



SLP RESOURCES BERHAD
(Registration No. 200401025355 (663862 - H))
(Incorporated in Malaysia)

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 16th Annual General Meeting ("AGM") of the Company will be held as a fully virtual general meeting at broadcast venue at the Conference Room, P.T. 1, Lot 57A, Lorong Perusahaan 5, Kulim Industrial Estate, 09000 Kulim, Kedah on Friday, 11 June 2021 at 11.00 a.m. for the following purposes:-

ORDINARY BUSINESS:-

- To receive the Audited Financial Statements for the year ended 31 December 2020 and Reports of the Directors and Auditors thereon.
- To re-elect the following Directors who retire pursuant to Article 88 of the Company's Constitution:
 - Mr. Khaw Khoon Tee (Resolution 1)
 - Madam Khaw Choon Choon (Resolution 2)
- To approve the Directors' Fees of up to RM200,000 for the financial year ending 31 December 2021. (Resolution 3)
- To approve the payment of benefits payable to the Non-Executive Directors up to an amount of RM25,000, from 12 June 2021 until the next AGM of the Company. (Resolution 4)
- To re-appoint Messrs KPMG PLT as Auditors of the Company for the financial year ending 31 December 2021 and to authorize the Board of Directors to determine their remuneration. (Resolution 5)

SPECIAL BUSINESS:-

To consider and if thought fit, to pass the following resolution, with or without any modifications, as **Ordinary Resolutions** of the Company:-

- AUTHORITY TO ISSUE SHARES**
"THAT, subject always to the Companies Act 2016 ("the Act"), the provisions of the Constitution of the Company and approval of any relevant governmental and/or regulatory authorities, where such approval is required, the Directors be and are hereby empowered pursuant to Section 75 and 76 of the Act, to issue and allot shares in the capital of the Company, at any time 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 the shares issued pursuant to this resolution does not exceed ten (10) per centum of the issued share capital of the Company for the time being and the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad ("Bursa Securities") and that such authority shall continue in force until the conclusion of the next AGM of the Company." (Resolution 6)
- PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**
"THAT subject always to the provisions of the Act, the Constitution of the Company and Bursa Securities' Main Market Listing Requirements or other regulatory authorities, approval be and is hereby given to the Company and/or its subsidiaries to enter into the category of recurrent related party transactions of a revenue or trading nature as set out in Paragraph 2.3 of the Circular to Shareholders dated 28 April 2021 with the specific related parties mentioned therein ("the Mandate"), which are necessary for SLP Group's day-to-day operations on an arm's length basis and on normal commercial terms and on terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.
AND THAT such approval conferred by the shareholders' mandate shall continue to be in force until:-
 - the conclusion of the next AGM of the Company following this AGM, at which the Mandate was passed, at which time it will lapse, unless by a resolution passed at that meeting whereby the authority is renewed;
 - the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
 - revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier.AND FURTHER THAT the Directors of the Company and/or any of them be and are/is hereby authorised to complete and do all such acts and things including executing such documents as may be considered necessary or expedient to give effect to the RRPT contemplated and/or authorized by this resolution." (Resolution 7)
- CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR**
"To retain the Madam Mary Geraldine Phipps, who has served for more than nine (9) years as Independent Non-Executive Director of the Company, pursuant to Practice 4.2 of Malaysian Code on Corporate Governance ("the Code")." (Resolution 8)
- CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTOR**
"To retain the Mr. Chan Wah Chong, who has served for more than nine (9) years as Independent Non-Executive Director of the Company, pursuant to Practice 4.2 of the Code." (Resolution 9)
- To transact any other ordinary business for which due notice has been given in accordance with the Constitution of the Company and the Act.

NOTICE IS HEREBY GIVEN that for purpose of determining a member who shall be entitled to attend this 16th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, to issue a General Meeting Record of Depositors as at 2 June 2021. Only a depositor whose name appears on the Record of Depositors as at 2 June 2021 shall be entitled to the said meeting or appoint proxies to attend and/or vote on his/her behalf.

