

PESTECH

PESTECH INTERNATIONAL BERHAD

[Registration No. 201101019901 (948035-U)]
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of PESTECH International Berhad (“**PIB**” or “**Company**”) will be conducted virtually via remote participation and voting at the Broadcast Venue at No. 26, Jalan Utarid U5/14, Seksyen U5, 40150 Shah Alam, Selangor Darul Ehsan on Wednesday, 28 December 2022 at 10:00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION

PROPOSED DISPOSAL BY DIAMOND POWER LIMITED (“DPL”), A 60%-OWNED INDIRECT SUBSIDIARY OF PIB, OF THE 230 KILOVOLT KAMPONG CHAM-KRATIE TRANSMISSION SYSTEM (“PROJECT”) TO CAMBODIAN TRANSMISSION II CO. LTD (“CTL II”) FOR A TOTAL CONSIDERATION OF USD118.00 MILLION (“PROPOSED DISPOSAL”)

“**THAT** subject to the approvals of all relevant authorities being obtained (where required), approval be and is hereby given to DPL to divest, assign, novate and substitute in favour of CTL II the contractual position of DPL under the relevant project agreements, including:

- (i) Implementation Agreement dated 25 June 2013 entered into between the Royal Government of Cambodia (as represented by the Ministry of Mines and Energy) and L.Y.P Group Co., Ltd, as novated to DPL on 20 March 2015 and amended on 6 April 2015; and
- (ii) Power Transmission Agreement dated 21 August 2013 entered into between Electricité du Cambodge and L.Y.P Group Co., Ltd, as novated to DPL on 24 March 2015 and amended on 8 April 2015,

for a total cash consideration of USD118.00 million, pursuant to and in accordance with the terms and conditions of the Business Transfer Agreement dated 20 October 2022 entered into between DPL and CTL II (as further elaborated in the Company's circular to shareholders in relation to the Proposed Disposal dated 13 December 2022).

AND THAT the Board of Directors be and are hereby empowered and authorised to sign, execute, deliver or caused to be delivered on behalf of the Company all such documents and/or agreements (including but not limited to any deed, undertaking and/or covenant), do all things and acts and to deal with all matters relating thereto or as may be required or as the Board of Directors may consider necessary, expedient and/or appropriate to give full effect to and complete the Proposed Disposal with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or permitted by any relevant authorities in connection with the Proposed Disposal.”

BY ORDER OF THE BOARD

PAN SENG WEE (SSM PC No. 202008003688) (MAICSA 7034299)
TEH BEE CHOO (SSM PC No. 202008002493) (MIA 7562)
CHUA SIEW CHUAN (SSM PC No. 201908002648) (MAICSA 0777689)
Company Secretaries

Shah Alam
13 December 2022

Notes:

- (1) In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 December 2022 (“**General Meeting Record of Depositors**”) shall be eligible to attend the extraordinary general meeting of the Company (“**EGM**”).
- (2) A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to speak at the EGM.
- (3) 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, either under Seal or under the hand of an officer or attorney duly authorised.
- (4) A member of the Company may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) proxies to attend and vote at the same meeting, such appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- (5) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with shares of the Company standing to the credit of the said Securities Account.
- (6) 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.
- (7) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, not less than forty-eight (48) hours before the time appointed for holding the EGM or any adjournment thereof.
- (8) The resolutions set out in this Notice of EGM will be put to vote by poll.
- (9) The EGM will be conducted virtually at the Broadcast Venue. Members are advised to refer to the Administrative Guide on the registration and voting process for the EGM.