



## Sunzen Biotech Berhad

[Registration No. 200501003843 (680889-W)]  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Sunzen Biotech Berhad (“**SUNZEN**” or the “**Company**”) will be held at Kota Permai Golf & Country Club, Danau 3, No. 1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan on Wednesday, 22 June 2022 at 12:00 noon, or immediately after the conclusion of the Seventeenth Annual General Meeting of the Company to be held on the same day at 11:00 a.m., whichever is earlier, or at any adjournment thereof, for the purpose of considering and, if thought fit, to pass with or without modifications the following resolution:

#### ORDINARY RESOLUTION

**PROPOSED BONUS ISSUE OF UP TO 408,821,729 WARRANTS ON THE BASIS OF 1 WARRANT FOR EVERY 2 EXISTING ORDINARY SHARES IN SUNZEN (“SUNZEN SHARES”) HELD BY THE ENTITLED SHAREHOLDERS ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE OF WARRANTS”)**

“**THAT** subject to the approvals of all relevant authorities and/or persons being obtained, approval be and is hereby given to the Directors of the Company to issue and allot up to 408,821,729 Warrants on the basis of 1 Warrant for every 2 existing SUNZEN Shares held by the shareholders whose names appear on the record of securities holders established and maintained by Bursa Malaysia Depository Sdn Bhd (“**Record of Depositors**”) of the Company as at the close of business on the entitlement date to be determined and announced later.

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

**THAT**, up to 408,821,729 Warrants be issued and allotted in registered form and constituted by a deed poll to be executed by the Company constituting the Warrants (“**Deed Poll**”).

**THAT**, approval be and is hereby given to the Directors of the Company to issue and allot such appropriate number of new SUNZEN Shares arising from the exercise of the Warrants (including further Warrants arising from any adjustments under the provisions of the Deed Poll) by the holders of the Warrant of their rights in accordance with the provisions of the Deed Poll.

**THAT**, approval be and is hereby given to the Directors of the Company 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 Directors of the Company, 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 as may be required or permitted to be revised as a consequence to 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 Directors of the Company deem fit and/or expedient in order to implement, finalise and give full effect to the Deed Poll.

**THAT**, the new SUNZEN Shares to be issued arising from the exercise of the Warrants shall, upon issuance and allotment, rank *pari passu* in all respects with the existing SUNZEN Shares, except that the new SUNZEN Shares to be issued arising from the exercise of the Warrants shall not be entitled to any dividends, rights, allotments and/or any other forms of distributions, which may be declared, made or paid, for which the entitlement date is prior to the date of issuance and allotment of such new SUNZEN Shares.

**THAT**, the proceeds raised from the exercise of the Warrants, if any, be utilised for the purposes set out in the circular to shareholders of the Company dated 28 April 2022 and the Directors of the Company be authorised with full power to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Directors of the Company may deem fit, necessary and/or expedient, subject (when required) to the approval of the relevant authorities.

**AND THAT** the Directors of the Company be and are authorised to do all acts, deeds and things and execute all documents as they may deem fit or expedient in order to carry out, finalise and give effect to the Proposed Bonus Issue of Warrants with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or permitted by any relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants.”

#### BY ORDER OF THE BOARD OF SUNZEN BIOTECH BERHAD

**LIM LEE KUAN (MAICSA 7017753) (SSM Practicing Certificate No. 202008001079)**  
**TEO MEE HUI (MAICSA 7050642) (SSM Practicing Certificate No. 202008001081)**  
Company Secretaries

Kuala Lumpur  
28 April 2022

#### Notes:

1. A member is entitled to appoint not more than two (2) proxies to attend, participate, speak, and vote in his/her stead at the meeting. A proxy may, but need not, be a member of the Company and there shall be no restriction as to the qualification of the proxy. Where a member appoints more than one (1) proxy, he shall specify the proportions of his/her holdings to be represented by each proxy, failing which the appointment shall be invalid.
2. The instrument appointing a proxy shall be in writing, under the hand 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.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”), it may appoint not more than two (2) proxies in respect of each securities account it holds in the ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member of the Company 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. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
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 such power or authority shall be deposited at the Registered Office of the Company on the 10th Floor, Menara Hap Seng, No. 1 & 3, Jalan P. Ramlee, 50250 Kuala Lumpur or via electronic means at [info@sunzen.com.my](mailto:info@sunzen.com.my) not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
6. For the purpose of determining who shall be entitled to attend the Extraordinary General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company pursuant to Clause 62 of the Constitution of the Company, a Record of Depositors as at 15 June 2022 and only a Depositor whose name appear on such Record of Depositors shall be entitled to attend the Extraordinary General Meeting.