By Order of the Board

Ch'ng Lay Hoon
(SSM PC No.: 20198000494)
(MAICSA 0818580)
Company Secretary

Penang
28 April 2021

NOTES:

Appointment of Proxy

A member entitled to attend, speak and vote at this Meeting may appoint more than one (1) Proxy, who need not be a member, to attend, speak and vote in his stead. Where a member appoints more than one (1) Proxy the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.

If the appointer is a corporation, the Proxy Form must be executed under its Common Seal or under the hand of its officer or attorney duly authorised.

Where a member of the Company is an exempt authorized nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 authorized nominee may appoint in respect of each omnibus account it holds.

To be valid, the duly completed Proxy Form must be deposited at the Company's registered office at Suite 12-A, Level 12, Menara Northam, No. 55, Jalan Sultan Ahmad Shah, 10050 Georgetown Penang, not less than forty-eight (48) hours before the time stipulated for holding the meeting or adjournment thereof.

Should you desire your Proxy to vote on the Resolutions set out in the Notice of Meeting, please indicate with an "X" in the appropriate space. If no specific direction as to voting is given, the Proxy will vote or abstain at his discretion.

Explanatory Notes On Special Business

Resolution 6

The proposed resolution is in relation to authority to allot shares pursuant to Section 75 and 76 of the Act, and if passed, will give a renewed mandate to the Directors of the Company, from the date of above AGM, authority to issue and allot shares in the Company up to and not exceeding in total ten per centum (10%) of the issued share capital of the Company for the time being, for such purposes as the Directors consider would be in the interest of the Company ("General Mandate"). This General Mandate, unless revoked or varied at a general meeting of the Company, will expire at the conclusion of the next AGM of the Company or the period within which the next AGM of the Company is required by law to be held whichever is the earlier.

Should the need arise to issue new shares the General Mandate would avoid any delay and costs in convening a general meeting of the Company to specifically approve such issue of share. If there should be a decision to issue new shares after the General Mandate is obtained, the Company would make an announcement in respect of the purpose and utilization of the proceeds arising from such issue.

Resolution 7

The proposed resolution, if passed, will enable SLP's Group to enter into recurrent related party transactions of a revenue or trading nature with related parties in accordance with paragraph 10.09 of Bursa Securities' Main Market Listing Requirements. The mandate, unless revoked or varied by the Company in general meeting, will expire at the next AGM of the Company.

Detailed information of the Proposed Shareholders' Mandate is set out in the Circular to Shareholders dated 28 April 2021.

Resolution 8 & 9

The Board of Directors via the Nominating Committee assessed the independence of Madam Mary Geraldine Phipps and Mr. Chan Wah Chong, who have served on the Board as Independent Non-Executive Directors of the Company for a cumulative of more than nine (9) years and the Board has recommended that the approval of the shareholders be sought to re-appoint Madam Mary Geraldine Phipps and Mr. Chan Wah Chong, based on the following justifications:-

- They have met the criteria on the independence guidelines set out in Chapter 1 of the Main Market Listing Requirements of Bursa Securities and therefore able to give independent opinion to the Board;
- Being directors for more than nine (9) years has enabled them to contribute positively during deliberations/discussions at meetings as they are familiar with the operations of the Company and possess tremendous knowledge of the Company's operations;
- They have the caliber, qualifications, experiences and personal qualities to challenge management in an effective and constructive manner; and
- They have contributed sufficient time and exercised due care during their tenure as Independent Non-Executive Directors and carried out their fiduciary duties in the interest of the Company and minority shareholders.

Statement Accompanying Notice of Annual General Meeting

[Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Securities Malaysia Berhad]

- Save for re-election of the retiring Directors, there were no directors standing for election at the 16th AGM.
- The proposed Ordinary Resolution 6 for the general mandate for issue of securities is a renewal mandate. As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors of the Company at last AGM held on 24 June 2020.



