

SUNSURIA

BUILDING TODAY CREATING TOMORROW

SUNSURIA BERHAD

(Registration No. 196801000641 (8235-K))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of Sunsuria Berhad ("Sunsuria" or "Company") will be conducted on a virtual manner through live streaming from the broadcast venue at Suite 8, Main Tower, Sunsuria Avenue, Persiaran Mahogani, Kota Damansara, PJU 5, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia and online remote voting via Remote Participation and Voting facilities provided by the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd via its TIIH Online website at <https://tiih.online> on Friday, 24 May 2024 at 2.30 p.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without any modification, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION OF A TOTAL OF 33% EQUITY INTEREST IN BANGSAR HILL PARK DEVELOPMENT SDN BHD ("BHPD") FROM SUEZ CAPITAL SDN BHD ("SUEZ CAPITAL") AND DASAR TEMASEK SDN BHD ("DASAR TEMASEK") FOR A TOTAL CASH CONSIDERATION OF RM71,415,000 ("PROPOSED ACQUISITION")

"**THAT** subject to the passing of Ordinary Resolution 2, the approvals of all relevant authorities and/or parties being obtained (if required) and the conditions precedent in the conditional shares sale and purchase agreement dated 29 January 2024 entered into between Sunsuria, Suez Capital and Dasar Temasek for the Proposed Acquisition ("**SSPA 2024**"), being fulfilled or waived, as the case may be, approval be and is hereby given to the Company to acquire a total of 2,904,337 ordinary shares in BHPD from Suez Capital and Dasar Temasek for a total cash consideration of RM71,415,000 ("**Purchase Consideration**") upon the terms and conditions contained in the SSPA 2024.

AND THAT the Board (save for Tan Sri Datuk Ter Leong Yap) be and is hereby empowered and authorised to do all acts, deeds and things (including all applications and submissions to the relevant regulatory authorities and bodies) and take all such decisions as they may in their absolute discretion deem fit, necessary, expedient and/or appropriate in the best interest of the Company and to take all such steps and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixation of the Company's Common Seal in accordance with the Company's Constitution) as may be necessary or expedient in order to implement, finalise, give full effect and complete the Proposed Acquisition under the terms and conditions of the SSPA 2024 with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities including to enter into any supplemental agreement(s), if any, in connection with the Proposed Acquisition, and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner or as the Board (save for Tan Sri Datuk Ter Leong Yap) may deem necessary or expedient in the best interest of the Company."

ORDINARY RESOLUTION 2

PROPOSED PROVISION OF FINANCIAL ASSISTANCE OF UP TO RM210.3 MILLION TO BHPD UPON COMPLETION OF THE PROPOSED ACQUISITION ("PROPOSED PROVISION OF FINANCIAL ASSISTANCE")

"**THAT** subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities and/or parties being obtained (if required), approval be and is hereby given for the Company to provide financial assistance of up to RM210.3 million to BHPD upon completion of the Proposed Acquisition.

AND THAT the Board (save for Tan Sri Datuk Ter Leong Yap) be and is hereby empowered and authorised to do all acts, deeds and things and take all such decisions as they may in their absolute discretion deem fit, necessary, expedient and/or appropriate in the best interest of the Company and to take all such steps and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixation of the Company's Common Seal in accordance with the Company's Constitution) as may be necessary or expedient in order to implement, finalise, give full effect to and complete the Proposed Provision of Financial Assistance with full powers to assent to any term, condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner or as the Board (save for Tan Sri Datuk Ter Leong Yap) may deem necessary or expedient in the best interest of the Company."

By Order of the Board SUNSURIA BERHAD

**ENG KIM HAW (MIA 10061) (SSM PC No. 202208000364)
KHOO MING SIANG (MAICSA 7034037) (SSM PC No. 202208000150)**
Company Secretaries

Petaling Jaya
7 May 2024

Notes:

1. The EGM will be conducted on a virtual manner through live streaming from the broadcast venue and online remote voting via Remote Participation and Voting ("**RPV**") facilities provided by the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd ("**Tricor**") via its TIIH Online website at <https://tiih.online>.

Shareholders are strongly advised to participate and vote remotely at the EGM through live streaming from the broadcast venue and online remote voting using the RPV facilities provided by Tricor.

Please read these Notes carefully and follow the Procedures in the Administrative Guide for the EGM in order to participate remotely.

2. Only members whose names appear in the Record of Depositors on 17 May 2024 shall be eligible to attend in person or appoint proxies to attend and/or vote on their behalf at the EGM.
3. A member of the Company who is entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of a proxy.
4. Where a member appoints two (2) proxies, the appointment shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified.
5. 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.
6. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central) Depositories Act 1991, he/she may appoint not more than two (2) proxies in respect of each Securities Account he/she holds with ordinary shares of the Company standing to the credit of the said Securities Account to attend and vote at a meeting of the Company instead of him/her.
7. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly appointed under a power of attorney. In the case of a corporation, it shall be executed under its Common Seal or signed by its attorney duly authorised in writing or by an officer on behalf of the corporation.
8. The Proxy Form or other instruments of appointment must be deposited at the Company's Share Registrar's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or lodged electronically via TIIH Portal at <https://tiih.online> not less than forty-eight (48) hours before the time appointed for holding the EGM.