

## NOTICE OF EXTRAORDINARY GENERAL MEETING

# SYNERGY HOUSE

Synergy House Berhad  
Reg No.: 202110125778 (1426078-V)

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of SYNERGY HOUSE BERHAD ("SHB" or the "Company") will be conducted fully virtual through live streaming and online remote voting using Remote Participation and Voting ("RPV") facilities via TIH Online website <https://tjh.online> from the broadcast venue at Tricor Business Centre, Manuka 2, 3 and 5, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur on Wednesday, 22 January 2025 at 11:00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution with or without modifications:

### ORDINARY RESOLUTION 1

**PROPOSED ESTABLISHMENT OF AN EMPLOYEES' SHARE OPTION SCHEME ("ESOS" OR "SCHEME") INVOLVING UP TO 2.5% OF THE TOTAL NUMBER OF ISSUED SHARES OF SYNERGY HOUSE BERHAD ("SHB") (EXCLUDING TREASURY SHARES, IF ANY) FOR THE ELIGIBLE EMPLOYEES OF SHB AND ITS SUBSIDIARIES ("SHB GROUP" OR "GROUP") ("PROPOSED ESOS")**

"THAT subject to the approvals being obtained from all relevant authorities/parties, approval is hereby given to the Board of Directors of SHB ("Board") to undertake the proposed establishment of an ESOS involving up to 2.5% of the total number of issued shares of SHB (excluding treasury shares, if any) to enable the granting of new ordinary shares in SHB ("SHB Shares" or "Shares") for the eligible employees of SHB Group ("Eligible Persons") in accordance with the By-laws governing the ESOS ("By-Laws") as set out in Appendix II of the Circular to shareholders dated 20 December 2024, and to approve and adopt the By-Laws and to do all such acts, as may be necessary or expedient in order to give full effect to the Proposed ESOS;

THAT the Board be and is hereby authorised to allot and issue from time to time such number of new SHB Shares as may be required pursuant to the exercise of the options under the Proposed ESOS ("ESOS Options"), provided that the aggregate number of new Shares to be allotted and issued shall not exceed 2.5% of the total number of issued shares of our Company (excluding treasury shares, if any) at any point in time throughout the duration of the Proposed ESOS and such new Shares shall, upon allotment and issuance, rank equally in all respects with the existing issued shares of our Company, except that the new Shares so allotted and issued shall not be entitled to any dividends, rights, allotments and/or other forms of distribution, for which the entitlement date is prior to the date of allotment and issuance of such new Shares;

THAT the Board be and is hereby authorised to set up a committee to implement and administer the Proposed ESOS.

THAT the Board be and is hereby authorised to do all such acts and things and to execute all such documents and enter into all such transactions, arrangements and agreements, deeds or undertakings, to make such rules or regulations, or impose such terms and conditions or delegate part of its power and to generally exercise such powers and perform such acts as may be necessary or expedient in order to give full effect to the Proposed ESOS and the terms of the By-Laws;

THAT the Board be and is hereby authorised to make such applications as may be necessary at the appropriate time or times to Bursa Securities for the listing and quotation of such new SHB Shares which may thereafter from time to time be allotted and issued pursuant to the exercise of the Options to be granted under the Proposed ESOS;

THAT subject to the By-Laws, compliance with the ACE Market Listing Requirements of Bursa Securities ("Listing Requirements") and the approvals of any other authorities (if required), the Board be and is hereby authorised to add, modify and/or amend the Scheme and/or the By-Laws from time to time as may be permitted by the authorities or deemed necessary by the relevant regulatory authorities or the Board or any committee established to administer the Scheme, provided that such additions, modifications and/or amendments are effected and permitted in accordance with the provisions of the By-Laws.

AND THAT the Board be and is hereby authorised to give effect to the above with full powers to amend and/or assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant government/regulatory authorities and to take all steps and enter into and execute all commitments, transactions, arrangements, deeds, agreements, undertakings, indemnities, transfers, assignments and guarantees as they may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect in connection with the above."

### BY ORDER OF THE BOARD SYNERGY HOUSE BERHAD

FONG SEAH LIH (MAICSA 7062297) / (SSM PC NO. 20200800973)  
THAM YIN TONG (MAICSA 7049718) / (SSM PC NO. 202008001314)

Company Secretaries  
Kuala Lumpur  
20 December 2024

### Notes:

- The EGM of the Company will be held virtually through live streaming and online remote voting using the RPV facilities via TIH Online website at <https://tjh.online>. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting. The shareholders of SHB will not be allowed to attend the EGM in person at the Broadcast Venue on the day of the meeting. The shareholders of SHB 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 through the RPV facilities via TIH Online website at <https://tjh.online>.
- A member entitled to attend and vote at this EGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- Please read these notes carefully and follow the procedures in the Administrative Guide for the EGM in order to participate remotely through the RPV facilities.

- For the purpose of determining who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 13 January 2025. Only a member whose name appears on this Record of Depositors shall be entitled to attend this EGM or appoint a proxy to attend, speak and vote on his/her/its behalf.
- A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at the EGM through the RPV facilities must request his/her proxy or to register himself/herself for the RPV facilities at TIH Online website at <https://tjh.online>. Procedures for the RPV facilities can be found in the Administrative Guide of the EGM.
- A member of the Company who is entitled to attend and vote at an EGM may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the EGM.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Listing Requirements.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned EGM at which the person named in the appointment proposes to vote:
  - In hard copy form**

In the case of an appointment made in hard copy form, the proxy form must be deposited at the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.
  - By electronic means via Tricor's TIH Online website at <https://tjh.online>**

Please refer to the Administrative Guide of the EGM for further information on electronic lodgement of proxy form.
- Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- Last date and time for lodging the proxy form is Monday, 20 January 2025 at 11:00 a.m.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned EGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please deposit the ORIGINAL certificate of appointment of authorised representative with the Share Registrar of the Company situated at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

The certificate of appointment of authorised representative should be executed in the following manner:

  - If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - at least two (2) authorised officers, of whom one shall be a director; or
    - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- Pursuant to Rule 8.31A(1) of the Listing Requirements, the resolution set out in the notice of EGM will be put to vote by way of poll.