ADMINISTRATIVE NOTES FOR THE FULLY VIRTUAL SIXTEENTH ANNUAL GENERAL MEETING (“16TH AGM”)

Date	: 11 June 2021, Friday
Time	: 11.00 a.m.
Broadcast Venue	: The Conference Room P.T. 1, Lot 57A, Lorong Perusahaan 5, Kulim Industrial Estate, 09000 Kulim, Kedah

VIRTUAL MEETING

In light of the Coronavirus Disease 2019 (COVID-19) pandemic and as part of the safety measures and control for well-being of the shareholders of SLP Resources Berhad (“SLP”) as well as the employees and Directors of SLP, the 16th AGM of SLP will be held as a **fully virtual** meeting through live streaming and online remote voting using the Remote Participation and Voting (“**RPV**”) Facility on 11 June 2021 at 11.00 a.m. This is in line with the Guidance Note on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020, including any amendment that may be made from time to time.

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 meeting. Hence, shareholder(s) or proxy(ies) or attorney(s) or authorised representative(s) **WILL NOT BE ALLOWED** to attend the 16th AGM in person at the Broadcast Venue on the day of the meeting. We strongly encourage you to use the RPV facility to participate in the 16th AGM as a way for us to jointly share the responsibility to minimise the risk of Covid-19 infections.

Please note that it is your responsibility to ensure the stability of your internet connectivity throughout the 16th AGM as the quality of the live webcast and online remote voting are dependent on your internet bandwidth and stability of your internet connection.

RPV FACILITY

Shareholders are to participate, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 16th AGM using RPV provided by **AGRITEUM** Share Registration Services Sdn. Bhd. (“**AGRITEUM**”) via its website at www.agriteum.com.my (“**AGRITEUM** Portal”).

Shareholders may use the Q&A platform in Zoom Cloud Meetings App to submit questions in real time during the 16th AGM. Shareholders may also submit questions to the Board of Directors (“**Board**”) prior to the 16th AGM by emailing to info@sinliplas.com.my no later than 11.00 a.m. on 9 June 2021 or via the Q&A platform in the **AGRITEUM** Portal from 12.00 p.m. on 3 June 2021 up to 10.30 a.m. on 11 June 2021. If there is time constraint in answering the questions during the 16th AGM, the answers will be answered through email.

If you wish to submit your questions through the Q&A platform via the **AGRITEUM** Portal, you must first register as a user at the **AGRITEUM** Portal. Thereafter, you may select “My Virtual Meeting” under the Main Menu and click on the Q&A platform to post your question(s).

Administrative Guide (Cont'd)

PROCEDURES FOR RPV FACILITY

Individual Shareholders/proxies/corporate representatives/attorneys who wish to participate in the 16th AGM remotely using the RPV Facility, are to follow the requirements and procedures as summarised below:

Procedures	Action
Before the day of 16th AGM	
(i) Register as a user (only applicable to individual)	<ul style="list-style-type: none"> • Access AGRITEUM Portal at www.agriteum.com.my • Click <<Login/Register>> followed by <<Register New User>> to register as a new user. • Complete the registration by filling up the information required and upload a clear copy of your MyKAD (both front and back page) or Passport. • Read and agree to the terms & conditions and thereafter submit your registration. • Please enter a valid email address in order for you to receive the verification email from the AGRITEUM Portal. • Please verify your email address before the link expire in one (1) hour from yours registration. • Your registration will be verified and approved by the AGRITEUM Portal. Once approved, an email notification will be sent to you.
(ii) Submit your Question	<ul style="list-style-type: none"> • You may pre-submit your questions: <ol style="list-style-type: none"> (i) using the AGRITEUM Portal from 12.00 p.m. on 3 June 2021 up to 10.30 a.m. on 11 June 2021; or (ii) to the Board prior to the 16th AGM by emailing to info@sinliplas.com.my no later than 11.00 a.m. on 9 June 2021.
On the day of 16th AGM (11/06/2021)	
(iii) Login to AGRITEUM Portal at www.agriteum.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the 16th AGM at any time from 10.30 a.m. i.e. 30 minutes before the commencement of the 16th AGM on Friday, 11 June 2021 at 11.00 a.m. • If you have forgotten your password, you can reset it by clicking on "Forgot Password".
(iv) Participate through Live Streaming	<ul style="list-style-type: none"> • Select the "Virtual Meeting" from main menu. • Click <<Join Meeting>> in order to join the live streaming of the 16th AGM. • If you have any question(s) during the 16th AGM, you may use the Q&A platform in Zoom Cloud Meetings App to submit your question(s). The Chairman of the 16th AGM ("Chairman")/Board/Management will try to respond to all relevant questions submitted during the 16th AGM. If there is time constraint in answering the questions during the 16th AGM, the responses will be answered through email. • If you are using a smartphone to participate in the 16th AGM, please download Zoom Cloud Meetings App from the Google Play Store or App Store before the 16th AGM. • Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
(v) Online remote voting	<ul style="list-style-type: none"> • Please select the <<Voting>> option located next to <<Join Meeting>> to indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairman of the Meeting declares that the voting platform is activated. The voting session will end upon declaration by the Chairman. • Please cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
(vi) End of RPV Facility	<ul style="list-style-type: none"> • The RPV Facility will end and the Q&A platform will be disabled the moment the Chairman announces the closure of the 16th AGM.

