



ENEST GROUP BERHAD
Registration No.: 201801013622 (1275638-T)
(Incorporated in Malaysia)

Date : 14 May 2025

To : The Shareholders of ENEST GROUP BERHAD (“**ENEST**” or “**COMPANY**”)

**RE: ADDENDUM TO THE NOTICE OF THE SEVENTH ANNUAL GENERAL MEETING (“AGM”) FOR
REVISION AND INCLUSION OF ADDITIONAL ORDINARY RESOLUTIONS UNDER ORDINARY
BUSINESS**

Subsequent to the appointment of the undermentioned Directors of the Company on 5 May 2025, after the issuance of the Notice of the Seventh AGM of the Company dated 30 April 2025, the details are as follows:-

Name	Designation	Effective Date
Madam Liew Chee Kar	Independent Director	05 May 2025
Puan Sherene Azura binti Azli	Non-Executive Director	05 May 2025
Madam Chong Sai Ching	Independent Director	05 May 2025

NOTICE IS HEREBY GIVEN through an Addendum to the Notice dated 30 April 2025 of the Seventh AGM of the Company, to be held as follows:-

Day and Date : Saturday, 24 May 2025
Time : 10.00 a.m.
Broadcast Venue : **Conference Meeting Room**
PT 39461, Tingkat 1,
Seksyen 7, Bandar Kajang,
43000 Kajang, Selangor,
Malaysia

In addition to the businesses set out in the Notice of the Seventh AGM, the following revision and inclusion be and is hereby proposed:-

1. NOTICE OF ANNUAL GENERAL MEETING

To revise and insert the following Ordinary Resolutions as additional Agenda of the Notice of the Seventh AGM of the Company.

AGENDA

ADDITIONAL ORDINARY BUSINESSES

8. To re-elect, the following Directors who retire by rotation pursuant to Clause 104 of the Company's Constitution and being eligible, offers themselves for re-election:-

- i. Madam Liew Chee Kar
- ii. Puan Sherene Azura binti Azli
- iii. Madam Chong Sai Ching

Resolution 5
Resolution 6
Resolution 7

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2. PROXY FORM

To revise and insert the following Ordinary Resolutions as additional Agenda of the Notice of the Seventh AGM of the Company:-

No.	Agenda	Resolution
5.	To re-elect, Madam Liew Chee Kar as a Director of the Company.	Ordinary Resolution 5
6.	To re-elect, Puan Sherene Azura binti Azli as a Director of the Company.	Ordinary Resolution 6
7.	To re-elect, Madam Chong Sai Ching as a Director of the Company.	Ordinary Resolution 7

Your attention is drawn to the following revised salient matters:-

1. Notice of Seventh AGM
2. Form of Proxy

Please be guided accordingly.

By Order of the Board

ENEST GROUP BERHAD

TAN KOK AUN (MACS 01564)

SSM Practicing Certificate No. 201908003805

Company Secretary

Date: 14 May 2025

NOTICE IS HEREBY GIVEN that the Seventh Annual General Meeting (“**AGM**”) of **ENEST GROUP BERHAD** (“**ENEST**” or the “**Company**”) will be conducted on a virtual basis through live streaming and remote voting from the broadcast venue, for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this notice at the AGM or at any adjournment thereof:-

Day and Date : Saturday, 24 May 2025
Time : 10.00 a.m.
Broadcast Venue : **Conference Meeting Room**
PT 39461, Tingkat 1,
Seksyen 7, Bandar Kajang,
43000 Kajang, Selangor,
Malaysia

AGENDA
ORDINARY BUSINESS

- | | |
|---|--|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 with the Directors’ and Audit Reports thereon. | <i>Please refer to Explanatory Note 1</i> |
| 2. To note the retirement of Mr Tan Heng Guan as Director who is not seeking for re-election in accordance with Clause 97.1 of the Constitution of the Company. | <i>Please refer to Explanatory Note 2</i> |
| 3. To re-elect, Mr Tan Teh Jie who retires by rotation pursuant to Clause 97.1 of the Company’s Constitution and being eligible, offers himself for re-election. | Resolution 1 |
| 4. To approve the payment of Directors’ Fees and Benefits to the Independent Non-Executive Director amounting to RM240,000 for period from the conclusion of this AGM until the conclusion of the next AGM. | Resolution 2 |
| 5. To re-appoint Messrs Grant Thornton Malaysia PLT as the Company’s External Auditors for the ensuing year and to authorise the Directors to fix their remuneration. | Resolution 3 |

