



GFM SERVICES BERHAD

Registration No.: 201301003302 (1033141-H)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of GFM Services Berhad ("**GFM**" or the "**Company**") ("**EGM**") will be conducted fully virtual from the Online Meeting Platform at <https://bit.ly/3vdW8kK> provided by Acclime Corporate Services Sdn Bhd on Wednesday, 27 July 2022 at 2.30 p.m., or any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:-

ORDINARY RESOLUTION 1

PROPOSED PRIVATE PLACEMENT OF UP TO 115,077,025 NEW ORDINARY SHARES IN GFM ("GFM SHARE(S)" OR "SHARE(S)") ("PLACEMENT SHARE(S)"), REPRESENTING UP TO 20% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED PRIVATE PLACEMENT")

"**THAT** subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to the Board of Directors of GFM ("**Board**") to allot and issue up to 115,077,025 Placement Shares.

THAT the Placement Shares will be priced at not more than 20% discount to the five-day volume weighted average market price ("**VWAP**") of the GFM Shares immediately preceding the price-fixing date(s) to be determined later, for such purpose and use of proceeds as set out in **Section 2.7** of the circular to shareholders dated 12 July 2022.

THAT the Placement Shares will, upon allotment and issuance, rank equally in all respects with the existing GFM Shares, save and except that the Placement Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distribution that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the Placement Shares.

AND THAT the Board be and is hereby authorised to do all acts and things as they may consider necessary or expedient in the best interest of the Company with full powers to assent to any conditions, variations, modifications and/ or amendments as may be required or permitted by any relevant authorities, and to take all steps and to enter into all such agreements, arrangements, undertakings, indemnities, transfer, assignments and guarantees with any party or parties and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Private Placement."

ORDINARY RESOLUTIONS 2 TO 4

PROPOSED ALLOCATION OF 57,538,512 PLACEMENT SHARES TO THE INTERESTED DIRECTORS OF GFM ("PROPOSED ALLOCATION")

"**THAT** subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/ or third parties being obtained, where required, approval be and is hereby given to the Board to allot and issue 57,538,512 Placement Shares to the following Interested Directors, at issue price(s) not more than 20% discount to the five-day VWAP of the GFM Shares immediately preceding the price-fixing date(s) to be determined later:-

No.	Name	Ordinary Resolutions
i.	Ruslan Bin Nordin	Ordinary Resolution 2
ii.	Mohammad Shahrizal Bin Mohammad Idris	Ordinary Resolution 3
iii.	Zainal Bin Amir	Ordinary Resolution 4

AND THAT the Board be and is hereby authorised to do all acts and things as they may consider necessary or expedient in the best interest of the Company with full powers to assent to any conditions, variations, modifications and/ or amendments as may be required or permitted by any relevant authorities, and to take all steps and to enter into all such agreements, arrangements, undertakings, indemnities, transfer, assignments and guarantees with any party or parties and to carry out any other matters as may be required to implement, finalise and give full effect to the Proposed Allocation."

BY ORDER OF THE BOARD

WONG YOUN KIM (MAICSA 7018778)

(PC No. 201908000410)

Company Secretary

Kuala Lumpur

12 July 2022

Notes:-

1. A member entitled to attend and vote at the EGM is entitled to appoint a proxy/ proxies to attend and vote for him but his attendance shall automatically revoke the proxy's authority. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
2. A member may appoint up to two (2) proxies to attend and vote at the EGM. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
3. 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.
4. The instrument appointing a proxy shall be in writing, executed by or on behalf of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
5. 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 or authority shall be deposited at the Registered Office of the Company, Acclime Corporate Services Sdn Bhd at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia not less than twenty-four (24) hours before the time appointed for holding the meeting or adjourned meeting, otherwise the instrument of proxy should not be treated as valid.
6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 20 July 2022 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/ or vote on his behalf.