Administrative Guide (Cont'd)

PROCEDURES FOR RPV FACILITY (Cont'd)

Notes to users of the RPV Facility:

- (a) Should your registration to join the 16th AGM be approved, we will make available to you the rights to join the live streamed 16th AGM and to vote remotely using the RPV Facility. Your login to the **AGRITEUM** Portal on the day of the 16th AGM will indicate your presence at the 16th AGM.
- (b) If you encounter any issue with your online registration at the **AGRITEUM** Portal, please call +604-2282 321 or e-mail to [**agriteumsrs@gmail.com**](mailto:agriteumsrs@gmail.com) for assistance.

NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the 16th AGM.

RECORD OF DEPOSITORS ("ROD") FOR THE 16th AGM

Only shareholders whose names appear on the ROD as at 2 June 2021 shall be entitled to participate or appoint proxy(ies) to participate at the 16th AGM via the RPV Facility.

PROXY

1. The 16th AGM will be conducted on a fully virtual basis. If you are unable to participate the 16th AGM, you may appoint the Chairman as proxy and indicate the voting instructions in the Proxy Form.
2. If you wish to appoint proxy(ies) to participate in the 16th AGM using the RPV Facility, please submit your Proxy Form, either by hand or by post to the Company's Registered Office at Suite 12-A, Level 12, Menara Northam, No. 55, Jalan Sultan Ahmad Shah, 10050 Georgetown Penang, not less than forty-eight (48) hours before the time stipulated for holding the meeting or adjournment thereof, otherwise the Proxy Form shall be treated as invalid.
3. Shareholders who has appointed a proxy or attorney or authorised representative to participate at the 16th AGM via the RPV Facility must ensure that his/her proxy or attorney or authorised representative register himself/herself at the **AGRITEUM** Portal prior to the 16th AGM.

REVOCAION OF PROXY

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in the 16th AGM by yourself, please write in to **AGRITEUM Share Registration Services Sdn Bhd** to revoke the earlier appointed proxy forty-eight (48) hours before the time appointed for holding the 16th AGM.

POLL VOTING

1. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 16th AGM of the Company shall be put to vote by way of a poll. The Company has appointed **AGRITEUM** Share Registration Services Sdn Bhd as Poll Administrator to conduct the poll by way of electronic means and Symphony Merchant Sdn Bhd as Independent Scrutineers to verify the poll results.
2. The online remote voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman. Please refer to item (v) for the online remote voting procedures using the RPV Facility.
3. Upon completion of the voting session, the Scrutineers will verify the poll results followed by the declaration of results by the Chairman.

Administrative Guide (Cont'd)

ENQUIRY

If you have any enquiry relating to the 16th AGM, please contact any of the following persons during office hours from 9.00 a.m. to 5.00 p.m. on Monday to Friday:

AGRITEUM Share Registration Services Sdn Bhd
2nd Floor, Wisma Penang Garden, 42 Jalan Sultan Ahmad Shah,
10050 Georgetown, Penang, Malaysia
Telephone Number : 604-2282321
Fax Number : 604-2272391
Email : agriteumsrs@gmail.com
Contact persons : Ms Ng or Ms Chin

PERSONAL DATA PRIVACY

By lodging and subscribe for a user account with **AGRITEUM** Portal to participate and vote remotely at the 16th AGM using the RPV Facility, the shareholder/proxy holder/representative(s) accepts and agrees to the personal data privacy terms.