SPECIAL BUSINESS

To consider and, if thought fit, pass with or without modifications, the following Resolution:-

- | | |
|--|--|
| 6. Authority to Issue and Allot Shares Pursuant to Sections 75 and Section 76 | Resolution 4 |
| “ THAT subject always to the Companies Act 2016, Constitution of the Company and the approvals of the relevant authorities, the Directors be and are hereby authorised pursuant to Section 75 and Section 76 of the Companies Act 2016, to issue and allot shares in the Company at any time 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 to be issued pursuant to this resolution does not exceed 100% of the total number of issued shares of the Company at the time of issue, 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 AND THAT such authority shall continue to be in force until the conclusion of | <i>Please refer to Explanatory Note 3</i> |

the next Annual General Meeting of the Company.”

7. To transact any other business of the Company of which due notice shall be given in accordance with the Company’s Constitution and the Companies Act 2016.

ADDITIONAL ORDINARY BUSINESSES

8. To re-elect, the following Directors who retire by rotation pursuant to Clause 104 of the Company’s Constitution and being eligible, offers themselves for re-election:-
 - i. Madam Liew Chee Kar
 - ii. Puan Sherene Azura binti Azli
 - iii. Madam Chong Sai Ching

Resolution 5
Resolution 6
Resolution 7

By Order of the Board

ENEST GROUP BERHAD

TAN KOK AUN (MACS 01564)

SSM Practicing Certificate No. 201908003805

Company Secretary

Date: 14 May 2025

EXPLANATORY NOTES:-**1. ITEM 1 OF THE AGENDA – AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024**

The Audited Financial Statements are for discussion only as the approval of the shareholders is not required pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016. Hence, this Agenda is not put forward for voting by the shareholders of the Company.

2. ITEM 2 OF THE AGENDA – RETIREMENT OF MR TAN HENG GUAN

Mr Tan Heng Guan is due to retire at the Seventh Annual General Meeting pursuant to Clause 97.1 of the Company's Constitution. He has informed the Board of Directors of his intention not to seek re-election at the said AGM. Accordingly, Mr Tan Heng Guan will hold office until the conclusion of the Seventh AGM, at which point he will retire in accordance with Clause 97.1 of the Company's Constitution.

3. ITEM 6 OF THE AGENDA – ORDINARY RESOLUTION 4 - AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTION 75 AND SECTION 76 OF THE COMPANIES ACT 2016

The proposed Resolution 4 under item 6 above, if passed, will empower the Directors of the Company, from the date of the above Annual General Meeting, with the authority to issue and allot shares in the Company up to an amount not exceeding 100% of the total number of issued shares of the Company, 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 for such purposes as the Directors consider would be in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting.

The purpose of this general mandate is for fund raising exercises including but not limited to further placement of shares for the purpose of funding current and/or future investment projects, working capital and/ or acquisitions.

NOTES:-

1. A member of the Company entitled to be present and vote at the meeting is entitled to appoint a proxy/proxies, to attend and vote instead of him. A proxy may but need not be a member of the Company and need not be an advocate, an approved company auditor or a person appointed by the Registrar of Companies.
2. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
3. If the appointer is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of its attorney.
4. Where a member is an exempt authorised nominee who holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), as defined under the Securities Industry (Central Depositories) Act, 1991 there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
5. A proxy appointed to attend and vote in a meeting of the Company shall have the same rights as the member to speak at the meeting.
6. All resolutions set out in the Notice of the AGM of the Company shall be put to vote by way of a poll.
7. The proxy form 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 Company's Registered Office at No. 3A, Mezzanine Floor, Jalan Ipoh Kecil, 50350 Kuala Lumpur, Wilayah Persekutuan, not less than 24 hours before the time appointed for holding the meeting or any adjournment thereof.
8. For the purpose of determining a member who shall be entitled to attend and vote at this AGM of the Company, the Company shall be requesting the Record of Depositors as at 19 May 2025. Only a depositor whose name appears on the Record of Depositors as at 19 May 2025 shall be entitled to attend and vote at the said meeting as well as for appointment of proxy(ies) to attend and vote on his/her stead.
9. Members and/or proxy(ies) who wish to participate in the AGM are required to register for remote participation by completing the registration form no later than **10.00 a.m. on Friday, 23 May 2025** via https://zoom.us/webinar/register/WN_sH94CXY4T6y5TUEggArsMQ



