



PENTAMASTER CORPORATION BERHAD
Company No. 200201004644 (572307-U)
(Incorporated in Malaysia)

To : The Shareholders of Pentamaster Corporation Berhad

ADJOURNED EXTRAORDINARY GENERAL MEETING OF PENTAMASTER CORPORATION BERHAD

We are pleased to enclose herewith the printed copies of the following documents relating to the adjourned Extraordinary Annual General Meeting ("EGM") of the Company for your attention:-

1. Notice of the adjourned EGM;
2. Proxy Form; and
3. Advance Registration Form.

The Company has placed the health and safety of the Company's shareholders as well as the Company's employees as its key priority for the adjourned EGM. In view of the current circumstances, shareholders are encouraged to submit their votes via proxy form by appointing the chairman as their proxy instead of attending the meeting in person where the participation shall be limited with proper social distancing in place. However, should you decide to attend the meeting or appoint a proxy to attend the meeting in person, you are requested to submit your particulars for registration ahead of the meeting to allow the Company to make the necessary arrangements.

If you intend to attend the meeting in person, kindly fill in the attach form marked as "Advance Registration". If you wish to appoint a proxy to physically attend the meeting in your place, kindly fill the Proxy Form.

The form for Advance Registration or Proxy Form must be deposited at the registered office at 35, 1st Floor, Jalan Kelisa Emas 1, Taman Kelisa Emas, 13700 Seberang Jaya, Penang not less than forty-eight (48) hours before the time set for holding the adjourned 18th AGM. As such, the deadline to deposit the instrument of proxy is on Monday, 13 July 2020 before 11.00 a.m.

For the purpose of determining a member who shall be entitled to attend the adjourned EGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd., in accordance with Clause 78(b) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 8 July 2020 ("New Meeting ROD"). Only a depositor whose name appears in the Record of Depositors as at 8 July 2020 shall be entitled to attend the said meeting or appoint proxies to attend, speak and/or vote on his/her behalf.

All the information set out in the EGM Circular and the Proxy Form remain unchanged. All Proxy Forms submitted prior to this notice remains valid for the adjourned EGM, and members are not required to re-submit the Proxy Form if they have already done so provided the appointer remains as a member on the date of the New Meeting ROD. However, should the number of shares held by the member on the date of the New Meeting ROD be different from that stated on the proxy form, the voting rights of the member will be adjusted accordingly based on the New Meeting ROD.

Precautionary Measures for the adjourned EGM

In view of the current COVID-19 pandemic situation, the Company will implement the following precautionary measures at the adjourned EGM to protect the shareholders and other participants attending the meeting from the risk of infection:

- (i) Body temperature will be taken for all persons before entering the Venue. Any person who has a fever or with relevant symptoms will not be permitted for entrance and attendance;
- (ii) Every attendee is required to wear a surgical face mask at all times at the Venue. Please note that no surgical face masks will be provided and all attendees are required to bring and wear his/her own surgical face masks;
- (iii) No meals and refreshments will be provided; and
- (iv) Seating at the Venue will be arranged in accordance to local relevant regulatory requirements with appropriate social distancing.

By order of the Board

Lim Kim Teck
(MAICSA 7010844)
SSM PC No. 202008002059

Kong Sown Kaey
(MAICSA 7047655)
SSM PC No. 202008001434
Secretaries

Penang
Date : 19 June 2020



PENTAMASTER CORPORATION BERHAD
Company No. 200201004644 (572307-U)
(Incorporated in Malaysia)

NOTICE OF ADJOURNED EXTRAORDINARY GENERAL MEETING

References are made to the (i) Circular to Shareholders in relation to the Proposed Bonus Issue (the "Circular") dated 30 March 2020 (ii) notice of extraordinary general meeting (the "EGM") of the Company dated 30 March 2020, (iii) notice to defer the EGM of the Company announced on 24 April 2020 and (iv) notice of the adjourned EGM of the Company dated 5 May 2020 and (v) notice dated 20 May 2020 to defer the adjourned EGM of the Company to be held on 3 June 2020 due to the Government of Malaysia's announcement on 10 May 2020 of the extension of the Conditional Movement Control Order ("CMCO") until 9 June 2020 and the Securities Commission of Malaysia revised Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued on 14 May 2020 which, among other guidelines, prohibits the holding of physical general meetings for listed issuers during the period when the CMCO is in force. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings given to them in the Circular and the said announcements.

NOTICE IS HEREBY GIVEN that an adjourned Extraordinary General Meeting of Pentamaster Corporation Berhad ("**PCB**" or "**Company**") will be held at the Conference Room of PCB at Plot 18 & 19 Technoplex, Medan Bayan Lepas, Taman Perindustrian Bayan Lepas, Phase IV, 11900 Penang on Wednesday, 15 July 2020 at 11.00 a.m. for the purpose of considering and, if thought fit, passing the following ordinary resolution, with or without any modifications:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 237,439,049 NEW ORDINARY SHARES IN PENTAMASTER CORPORATION BERHAD ("PCB SHARES**") ("**BONUS SHARES**") ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY TWO (2) EXISTING PCB SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("**PROPOSED BONUS ISSUE**")**

"THAT subject to all relevant approvals being obtained from the relevant authorities and/or parties, the Board of Directors of the Company ("**Board**") be and is hereby authorised to allot and issue up to 237,439,049 Bonus Shares in the share capital of the Company, at no consideration and without any capitalisation from the Company's reserves, credited to the entitled shareholders whose names appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on an entitlement date to be determined and announced later by the Board, on the basis of one (1) Bonus Share for every two (2) existing PCB shares held.