SLP RESOURCES BERHAD
(Registration No. 200401025355 (663862 - H))
(Incorporated in Malaysia)

Proxy Form

CDS ACCOUNT NO.	
NO. OF SHARES HELD	



I/We, _____
(Full name of a member in BLOCK LETTERS as per Identity Card("MYKAD")/Passport/Certificate of Incorporation)

MYKAD/PassportNo./CompanyNo. _____ of _____

(Address in full)

telephone no. _____, being a member of SLP RESOURCES BERHAD ("the Company")

hereby appoint _____
(Full name of proxy in BLOCK LETTERS as per MYKAD/Passport)

MYKAD/Passport No. _____ of _____

(Address in full)

And/or failing him _____
(Full name of proxy in BLOCK LETTERS as per MYKAD/Passport)

MYKAD/Passport No. _____ of _____

(Address in full)

or failing the abovenamed proxies, the Chairman of the Meeting, as my/our proxy to vote for me/us on my/our behalf at the Sixteenth Annual General Meeting of the Company, to be held as a fully virtual meeting at the broadcast venue at the Conference Room, P.T. 1, Lot 57A, Lorong Perusahaan 5, Kulim Industrial Estate, 09000 Kulim, Kedah, on **Friday, 11 June 2021 at 11.00 a.m.** and at any adjournment thereof. My/our proxy/proxies is to be vote as indicated below:

	Resolution	For	Against
1.	To re-elect Mr. Khaw Khoon Tee as Director		
2.	To re-elect Madam Khaw Choon Choon as Director		
3.	To approve payment of Directors' fees for year ending 31 December 2021		
4.	To approve payment of benefits payable to Non-Executive Directors		
5.	To re-appoint Auditors		
6.	To empower Directors to issue and allot shares pursuant to Section 75 & 76 of the Companies Act 2016		
7.	Shareholders' Mandate on Recurrent Related Party Transactions		
8.	Continuing in Office as Independent Non-Executive Director for Madam Mary Geraldine Phipps		
9.	Continuing in Office as Independent Non-Executive Director for Mr. Chan Wah Chong		

(Please indicate with "X" in the spaces on how you wish your votes to be cast for or against the resolutions. In the absence of specific directions, your proxy will vote or abstain from voting at his discretion.)

Dated this _____ day of _____ 2021

Signature(s)/Common Seal of Member(s)

The proportions of my/our holding to be represented by my/our proxies are as follows:-

	No. of Shares	Percentage
First Proxy		
Second Proxy		
Total		100%

NOTES:

1. A member entitled to attend and vote at this meeting may appoint more than one (1) proxy, who need not be a member, to attend and vote in his stead. Where a member appoints more than one (1) proxy the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
2. If the appointer is a corporation, the form of proxy must be executed under its Common Seal or under the hand of its officer or attorney duly authorised.
3. Where a member of the Company is an exempt authorized nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 authorized nominee may appoint in respect of each Omnibus Account it holds.
4. To be valid, the duly completed form of proxy must be deposited at the Company's registered office at Suite 12-A, Level 12, Menara Northam, No. 55, Jalan Sultan Ahmad Shah, 10050 Georgetown Penang, not less than forty-eight (48) hours before the time stipulated for holding the meeting or adjournment thereof.
5. For the purpose of determining a member who shall be entitled to attend this 16th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, to issue a General Meeting Record of Depositors as at 2 June 2021. Only a depositor whose name appears on the Record of Depositors as at 2 June 2021 shall be entitled to attend the said meeting or appoint proxies to attend and/or vote on his/her behalf.
6. Members'/proxies' login to the virtual meeting will commence at 10.30 a.m. on the day of the meeting and shall remain open until the conclusion of the AGM or such time as may be determined by the Chairman of the meeting.

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THE COMPANY SECRETARY

SLP Resources Berhad

(Registration No. 200401025355 (663862-H))

Suite 12-A, Level 12, Menara Northam
No.55, Jalan Sultan Ahmad Shah
10050 Georgetown, Penang, Malaysia

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