pandemic issued by Bursa Securities on 16 April 2020. The temporary relief measures may be utilised until 31 December 2021, after that the 10% limit under rule 6.01 (1) of the ACE Market Listing Requirements of Bursa Securities will be reinstated. The Board of Directors is of the view that the 20% General Mandate is in the best interest of the Company and its shareholders due to unprecedented challenges from the COVID-19 impact, and the 20% General Mandate will enable the Company to raise higher fund more speedily during this challenging period to ensure sustainability of the Company's existing activities as well as funding for future investment activities.
- (c) The 20% 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 purpose of funding current and/or future investment project(s), working capital and/or acquisitions.

12. Item 7 of the Agenda – Special Resolution 1
Proposed amendments to the Constitution of the Company

The proposed Special Resolution 1, if passed, will align the Constitution of the Company with the amendments made to the Act and to facilitate the capital raising in a timely and cost-effective manner and also to enhance administrative efficiency.

13. **ANNUAL REPORT**

The Annual Report for the financial year ended 31 December 2020 is now available at the Company's corporate website, <https://www.mobiliainternational.com>. Printed copy of the Annual Report shall be provided to the shareholders upon request soonest possible from the date of receipt of the request.

Shareholder who wish to receive the printed Annual Report may request at <https://tiih.online> by select "Request for Annual Report" under the "Investor Services" to submit the request form electronically or contacting Tricor Investor & Issuing House Services Sdn. Bhd. [197101000970 (11324-H)] at 03-27839299 or email your request to is.enquiry@my.tricorglobal.com.

MOBILIA HOLDINGS BERHAD

NOTICE OF ANNUAL GENERAL MEETING
(Cont'd)

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to Rule 8.29(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad)

DETAILS OF INDIVIDUAL WHO IS STANDING FOR ELECTION AS DIRECTOR

No individual is seeking for election as a Director at the First Annual General Meeting of the Company.

MOBILIA HOLDINGS BERHAD

NOTICE OF ANNUAL GENERAL MEETING
(Cont'd)

APPENDIX 1

DETAILS OF THE PROPOSED AMENDMENTS TO THE CONSTITUTION OF MOBILIA HOLDINGS BERHAD

The proposed amendments to the Constitution of the Company ("Proposed Amendments") are as follows:

Clause No.	EXISTING CLAUSE	PROPOSED AMENDMENTS
9	General mandate for issue of securities Notwithstanding the existence of a resolution pursuant to Section 76 of the Act, but subject always to the Listing Requirements, the Company may obtain members' approval for further issues of shares where the aggregate issues during the preceding twelve (12) months do not exceed ten percent (10%) of the total number of issued capital (excluding the treasury shares) of the Company and where, in accordance with the provisions of Section 75 of the Act, there is still in effect a resolution approving the issue of shares by the Company.	General mandate for issue of securities Notwithstanding the existence of a resolution pursuant to Section 76 of the Act, but subject always to the Listing Requirements, the Company may obtain members' approval for further issues of shares where the aggregate issues during the preceding twelve (12) months do not exceed ten percent (10%) of the total number of issued capital (excluding the treasury shares) of the Company and where, in accordance with the provisions of Section 75 of the Act, there is still in effect a resolution approving the issue of shares by the Company.
61	Power to alter capital (a) The shareholders may pass special resolutions to alter the Company's share capital in accordance with Section 84 of the Act as follows: (i) to consolidate and divide all or any of its share capital, the proportion between the amount paid and the amount, if any, unpaid on each subdivided share, shall be the same as it was in the case of the share from which the subdivided share is derived; (ii) to convert all or any of its paid-up shares into stock and may reconvert that stock into paid-up shares; (iii) to subdivide its shares or any of the shares, whatever is in the subdivision, the proportions between the amount paid and the amount, if any, unpaid on each subdivided share shall be the same as it was in the case of the share from which the subdivided share is derived; or (iv) cancel any shares, which at the date of the passing of the resolution, which have been forfeited, and diminish the amount of its share capital by the amount of the shares so cancelled.	Power to alter capital (a) The shareholders may pass special ordinary resolutions to alter the Company's share capital in accordance with Section 84 of the Act as follows: (i) to consolidate and divide all or any of its share capital, the proportion between the amount paid and the amount, if any, unpaid on each subdivided share, shall be the same as it was in the case of the share from which the subdivided share is derived; (ii) to convert all or any of its paid-up shares into stock and may reconvert that stock into paid-up shares; (iii) to subdivide its shares or any of the shares, whatever is in the subdivision, the proportions between the amount paid and the amount, if any, unpaid on each subdivided share shall be the same as it was in the case of the share from which the subdivided share is derived; or (iv) cancel any shares, which at the date of the passing of the resolution, which have been forfeited, and diminish the amount of its share capital by the amount of the shares so cancelled.

