



Reg. No. 200601012544 (732294-W)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Dynaciate Group Berhad (“DGB” or “Company”) will be held at Ballroom V, Main Wing, Jalan Kelab Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 26 July 2022 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION

PROPOSED PRIVATE PLACEMENT OF UP TO 465,560,600 NEW ORDINARY SHARES IN DGB (“DGB SHARES”) (“PLACEMENT SHARES”), REPRESENTING UP TO 40% OF DGB SHARES IN ISSUE (EXCLUDING TREASURY SHARES, IF ANY) (“PROPOSED 40% PRIVATE PLACEMENT”)

“THAT subject to approvals of the relevant authorities and/or parties been obtained (if required), approval be and is hereby granted to the Board of Directors of the Company (“Board”) to:

- (i) allot and issue up to 465,560,600 Placement Shares, representing up to 40% of DGB Shares in issue (excluding treasury shares, if any), by way of private placement, in the manner and upon the terms and conditions set out in Part A of the circular to shareholders of the Company in relation to the Proposed 40% Private Placement dated 4 July 2022 (“Circular”);
- (ii) determine the issue price of Placement Share which shall be announced later by the Board based on a discount ranging between 0% to 20% to the 5-day volume weighted average market price of DGB Share before the price fixing date; and
- (iii) utilise the proceeds to be derived from the Proposed 40% Private Placement in the manners as set out in Part A, Section 2.5 of the Circular and vary the manner and/or purpose of utilisation of such proceeds as they may deem fit and in the best interest of the Company, subject to the approval of the relevant authorities (where required).

THAT the Placement Shares shall, upon issuance and allotment, rank equally in all respects with the then existing DGB Shares, save and except that they shall not be entitled to any dividends, rights, allotments and/or distribution, the entitlement date of which is prior to the date of allotment and issuance of the Placement Shares.

THAT the Board be and is hereby authorised to take all such necessary steps to give full effect to the Proposed 40% Private Placement with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities or deemed necessary by the Board, and to take all steps and to do all such acts and matters as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed 40% Private Placement.

AND THAT this resolution constitutes a specific approval for the issuance of securities in the Company contemplated herein and shall continue in full force and effect until all Placement Shares to be issued pursuant to or in connection with the Proposed 40% Private Placement have been duly allotted and issued in accordance with the terms of the Proposed 40% Private Placement.”

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME OF THE COMPANY FROM “DYNACIATE GROUP BERHAD” TO “INGENIEUR GUDANG BERHAD” (“PROPOSED CHANGE OF COMPANY NAME”)

“THAT the name of the Company be changed from “DYNACIATE GROUP BERHAD” to “INGENIEUR GUDANG BERHAD” with effect from the date of issuance of the Certificate of Incorporation on Change of Name by the Companies Commission of Malaysia and that the name of the Company wherever appears in the Constitution of the Company be and is hereby amended accordingly.

AND THAT the Board and/or the Company Secretary of the Company be and are hereby authorised and empowered to carry out all the necessary steps and formalities in effecting the Proposed Change of Company Name.”

By Order of the Board

LEONG SUE CHING (MAICSA 7040814) (SSM PC NO.: 201908001823)

Company Secretary

Kuala Lumpur

4 July 2022

Notes:

1. A member may appoint up to two (2) proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company. If the proxy is not a member, the proxy need not be an advocate, an approved company auditor or a person approved by the Companies Commission of Malaysia.
2. Where a member appoints more than one (1) proxy, he shall specify the proportion of his holdings to be represented by each proxy, failing which the appointment shall be invalid.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, such member may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares in the Company standing to the credit of the said securities account.
4. 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.
5. If the appointor is a corporation, this form must be executed under its common seal or under the hand of an attorney duly authorised.
6. To be valid, this form which is duly completed must be deposited at the registered office of the Company at No. 9A, Jalan Medan Tuanku, Medan Tuanku, 50300 Kuala Lumpur, Wilayah Persekutuan, not less than forty eight (48) hours before the time for holding the meeting PROVIDED THAT in the event the member(s) duly executes the Proxy Form but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/their proxy, PROVIDED ALWAYS that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member(s).
7. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at 19 July 2022 and only a Depositor whose name appear on such Record of Depositors of the Company shall be entitled to attend, speak and vote at the meeting.