

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of Homeritz Corporation Berhad (“Homeritz” or “Company”) will be conducted entirely through live streaming from the Broadcast Venue at No.12, Jalan Mega, Pusat Perdagangan Mega, Jalan Sakeh, 84000 Muar, Johor, Malaysia (“Broadcast Venue”) using the Remote Participation and Voting facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via TIH Online website at <https://tjih.online> on Friday, 27 November 2020 at 12.00 noon or at any adjournment thereof, for the purpose of considering, and if thought fit, passing with or without modification, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED BONUS ISSUE OF UP TO 93,753,102 NEW ORDINARY SHARES IN HOMERITZ (“HOMERITZ SHARES”) (“BONUS SHARES”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 4 EXISTING HOMERITZ SHARES HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER

“**THAT** subject to the approval of all relevant authorities or parties, authority be and is hereby given to the Board of Directors of the Company (“Board”) to issue up to 93,753,102 Bonus Shares in the share of Depositors of the Company credited to the shareholders whose names appear on the Record of Depositors of the Company as at the close of business at 5.00 p.m. on a day to be determined and announced by the Board (“Entitled Shareholders”) on the basis of 1 Bonus Share for every 4 existing Homeritz Shares held by the Entitled Shareholders (“Proposed Bonus Issue of Shares”);

THAT subject to the approval of Bursa Malaysia Securities Berhad in respect of the listing and quotation of up to 93,753,102 Bonus Shares pursuant to the Proposed Bonus Issue of Shares, authority be and is hereby given to the Board to authorise any other adjustments as a result of the Proposed Bonus Issue of Shares including adjustments to the number and exercise price of the Warrants B in accordance with the provisions of the deed poll constituting the Warrants B dated 14 June 2019;

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

THAT such Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the existing Homeritz Shares at the date of allotment of the Bonus Shares, save and except that the Bonus Shares shall not be entitled to participate in any rights, allotments, dividends, and/or other distributions that may be declared, made or paid prior to the date of allotment and issuance of the Bonus Shares;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all such acts, deeds and things and to execute, sign and deliver on behalf of the Company all necessary documents to give full effect to and for the purpose of completing and/or implementing the Proposed Bonus Issue of Shares with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by the relevant authorities or as a consequence of any such requirement as may be deemed necessary and/or expedient in the best interest of the Company.”

ORDINARY RESOLUTION 2

PROPOSED ISSUE OF UP TO 93,753,102 FREE WARRANTS IN HOMERITZ (“WARRANTS C”) ON THE BASIS OF 1 FREE WARRANT C FOR EVERY 4 EXISTING HOMERITZ SHARES HELD ON THE ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER

“**THAT** subject to the approvals of all relevant authorities or parties, authority be and is hereby given to the Board to allot and issue up to 93,753,102 Warrants C, in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants C (“Deed Poll”) to the Entitled Shareholders on the basis of 1 Warrant C for every 4 existing Homeritz Shares held by the Entitled Shareholders (“Proposed Free Warrants Issue”);

THAT the Board be and is hereby authorised to allot and issue such additional Warrants C as may be required or permitted to be issued as consequences of any adjustments in accordance with the provisions in the Deed Poll (“Additional Warrants C”);

THAT the Board be and is hereby authorised to allot and issue such appropriate number of new Homeritz Shares arising from the exercise of the Warrants C by the holders of the Warrants C of their rights in accordance with the provisions of the Deed Poll, including such appropriate number of new Homeritz Shares arising from the exercise of subscription rights represented by the Additional Warrants C;

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

THAT the Board be and is hereby authorised to enter into and execute the Deed Poll on behalf of the Company with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and subject to all provisions and adjustments contained in the Deed Poll, to assent to any modifications and/or amendments to the exercise price, exercise period and/or number of Warrants C as may be required or permitted to be revised as consequence of any adjustments under the provisions of the Deed Poll with full power to implement and give effects to the terms and conditions of the Deed Poll, and to take all steps as the Board deems fit and/or expedient in order to implement, finalise and give full effect to the Deed Poll;

THAT the new Homeritz Shares to be issued arising from the exercise of the Warrants C and/or the Additional Warrants C shall, upon allotment and issuance, rank equally in all respects with the then existing Homeritz Shares, save and except that the new Homeritz Shares to be issued arising from the exercise of the Warrants C and/or the Additional Warrants C will not be entitled to participate in any rights, allotments, dividends, and/or other distributions that may be declared, made or paid prior to the date of allotment and issuance of the new Homeritz Shares arising from the exercise of the Warrants C;

THAT the proceeds raised from the exercise of the Warrants C, if any, be utilised for the purposes set out in the circular to shareholders of the Company dated 11 November 2020 and the Board be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and/or expedient, subject (when required) to the approval of the relevant authorities;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all such acts, deeds and things and to execute, sign and deliver on behalf of the Company all necessary documents to give full effect to and for the purpose of completing and/or implementing the Proposed Free Warrants Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by the relevant authorities or as a consequence of any such requirement as may be deemed necessary and/or expedient in the best interest of the Company.”

BY ORDER OF THE BOARD

NG MEI WAN

(SSM Practising Certificate No.: 201908000801) (MIA Member No.: 28862)

TAN HUI KHIM

(SSM Practising Certificate No.: 201908000859) (License Secretary No.: LS 0009936)

Company Secretaries

Muar, Johor Darul Takzim

11 November 2020

Notes:

- (1) The Broadcast 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 EGM. Member(s), proxy(ies), attorney(s) or authorised representative(s) **WILL NOT BE ALLOWED** to be physically present at the Broadcast Venue on the day of the EGM.
- (2) Members are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM via the Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn Bhd. A member who has appointed a proxy or attorney or authorised representative to participate in this EGM via the RPV must request his/ her proxy or attorney or authorised representative to register himself/herself for RPV via TIH Online website at <https://tjih.online>. Please refer to the procedures set out in the Administrative Guide for the EGM to register, participate and vote remotely via the RPV.
- (3) A proxy may but need not be a member of the Company pursuant to Section 334 of the Companies Act 2016.
- (4) To be valid, the form of proxy, duly completed must be deposited at the Registered Office of the Company at No. 7 (1st Floor), Jalan Pesta 1/1, Taman Tun Dr. Ismail 1, Jalan Bakri, 84000 Muar, Johor Darul Takzim, or electronically lodged with the poll administrator via TIH Online website at <https://tjih.online>, not less than 48 hours before the time of the EGM. Please refer to the Administrative Guide for the EGM on the procedures for electronic lodgement of form of proxy.
- (5) In the event the member(s) duly executes the form of proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/their proxy, provided always that the rest of the form of proxy, other than the particulars of the proxy, have been duly completed by the member(s).
- (6) A member shall be entitled to appoint more than 1 proxy to attend and vote at the same EGM. Where a member appoints more than 1 proxy, the appointment shall be invalid unless the member specifies the proportion of his/ her shareholdings to be represented by each proxy.
- (7) If the appointer is a corporation, the form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised.
- (8) 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.
- (9) Only members registered in the Record of Depositors as at 20 November 2020 shall be eligible to attend the EGM or appoint a proxy to attend and vote on his behalf.