



**WMG HOLDINGS BHD.**

Registration No. 201501041664 (1166985-X)

Dear Valued Shareholders,

As a precautionary measure in view of the on-going COVID-19 situation, the Extraordinary General Meeting (“EGM”) of WMG Holdings Bhd. in relation to the Proposed Disposals will be conducted entirely through live streaming from the Broadcast Venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (“Broadcast Venue”) on **Wednesday, 1 March 2023 at 11.00 a.m.**

Shareholders **will not be allowed** to attend the EGM in person at the Broadcast Venue on the day of the meeting.

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM using Remote Participation and Voting facilities (“RPV”) provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its **TIIH Online** website at <https://tiih.online>. Please follow the procedures for RPV as set out in the Administrative Notes for the EGM.

The following documents of the Company are available for viewing and downloading at [www.wmghb.com.my](http://www.wmghb.com.my) by selecting “Circular to Shareholders” under the “Investor Information”:

1. Circular to Shareholders dated 10 February 2023 in relation to the Proposed Disposals
2. Notice of the EGM
3. Administrative Notes for the EGM
4. Proxy Form

If you wish to appoint a proxy to attend and vote on your behalf at the EGM, you may deposit your proxy form to Tricor’s office, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, 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, or by electronic lodgement via TIIH Online website at <https://tiih.online> **no later than 27 February 2023 at 11.00 a.m.** Please follow the procedures for electronic lodgement of proxy form as set out in the Administrative Notes for the EGM.

Should you require a printed copy of the Circular to Shareholders, please request at our Share Registrar, Tricor’s website at <https://tiih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services" or you may also make your request through telephone/e-mail to our Share Registrar at the number/e-mail address given below. The Circular will be sent to you by ordinary post as soon as possible upon receiving your request.

If you need any assistance, kindly contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Fax Number : +603-2783 9222

Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)

Contact persons :

En. Mohd Kamal Bin Mohd Din : +603-27839237

Email: [Kamal.Mohd@my.tricorglobal.com](mailto:Kamal.Mohd@my.tricorglobal.com)

Mr Low Cheng Chuan : +603-27839278

Email: [Cheng.Chuan.Low@my.tricorglobal.com](mailto:Cheng.Chuan.Low@my.tricorglobal.com)

Thank you.

Yours faithfully

**WMG HOLDINGS BHD.**

**DATUK QUEK SIEW HAU**

Managing Director

10 February 2023



**WMG HOLDINGS BHD.**  
**Registration No.: 201501041664 (1166985-X)**  
(Incorporated in Malaysia)

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting (“EGM”) of WMG Holdings Bhd. (“WMG” or “Company”) will be conducted entirely through live streaming from the broadcast venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, on Wednesday, 1 March 2023 at 11.00 a.m., or at any adjournment thereof, using the Remote Participation and Voting facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tiah.online>, for the purpose of considering and, if thought fit, passing the resolutions, with or without modifications:

#### **ORDINARY RESOLUTION 1**

**PROPOSED DISPOSAL BY WAH MIE REALTY SDN BHD, AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF WMG, OF A PARCEL OF LAND HELD UNDER TITLE NO. CL075168320, LOCATED IN THE DISTRICT OF SANDAKAN, STATE OF SABAH (“PROPOSED DISPOSAL I”)**

“**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to Wah Mie Realty Sdn Bhd, an indirect wholly-owned subsidiary of the Company to dispose a parcel of land held under Title No. CL075168320, located in the District of Sandakan, State of Sabah for a disposal consideration of RM22.00 million, which will be satisfied entirely in cash subject to and upon such terms and conditions as stipulated in the sale and purchase agreement dated 11 November 2022 entered into between Wah Mie Realty Sdn Bhd and Sejati Sentral (Sandakan) Sdn Bhd for the Proposed Disposal I.

**AND THAT** the Directors of the Company be and are hereby authorised to do all acts, deeds and things and execute all documents as they may consider necessary or expedient in order to carry out, finalise and give effect to the Proposed Disposal I with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or permitted by the relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Disposal I.”

#### **ORDINARY RESOLUTION 2**

**PROPOSED DISPOSAL BY WILAKAYA SDN BHD, AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF WMG, OF 5 PARCELS OF LAND HELD UNDER INDIVIDUAL TITLES NO. CL015105709, CL015105727, CL015105736, CL015105745, AND CL015110326, ALL LOCATED IN THE DISTRICT OF KOTA KINABALU, STATE OF SABAH (“PROPOSED DISPOSAL II”)**

“**THAT** subject to the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to Wilakaya Sdn Bhd, an indirect wholly-owned subsidiary of the Company to dispose 5 parcels of land held under individual Titles No. CL015105709, CL015105727, CL015105736, CL015105745, and CL015110326, all located in the District of Kota Kinabalu, State of Sabah for a disposal consideration of RM57.00 million, which will be satisfied entirely in cash subject to and upon such terms and conditions as stipulated in the sale and purchase agreement dated 11 November 2022 entered into between Wilakaya Sdn Bhd and FYT Land (KK) Sdn Bhd for the Proposed Disposal II.