ENEST GROUP BERHAD
REGISTRATION NO.: 201801013622 (1275638-T)

Total number of ordinary shares held	:	
CDS Account No.	:	
Email address	:	
Contact number	:	

PROXY FORM

I/We
 (FULL NAME AS PER NRIC/PASSPORT/CERTIFICATE OF INCORPORATION IN CAPITAL LETTERS)

Passport/NRIC/Registration No.:
 of
 (FULL ADDRESS)

being a member of ENEST GROUP BERHAD, hereby appoint
 (FULL NAME AS PER NRIC/PASSPORT IN CAPITAL LETTERS)

NRIC/Passport No.:
 of
 (FULL ADDRESS)

and/or failing *him/her, ...
 (FULL NAME AS PER NRIC/PASSPORT/CERTIFICATE OF INCORPORATION IN CAPITAL LETTERS)

NRIC/Passport No.:
 of
 (FULL ADDRESS)

or failing him/her, *the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the Seventh Annual General Meeting of ENEST GROUP BERHAD to be conducted on a virtual basis through live streaming and remote voting from the broadcast venue at PT 39461, Tingkat 1, Seksyen 7, Bandar Kajang, 43000 Kajang, Selangor via online meeting platform (Zoom) on Saturday, 24 May 2025 at 10:00 a.m. or any adjournment thereof.

My/our proxy(ies) *is/are to vote as indicated below:-

No.	Agenda	Resolution	For	Against
1.	To re-elect, Mr Tan Teh Jie as a Director of the Company.	Ordinary Resolution 1		
2.	To approve the payment of Directors' Fees and Benefits.	Ordinary Resolution 2		
3.	To re-appoint Messrs Grant Thornton Malaysia PLT as the Company's External Auditors.	Ordinary Resolution 3		
4.	Authority to Issue and Allot Shares Pursuant to Sections 75 and Section 76.	Ordinary Resolution 4		
5.	To re-elect, Madam Liew Chee Kar as a Director of the Company.	Ordinary Resolution 5		
6.	To re-elect, Puan Sherene Azura binti Azli as a Director of the Company.	Ordinary Resolution 6		
7.	To re-elect, Madam Chong Sai Ching as a Director of the Company.	Ordinary Resolution 7		

(Please indicate with an "X" in the space provided on how you wish to cast your vote. If you do not do so, the proxy will vote or abstain from voting at his discretion.)

Dated Day of 2025

For the appointment of two proxies, please indicate the percentage of shareholdings to be represented by each proxy as follows:-

	No. of Shares	Percentage
Proxy 1		
Proxy 2		
Total		100%

Signature/Common Seal of the Shareholder

Contact No.:

***Delete if not applicable**

FOLD THIS FLAP FOR SEALING

THEN FOLD HERE

Affix
stamp

REGISTERED OFFICE:
(REGISTRATION NO. 201801013622 (1275638-T))
NO. 3A, MEZZANINE FLOOR
JALAN IPOH KECIL,
50350 KUALA LUMPUR
WILAYAH PERSEKUTUAN KUALA LUMPUR

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ENEST GROUP BERHAD
REGISTRATION NO.: 201801013622 (1275638-T)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE

**IN RESPECT OF THE ANNUAL GENERAL MEETING (“AGM”)
TO BE HELD VIA AN ONLINE PLATFORM**

DATE: Saturday, 24 May 2025	TIME: 10.00 a.m.	BROADCAST VENUE: PT 39461, Tingkat 1, Seksyen 7, Bandar Kajang, 43000 Kajang, Selangor
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GENERAL MEETING RECORD OF DEPOSITORS

1. In respect of deposited securities, only members whose names appear on the Record of Depositors on 19 May 2025 (General Meeting Record of Depositors) shall be eligible to participate and vote at the meeting or appoint proxy(ies) to participate and/or vote on his/her behalf.

PROXY

1. A member entitled to participate and vote remotely at the AGM via the Virtual Meeting Facilities may appoint proxy(ies) to participate and vote on his/her behalf. If you are unable to attend the meeting and wish to appoint a proxy, kindly submit your Form of Proxy in accordance with the notes and instructions provided below.
2. Alternatively, if a shareholder is unable to participate the AGM via Virtual Meeting Facilities on 24 May 2025, he/she can appoint the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy.
3. The instrument appointing a proxy must be deposited at the Registered Office of the Company not less than twenty-four (24) hours before the time for holding the meeting or any adjournment thereof, not later than 10.00 a.m., Friday, 23 May 2025 at No. 3A, Mezzanine Floor, Jalan Ipoh Kecil, 50350 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.
4. The appointed proxy(ies) must register themselves via the Registration Link in Item 5 of Virtual Meeting Facilities below.

