



SERN KOU RESOURCES BERHAD

[Registration No. 200001016496 (519103-X)]
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting of Sern Kou Resources Berhad will be held at Board Room, Lot PTD 6019 (Lot 8804), Jalan Perindustrian 1, Kawasan Perindustrian Bukit Bakri, Mukim Bakri, 84200 Muar, Johor Darul Takzim on Thursday, 20 May 2021 at 11.30 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the following resolution:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 720,000,000 NEW ORDINARY SHARES IN SERN KOU RESOURCES BERHAD ("SKRB" OR THE "COMPANY") ("SKRB SHARES" OR "SHARES") ("BONUS SHARES") ON THE BASIS OF 2 BONUS SHARES FOR EVERY 1 EXISTING SKRB SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER ("ENTITLEMENT DATE") ("PROPOSED BONUS ISSUE")

"THAT subject to the approval of all relevant authorities or parties, authority be and is hereby given to the Board of Directors of SKRB ("**Board**") to issue up to 720,000,000 Bonus Shares in the share capital of the Company and credit the same as fully paid to the shareholders of the Company whose names appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on a day to be determined and announced later ("**Entitled Shareholders**") on the basis of 2 Bonus Shares for every 1 existing SKRB Share held by the Entitled Shareholders.

THAT such Bonus Shares will, upon allotment and issuance, rank equally in all respects with existing SKRB Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid, where the entitlement date is before the date of allotment and issuance of the Bonus Shares.

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all such acts, deeds and things and to execute, sign and deliver on behalf of the Company all necessary documents to give full effect to and for the purpose of completing and/or implementing the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by the relevant authorities or as a consequence of any such requirement as may be deemed necessary and/or expedient in the best interest of the Company."

By Order of the Board

LIM LEE KUAN (SSM PC No. 202008001079 & MAICSA 7017753)

NG SALLY (SSM PC No. 202008002702 & MAICSA 7060343)

Company Secretaries

Kuala Lumpur
23 April 2021

Notes:

1. Only members whose names appear in the Record of Depositors as at 12 May 2021 will be entitled to attend, speak and vote at the Meeting.
2. A Member entitled to attend, participate, speak and vote is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote instead of him. A proxy may, but need not, be a Member of the Company and there shall be no restriction as to the qualification of the proxy where a Member appoints more than 1 proxy, he shall specify the proportions of his holdings to be represented by each proxy, failing which the appointment shall be invalid.
3. A Member who is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA") may appoint not more than two (2) proxies in respect of each Securities Account it holds in ordinary shares of the Company standing to the credit of the said Securities Account.
4. Where a Member 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 as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA. Where a Member appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportions of his holdings to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing executed under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy, with the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power or authority, shall be deposited at the Registered Office of the Company at Lot PTD 6019 (Lot 8804), Jalan Perindustrian 1, Kawasan Perindustrian Bukit Bakri, Mukim Bakri, 84200 Muar, Johor Darul Takzim, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. PROVIDED ALWAYS that the Company may by written notice waive the prior lodgement of the above instrument appointing a proxy and the power of attorney or other authority.

Measures to Minimise Risk of Coronavirus disease ("COVID-19")

In order to minimise the risk of community spread of COVID-19, the Company will be taking the following precautionary measures at the Extraordinary General Meeting ("EGM"):

1. All attendees will be required to undergo a temperature check and make a health declaration;
2. Any person who has fever or exhibits flu-like symptoms will not be permitted to attend the EGM; and
3. There will be no door gift and refreshment served at the EGM.

On the seating arrangement and number of individuals to be present at the venue, the Company will observe the directives, safety and precautionary requirements as prescribed by the Government, the Ministry of Health, the Malaysian National Security Council, and other relevant authorities to curb the spread of COVID-19 are abide by.

We strongly encourage members to appoint the Chairman of the EGM as their proxy to attend and vote at the EGM. To vote on any or all of the resolution(s) at the EGM you are encouraged to send in your votes in advance by proxy and appoint the Chairman as your proxy. The proxy form is attached to the Circular. If you have any questions in relation to any item of the Agenda of the EGM, you may send them in advance via email at tang_acct@sernkou.com.

As the COVID-19 situation continues to evolve, the Company will closely monitor the situation and reserves the right to take further measures as appropriate and comply with any requirements or recommendation of any government agencies from time to time.

The Company seeks the understanding and cooperation of all shareholders to minimise the risk of community spread of COVID-19.