**AND THAT** the Directors of the Company be and are hereby authorised to do all acts, deeds and things and execute all documents as they may consider necessary or expedient in order to carry out, finalise and give effect to the Proposed Disposal II with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or permitted by the relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Disposal II.”

## **BY ORDER OF THE BOARD**

### **THIEN VUI HENG**

(MIA 5970) (SSM PC 202008000028)

### **CHUNG CHEN VUI**

(MIA 7384) (SSM PC 202008000649)

Company Secretaries

Sandakan, Sabah

10 February 2023

### **Important Notice:**

- In view of the COVID-19 pandemic uncertainty and as part of the Company's safety measures, the EGM will be conducted entirely through live streaming from the Broadcast Venue on Wednesday, 1 March 2023 at 11.00 a.m. using the Remote Participation and Voting (“**RPV**”) facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tjih.online>.
- Shareholders/proxy(ies) who wish to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) may do so remotely via the RPV facilities. Please follow the procedures provided in the Administrative Notes for the EGM in order to register, participate and vote remotely.
- No shareholders/proxy(ies) will be allowed to be physically present at the Broadcast Venue. Kindly check the Company's website or announcements for updates, if any, on the status of its EGM.

### **Notes:**

1. *A member who is entitled to participate in the EGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in their place. A proxy may but need not be a member of the Company.*
2. *A member of the Company who is entitled to participate at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the EGM via RPV.*
3. *Where a Member of the Company is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 (“**SICDA**”), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company that is standing to the credit of the said securities account.*
4. *Where a member of the Company is an Exempt Authorised Nominee as defined under SICDA which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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. *Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.*
6. *The instrument appointing a proxy shall be in writing signed by the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of two (2) authorised officers, one of whom shall be a Director, or of its attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialed.*

7. A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at the EGM via RPV facilities must request his/her proxy to register himself/herself at TIIH Online website at <https://tiih.online>. Please follow the procedures for RPV in the Administrative Notes for the EGM.
8. The appointment of proxy may be made in a hardcopy form or by electronic means as follows:
  - i. **In Hardcopy Form**

The Form of Proxy or the Power of Attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the office of the share registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd 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, not less than 48 hours before the time for holding the EGM or no later than 27 February 2023 at 11.00 a.m.
  - ii. **By electronic means**

The Form of Proxy can be electronically lodged to the share registrar of the Company via TIIH Online at <https://tiih.online>. (Kindly refer to the Administrative Notes for the EGM on the procedures for the electronic lodgement of Proxy Form via TIIH Online.)
9. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the share registrar of the Company at Tricor Investor & Issuing House Services Sdn Bhd, 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 not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
10. For a corporate member who has appointed a representative, please deposit the ORIGINAL certificate of appointment with the share registrar of the Company at Tricor Investor & Issuing House Services Sdn Bhd, 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. The certificate of appointment should be executed in the following manner:
  - (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
11. For the purpose of determining a member who shall be entitled to participate this meeting via the RPV facilities, the Company shall request Bursa Malaysia Depository Sdn Bhd in accordance with Article 36(1) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 22 February 2023. Only a depositor whose name appears therein shall be entitled to participate this meeting or appoint a proxy to participate and/or vote on his stead.



**WMG HOLDINGS BHD.**  
**Registration No.: 201501041664 (1166985-X)**  
(Incorporated in Malaysia)

## **ADMINISTRATIVE NOTES FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”) OF WMG HOLDINGS BHD.**

**Date** : **Wednesday, 1 March 2023**  
**Time** : **11.00 a.m.**  
**Broadcast Venue** : **Tricor Leadership Room**  
**Unit 32-01, Level 32, Tower A, Vertical Business Suite**  
**Avenue 3, Bangsar South, No. 8, Jalan Kerinchi**  
**59200 Kuala Lumpur, Malaysia**

### **Precautionary Measures Against the Coronavirus Disease (“COVID-19”)**

- In view of the Covid-19 pandemic uncertainty and as part of safety measures, the Company will conduct its EGM on a **virtual basis through live streaming and online remote** voting via Remote Participation and Voting (“RPV”) facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd’s (“Tricor”) **TIIH Online** website at <https://tiih.online>.
- The venue of the EGM is strictly for the purpose of complying with section 327(2) of the Companies Act 2016 which requires the Chairman of the Meeting to be at the main venue. No shareholders/proxy(ies) will be allowed to be physically present at the Broadcast Venue.
- We **encourage** you to attend the EGM via the RPV facilities. You may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at the EGM.