MOBILIA HOLDINGS BERHAD

REGISTRATION NO.: 202001004249 (1360569-P)
(Incorporated in Malaysia)

PROXY FORM

CDS Account No.	
No of shares held	

*I/We _____
[Full name in block and/or telephone number]

*NRIC No./Passport No./Company No. _____ of _____
being a *Shareholder/Shareholders of Mobilia Holdings

Berhad ("Company"), hereby appoint _____
of _____

*and _____ of _____

_____ or failing *him/her, the Chairman of the Meeting as *my/our proxy to vote for *me/us and on my/our behalf at the First Annual General Meeting of the Company to be conducted entirely through live streaming from the Meeting Venue at 1st & 2nd Floor Plot 63 PTD 13189 No. 15 Jalan Sinar Bakri 1 Bukit Bakri Jalan Bakri 84200 Muar Johor on Tuesday, 22 June 2021 at 2.00 p.m. and at any adjournment thereof in the manner as indicated below:-

No.	Ordinary Resolution	For	Against
1	Approval of Directors' fees and benefits for the financial year ended 31 December 2020		
2	Approval of Directors' fees and benefits for the financial year ending 31 December 2021		
3	Re-election of Quek Wee Seng as Director		
4	Re-election of Quek Wee Seong as Director		
5	Re-election of Datin Siah Li Mei as Director		
6	Re-election of Lim See Tow as Director		
7	Re-election of Tajul Arifin Bin Mohd Tahir as Director		
8	Re-appointment of Messrs Crowe Malaysia PLT as Auditors		
9	Authority for Directors to allot and issue shares pursuant to Section 75 of the Companies Act 2016		
No.	Special Resolution	For	Against
1	Proposed amendments to the constitution of the Company		

[Please indicate with a "x" in the spaces provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific instructions, your proxy will vote or abstain as he/she thinks fit]

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:

Proxy	No of Shares	Percentage
1		
2		
Total		100%

Signature of Shareholder or Common Seal

Dated this _____ day of _____ 2021

Notes:

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- Where a shareholder appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised. Any alterations in the Proxy Form must be initiated by the shareholder.
- In the event the shareholder(s) duly executes the proxy form but does not name any proxy, such shareholder(s) shall be deemed to have appointed the Chairman of the Meeting as his/her/their proxy, provided always that the rest of the proxy form, other than the particulars of the proxy, have been duly completed by the shareholder(s).
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, must be deposited at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or by electronic lodgement via TIH Online website at <https://tiah.online> not less than twenty-four (24) hours before the time appointed for holding the First Annual General Meeting or any adjournment thereof as Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Securities requires all resolutions set out in the Notice of First Annual General Meeting to vote by way of poll. **For electronic lodgement please follow the Procedures for RPV which are set out in the Administrative Details of First Annual General Meeting.**

Personal Data Privacy

By submitting the proxy form, the shareholder or proxy accepts and agrees to the collection, use and disclosure of their personal data by the Company (or its agents or service providers) for the purpose of preparation and compilation of documents relating to the First Annual General Meeting (including any adjournment thereof).



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AFFIX
STAMP

The Share Registrars

MOBILIA HOLDINGS BERHAD

REGISTRATION NO.: 201801016143 (1278159-A)

Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur

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