

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of Tadmax Resources Berhad (“**Tadmax**” or “**Company**”) will be held at Saujana Ballroom, The Saujana Hotel – Kuala Lumpur, Saujana Resort, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan on Monday, 28 September 2020 at 11:45 a.m., or immediately upon the conclusion or adjournment (as the case may be) of the 51st Annual General Meeting of Tadmax which will be held at the same venue and on the same day at 11:00 a.m. whichever is later, for the purpose of considering and if thought fit, passing the following resolutions with or without modifications:

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL OF 35% EQUITY INTEREST IN PULAU INDAH POWER PLANT SDN BHD (FORMERLY KNOWN AS TADMAX INDAH POWER SDN BHD) (“PIPP”) BY TADMAX TO WORLDWIDE HOLDINGS BERHAD (“WHB”) FOR A CASH CONSIDERATION OF RM58,450,000 (“PROPOSED DISPOSAL TO WHB”)

“**THAT** subject to the approvals of all relevant authorities being obtained, where required, the Board of Directors of the Company (“**Board**”) be and is hereby authorised to dispose of 17,500,000 ordinary shares in PIPP, representing 35% equity interest in PIPP to WHB for a cash consideration of RM58,450,000, subject to the terms and conditions set out in the conditional share sale agreement dated 13 March 2020 and the supplemental share sale agreements dated 22 April 2020 and 10 July 2020 entered into between Tadmax and WHB in relation to the Proposed Disposal to WHB (“**WHB SSA**”).

THAT the Board is hereby authorised to utilise the proceeds from the Proposed Disposal to WHB as set out in Section 3 of the Circular to shareholders dated 29 August 2020 (“**Circular**”) and the Board be authorised to revise the purpose and manner of the utilisation of proceeds from the Proposed Disposal to WHB in the manner as it deems fit and in the best interest of the Company.

AND THAT the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such transfers, documents and/or agreements as the Board may consider necessary to implement, give full effect to and complete the Proposed Disposal to WHB under the terms and conditions of the WHB SSA and with full power to assent to any terms, conditions, modifications, variations and/or amendments in any manner as may be agreed to or required by the relevant authorities or as the Board may deem necessary or expedient in the interest of the Company including to enter into any supplemental agreement(s) in connection with the Proposed Disposal to WHB and to take such steps as they may deem necessary or expedient in order to implement, finalise and give full effect to the Proposed Disposal to WHB.”

ORDINARY RESOLUTION 2

PROPOSED DISPOSAL OF 25% EQUITY INTEREST IN PIPP BY TADMAX TO KOREA ELECTRIC POWER CORPORATION (“KEPCO”) FOR A CASH CONSIDERATION OF RM41,750,000 (“PROPOSED DISPOSAL TO KEPCO”)

“**THAT** subject to the approvals of all relevant authorities being obtained, where required, the Board be and is hereby authorised to dispose of 12,500,000 ordinary shares in PIPP, representing 25% equity interest in PIPP to KEPCO for a cash consideration of RM41,750,000, subject to the terms and conditions set out in the conditional share sale agreement dated 20 April 2020 and the letter agreement dated 6 July 2020 entered into between Tadmax and KEPCO in relation to the Proposed Disposal to KEPCO (“**KEPCO SSA**”).

THAT the Board is hereby authorised to utilise the proceeds from the Proposed Disposal to KEPCO as set out in Section 3 of the Circular and the Board be authorised to revise the purpose and manner of the utilisation of proceeds from the Proposed Disposal to KEPCO in the manner as it deems fit and in the best interest of the Company.

AND THAT the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such transfers, documents and/or agreements as the Board may consider necessary to implement, give full effect to and complete the Proposed Disposal to KEPCO under the terms and conditions of the KEPCO SSA and with full power to assent to any terms, conditions, modifications, variations and/or amendments in any manner as may be agreed to or required by the relevant authorities or as the Board may deem necessary or expedient in the interest of the Company including to enter into any supplemental agreement(s) in connection with the Proposed Disposal to KEPCO and to take such steps as they may deem necessary or expedient in order to implement, finalise and give full effect to the Proposed Disposal to KEPCO.”

By Order of the Board

POW TUCK WENG (MIA 8046) (SSM Practicing Certificate No: 201908003412)
CHEW MEI LING (MAICSA 7019175) (SSM Practicing Certificate No: 201908003178)
Company Secretaries

Petaling Jaya
29 August 2020

Notes:

- (i) Only members whose names appear in the Record of Depositors as at 21 September 2020 will be entitled to attend, participate, speak and vote at the meeting.
- (ii) A member entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his stead except in the circumstances set out in notes (iii) and (iv) below. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy. The lodging of a Form of Proxy does not preclude a member from attending and voting in person at the meeting should the member subsequently decide to do so.
- (iii) Where a Member is an Authorised Nominee as defined under the Securities Industry (Central Depositors) Act, 1991 (“**SICDA**”), it may appoint not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account.
- (iv) 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 SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- (v) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, under its common seal, or the hand of its attorney duly authorised by the corporation. The corporate representative may exercise on behalf of the corporation, all of its power as a shareholder in accordance with the Companies Act, 2016.
- (vi) The original instrument appointing a proxy must be deposited at the registered office of the Company at No. 2D, Jalan SS 6/6, Kelana Jaya, 47301 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time for holding the meeting or any adjournment thereof at which the person named in the instrument proposes to vote, or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll or any adjournment thereof; otherwise the instrument of proxy shall not be treated as valid and the person so named shall not be entitled to vote in respect thereof. The Form of Proxy may also be submitted by electronic means to tadmax88@tadmax.com.my no later than 48 hours before the time for holding the meeting or any adjournment thereof or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll or any adjournment thereof. Fax copies of the duly executed Form of Proxy are not acceptable.

PERSONAL DATA NOTICE

By submitting the duly executed Form of Proxy, a member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act, 2010 for the purpose of this meeting and adjournment thereof.