

EQUITISTRACKER HOLDINGS BERHAD [Registration No: 201801018969 (1280985-X)]

NOTICE IS HEREBY GIVEN THAT the Second Annual General Meeting of EQUITISTRACKER HOLDINGS BERHAD ("ETH") or ("the Company") will be conducted by way of virtual meeting entirely through live streaming from the Broadcast Venue at #01-8, 8th Floor, Symphony Square, No. 5, Jalan Professor Khoo Kay Kim, Section 13, 46200, Petaling Jaya, Selangor on Wednesday, 19th August 2020 at 10.00 a.m. or at any adjournment thereof for the following purposes:-

A G E N D A**As Ordinary Business**

- | | |
|--|------------------------------------|
| 1. To receive Audited Financial Statements for the financial year ended 31 December 2019 together with the Report of the Directors and Auditors thereon. | Please refer to Explanatory Note 1 |
| 2. To approve the payment of Directors' fees of RM12,000 payable to the Independent Non-Executive Director for the financial year ended 31 December 2019. | Ordinary Resolution 1 |
| 3. To approve the payment of Directors' fees for an amount up to RM36,000 payable to the Independent Non-Executive Director from 1 January 2020 until the conclusion of the next Annual General Meeting of the Company. | Ordinary Resolution 2 |
| 4. To re-elect Mr Alvin Vong Chen Weng who is retiring in accordance with Clause 108 of the Constitution of the Company and is offering himself for re-election. | Ordinary Resolution 3 |
| 5. To re-appoint Messrs. AL Jafree Salihin Kuzaimi PLT as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting and that the Directors be authorised to determine their remuneration. | Ordinary Resolution 4 |

As Special Business

6. To consider and, if thought fit, to pass the following ordinary resolution:

Authority to allot and issue shares pursuant to Section 75 and Section 76 of the Companies Act 2016

Ordinary Resolution 5

"THAT pursuant to Section 75 and Section 76 of the Companies Act 2016 and subject to Rule 5.04 of the LEAP Market Listing Requirements of Bursa Malaysia Securities Berhad and approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares or convertible securities issued must be not more than 100% of the

Please refer to Explanatory Note 2

EQUITISTRACKER HOLDINGS BERHAD [Registration No: 201801018969 (1280985-X)]

total number of issued shares, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 50% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also authorised and empowered to obtain the approval for the listing of and quotation for the additional shares so allotted and issued on the Bursa Malaysia Securities Berhad AND THAT such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company, subject always to the Companies Act 2016, the Constitution of the Company and approval of all relevant regulatory bodies being obtained for such allotment and issue."

7. To consider and, if thought fit, to pass the following special resolution:

Proposed Amendments to the Constitution of the Company**Special Resolution 1**

"THAT the proposed amendments to the Constitution of the Company be and are hereby approved and adopted; AND THAT the Board of Directors and Secretaries of the Company be and are hereby authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the proposed amendments to the Constitution of the Company."

Please refer to Explanatory
Note 3

8. To transact any other business of which due notice shall have given in accordance with the Companies Act 2016 and the Constitution of the Company.

By order of the Board,

TIEW SZE HANN (SSM PC NO. 201908000034) (MAICSA 7058007)
CHRISTINA LIM ZHU CHERN (SSM PC NO. 201908002040 MAICSA 7067461)
Company Secretaries

Kuala Lumpur
Dated: 20 July 2020

EQUITIESTRACKER HOLDINGS BERHAD [Registration No: 201801018969 (1280985-X)]**NOTES :**

1. Members are to refer to the Administrative Guide for the procedures to register and participate and vote in the virtual Second Annual General Meeting.
2. A Member of the Company entitled to attend and vote at this meeting may appoint one (1) or more proxy to attend and vote in his stead. A proxy may but need not be a Member of the Company. There shall be no restriction as to the qualification of the proxy. Only Depositors whose names appear in the Record of Depositors as at 12 August 2020 be regarded as Members and shall be entitled to attend, speak and vote at the Second Annual General Meeting.
3. Where a Member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
4. Where a Member is an authorised nominee as defined under the 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.
5. Where a Member 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.
6. 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 the common seal or under the hand of an officer or attorney duly authorised.
7. For validity purposes, the duly completed Proxy Form must be deposited at the registered office of EquitiesTracker Holdings Berhad, 18-2, Jalan 2/114, Kuchai Business Centre, Off Jalan Klang Lama, 58200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

Explanatory Notes:**1. Item 1 of the Agenda: Audited Financial Statements for the financial year ended 31 December 2019**

The Audited Financial Statements are for discussion only as they do not require shareholders' approval pursuant to Section 340(1)(a) of the Companies Act 2016. Hence, this Agenda item will not be put forward for voting.

2. Item 4 of the Agenda: Authority to allot shares pursuant to Section 75 and Section 76 of the Companies Act 2016

The Proposed Resolution 3, if passed, will give authority to the Directors of the Company, from the date of the above Annual General Meeting, to issue and allot shares to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of shares or convertible securities issued must be not more than 100% of the total number of issued shares, of which the aggregate number of shares and convertible securities issued other than on a pro rata basis to existing shareholders must be not more than 50% the total number of issued shares of the Company for the time being. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is earlier.

The General Mandate sought will enable the Directors of the Company to issue and allot shares, including but not limited to further placing of shares, for purposes of funding current and/or future investments, repayment of borrowings, working capital and/or acquisitions.

3. Item 7 of the Agenda: Proposed Amendments to the Constitution of the Company

The proposed adoption of the Special Resolution 1, if passed, shall streamline the Company's Constitution to be aligned with the enforcement of the Companies Act 2016 and to allow for administrative expediency.