POLL VOTING

1. The Company has appointed PCA Corporate Advisory PLT as Poll Administrator to conduct the poll by way of online voting.
2. Shareholders may cast their votes on the resolutions at any time from the commencement of the AGM at 10.00 a.m. until the end of the voting session, which will be announced by the Chairman. The online voting link will be shared in the Chat Box at the start of the meeting, and a QR code for online voting will be displayed on the screen once the voting session begins. Upon the close of voting, the appointed Scrutineers will verify the poll results, which will then be announced by the Chairman together with the declaration of whether the resolutions have been duly passed.

VIRTUAL MEETING FACILITIES

1. Shareholders are invited to participate and vote remotely at the AGM via the Virtual Meeting Facilities. For registration, please refer to Item 5 for the access link and further instructions.
2. Appointed Corporate Representatives of Corporate Shareholders are required to register via the Registration Link provided under item 5 and to submit the following documents to the Company's Registered Office at No. 3A, Mezzanine Floor, Jalan Ipoh Kecil, 50350 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, no later than Friday, 23 May 2025 at 10.00 a.m.:
 - (a) Original certificate of appointment of its Corporate Representative under the seal of the corporation; and
 - (b) Corporate Representative's e-mail address and hand-phone number.
3. For the beneficiary of the shares under a Nominee Company's CDS account who wishes to use the Virtual Meeting Facility at the AGM may request its Nominee Company to appoint him/her as proxy to participate and vote remotely at the AGM via the Virtual Meeting Facilities, please submit the duly executed Form of Proxy to the Registered Office of the Company not later than Friday, 23 May 2025 at 10.00 a.m. and register yourself via the Registration Link below.
4. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Registered Office of the Company at No. 3A, Mezzanine Floor, Jalan Ipoh Kecil, 50350 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, not less than 24 hours before the time appointed for holding the General Meeting or adjourned General Meeting 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.
5. Please follow the steps below to participate and vote via the Virtual Meeting Facilities:

BEFORE THE ANNUAL GENERAL MEETING		
(a)	REGISTRATION	Please click on the following link to register yourself as Shareholder/Corporate Representative/Beneficiary Owner of an Exempt Nominee for verification of attendance purpose. Registration Link:- https://zoom.us/webinar/register/WN_sH94CXY4T6y5TUEggArsMQ 
(b)	CONFIRMATION ATTENDANCE	Upon verification, the participation link will be sent to your good self before the commencement of the meeting.
(c)	SUBMISSION OF ENQUIRIES	You may submit your enquiries questions by email at:- corporate-sec@outlook.com
ON THE DAY OF THE AGM		
(d)	PARTICIPATION	- Click on the participation link provided to you via email. - To raise any questions during the meeting, please use the Question and Answer box. - The Chairman and/or Board of Directors will address questions submitted either before or during the meeting, as appropriate.

(e)	ONLINE VOTING	- At the commencement of the meeting, the link to the online voting platform will be displayed in the Chat Box of the Virtual Meeting Room. - Members and/or proxies may proceed to vote as guided during the meeting, and voting will close when announced by the Chairman. - Upon completion of the vote counting, the Chairman will announce the poll results.
(f)	CLOSURE	The AGM will be concluded upon the Chairman's announcement, following which the Virtual Meeting will conclude.

No Door Gift

- There will be no distribution of door gifts for the participation of the AGM.

No Recording or Photography

- Unauthorised recording and photography are strictly prohibited at the AGM.

Enquiry

- If you have any enquiry or require any assistance before or during the AGM, please contact the following during office hours from 9.00 a.m. to 5.00 p.m. (Mondays to Fridays):-

PCA CORPORATE ADVISORY PLT

Registration No. 201604003414 (LLP0010126-LGN)

No. 3A, Mezzanine Floor,
Jalan Ipoh Kecil, 50350 Kuala Lumpur.

Mobile/WhatsApp: 0176229303

Email : corporate-sec@outlook.com

Contact Person: PCA Virtual Meeting Administrator