THAT fractional entitlements arising from the Proposed Bonus Issue, if any, shall be disregarded and shall be dealt with in such manner as the Board shall in its absolute discretion deem fit or expedient, and in the best interest of the Company.

THAT the Bonus Shares shall, upon allotment and issue, rank *pari passu* in all respects with the existing PCB Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which precedes the date of allotment of the Bonus Shares.

AND THAT the Board be and is hereby authorised to give effect to the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as it may deem necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue."

By order of the Board

Lim Kim Teck
(MAICSA 7010844)
SSM PC No. 202008002059

Kong Sown Kaey
(MAICSA 7047655)
SSM PC No. 202008001434
Secretaries

Penang
Date : 19 June 2020

NOTES

- (a) For the purpose of determining a member who shall be entitled to attend the adjourned Extraordinary General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd., in accordance with Clause 78(b) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 8 July 2020 ("New Meeting ROD"). Only a depositor whose name appears in the Record of Depositors as at 8 July 2020 shall be entitled to attend the said meeting or appoint proxies to attend, speak and/or vote on his/her behalf.

Proxy form(s) submitted earlier would be treated as valid provided the appointer remains as a member on the date of the New Meeting ROD. However, should the number of shares held by the member on the date of the New Meeting ROD be different from that stated on the proxy form, the voting rights of the member will be adjusted accordingly based on the New Meeting ROD.

- (b) Subject to Paragraph (d) below, a member entitled to attend and vote is entitled to appoint more than one (1) proxy to attend and vote instead of him. Where a member appoints more than one (1) proxy to attend and vote at the same meeting, the appointment shall be invalid unless the member specifies the proportion of his holdings to be represented by each proxy.
- (c) A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without restriction as to the qualification of the proxy.
- (d) 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.
- (e) 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, either under its seal or under the hand of an officer or attorney duly authorised.
- (f) The instrument appointing a proxy must be deposited at the Registered Office of the Company at 35, 1st Floor, Jalan Kelisa Emas 1, Taman Kelisa Emas, 13700 Seberang Jaya, Penang not less than forty eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.



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PROXY FORM

For the adjourned Extraordinary General Meeting

CDS Account No.	
No. of shares held	

I/We _____ (Full Name in Block Letters)
 of _____ (Address)
 being a member/members of the above Company appoint _____ (Full Name in Block Letters)
 of _____ (Address)
 and/or failing him, _____ (Full Name in Block Letters)
 of _____ (Address)

or failing him, the Chairman of the Meeting as my/our Proxy to vote in my/our name(s) on my/our behalf at the adjourned Extraordinary General Meeting of the Company to be held at the Conference Room of Pentamaster Corporation Berhad at Plot 18 & 19, Technoplex, Medan Bayan Lepas, Taman Perindustrian Bayan Lepas, Phase IV, 11900 Penang on Wednesday, 15 July 2020 at 11.00 a.m. or at any adjournment thereof, in the manner indicated below:-

Ordinary Resolution	For	Against
Proposed Bonus Issue		

(Please indicate with an "X" in the appropriate box against each Resolution how you wish your proxy to vote. If no instruction is given, this form will be taken to authorise the proxy to vote or abstain from voting at his/her discretion.)

The proportion of my/our holding to be represented by my/our proxies are as follows:-

Proxy 1	%
Proxy 2	%
	100 %

Dated this _____ day of _____ 2020.

 Signature of Shareholder or Common Seal

Notes :

- (a) (a)For the purpose of determining a member who shall be entitled to attend the adjourned Extraordinary General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd., in accordance with Clause 78(b) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a General Meeting Record of Depositors as at 8 July 2020 ("New Meeting ROD"). Only a depositor whose name appears in the Record of Depositors as at 8 July 2020 shall be entitled to attend the said meeting or appoint proxies to attend, speak and/or vote on his/her behalf.
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stamp

The Company Secretaries
PENTAMASTER CORPORATION BERHAD
200201004644 (572307-U)

35, 1st Floor, Jalan Kelisa Emas 1,
Taman Kelisa Emas,
13700 Seberang Jaya, Penang,
Malaysia

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ADVANCE REGISTRATION FORM
For the adjourned Extraordinary General Meeting

CDS Account No.	
No. of shares held	

I/We _____
(Full Name in Block Letters)

of _____
(Address)

being a member of the Company hereby notify that I intend to attend the adjourned Extraordinary General Meeting of the Company to be held at Conference Room of Pentamaster Corporation Berhad at Plot 18 & 19, Technoplex, Medan Bayan Lepas, Taman Perindustrian Bayan Lepas, Phase IV, 11900 Penang on Wednesday, 15 July 2020 at 11.00 a.m.

Kindly register me for the meeting.

Dated this _____ day of _____ 2020.

Signature of Shareholder or Common Seal



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The Company Secretaries
PENTAMASTER CORPORATION BERHAD
200201004644 (572307-U)

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Taman Kelisa Emas,
13700 Seberang Jaya, Penang,
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