### **Remote Participation and Voting (RPV) Facilities**

- Shareholders may attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, “participate”) remotely at the EGM using RPV provided by Tricor via its **TIIH Online** website at <https://tiih.online>.
- Shareholders who appoint proxies to participate via RPV in the EGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor no later than **Monday, 27 February 2023 at 11.00 a.m.**
- Corporate representatives of corporate members must deposit their original certificate of appointment of corporate representative to Tricor not later than **Monday, 27 February 2023 at 11.00 a.m.** to participate via RPV in the EGM.
- Attorneys appointed by power of attorney are to deposit their power of attorney with Tricor not later than **Monday, 27 February 2023 at 11.00 a.m.** to participate via RPV in the EGM.
- A shareholder who has appointed a proxy or attorney or authorised representative to participate at this Annual General Meeting via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at TIIH Online website at <https://tiih.online>.

As the EGM is a fully virtual EGM, members who are unable to participate in this EGM may appoint the Chairperson of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

## No Door Gift or Food Voucher

- There will be no door gifts or food vouchers during the EGM since the meeting is being conducted on a virtual basis.

## Pre-Meeting Submission of Questions to the Board of Directors

- In order to enhance the efficiency of the proceedings of the EGM, shareholder may in advance, before the EGM, submit questions to the Board of Directors via Tricor's TIIH Online website at <https://tiih.online>, by selecting "e-Services" to login, post your questions and submit it electronically no later than **Monday, 27 February 2023 at 11.00 a.m.**. The Board of Directors will endeavor to address the questions received at the EGM.

## Procedures to Remote Participation and Voting via RPV Facilities

- Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the EGM using the RPV facilities:

### Before the EGM Day

Procedure	Action
i. Register as a user with TIIH Online (applicable for Individual Shareholders only)	<ul style="list-style-type: none"><li>• Using your computer, access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the "e-Services", select the "Sign Up" button and followed by "Create Account by Individual Holder". Refer to the tutorial guide posted on the homepage for assistance.</li><li>• Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li><li>• If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.</li></ul>
ii. Submit your request to attend EGM remotely	<ul style="list-style-type: none"><li>• Registration is open from Friday, 10 February 2023 <b>until the day of EGM on Wednesday, 1 March 2023</b>. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the EGM to ascertain their eligibility to participate the EGM using the RPV.</li><li>• Login with your user ID and password and select the corporate event: <b>(Registration) WMG Holdings Bhd. EGM 2023</b></li><li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li><li>• Review your registration and proceed to register</li><li>• System will send an <b>e-mail to notify</b> that your registration for remote participation is received and will be verified.</li><li>• After verification of your registration against the Record of Depositors as at 22 February 2023, an email notification will be sent to you after 27 February 2023 approving your registration for remote participation and the procedures to use RPV facilities are detailed therein. In the event your registration is not approved, the system will send you an <b>e-mail to reject</b> your registration for remote participation. <i>(Note: Please allow sufficient time for approval of new user of TIIH Online and registration for the RPV.)</i></li></ul>

## On the EGM Day

Procedure	Action
i. Login to TIIH Online	<ul style="list-style-type: none"> <li>• Login with your user ID and password for remote participation at the EGM at any time from 10.00 a.m. i.e. 1 hour before the commencement of meeting at 11.00 a.m. on Wednesday, 1 March 2023.</li> </ul>
ii. Participate through Live Streaming	<ul style="list-style-type: none"> <li>• Select the corporate event: <b>(Live Streaming Meeting) WMG Holdings Bhd. EGM 2023</b> to engage in the proceedings of the EGM remotely.</li> <li>• If you have any question for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will try to respond to questions submitted by remote participants during the EGM. If there is time constraint, the responses will be e-mailed to you at the earliest possible, after the meeting.</li> </ul>
iii. Online remote voting	<ul style="list-style-type: none"> <li>• Select the corporate event: <b>(Remote Voting) WMG Holdings Bhd. EGM 2023</b></li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Voting session commences from 11.00 a.m., Wednesday, 1 March 2023 until a time when the Chairman announces the completion of the voting session at the EGM.</li> <li>• Select the CDS account that represents your shareholdings.</li> <li>• Indicate your votes for the resolutions that are tabled for voting.</li> <li>• Confirm and submit your votes.</li> </ul>
iv. End of remote participation	<ul style="list-style-type: none"> <li>• Upon the announcement by the Chairman on the conclusion of the EGM, the Live Streaming will end.</li> </ul>

### Note to users of the RPV facilities:

1. Should your application to join the meeting be approved, we will make available to you the rights to join the live streamed meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live streamed meeting or online voting, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to [tiih.online@my.tricorglobal.com](mailto:tiih.online@my.tricorglobal.com) for assistance.

## ELECTRONIC LODGEMENT OF PROXY FORM

The procedures to lodge your proxy form electronically via Tricor's **TIIH Online** website are summarised below:

Procedure	Action
<b>i. Steps for Individual Shareholders</b>	
Register as a User with TIIH Online	<ul style="list-style-type: none"> <li>• Using your computer, please access the website at <a href="https://tiih.online">https://tiih.online</a>. Register as a user under the “e-Services”. Please refer to the tutorial guide posted on the homepage for assistance.</li> <li>• If you are already a user with TIIH Online, you are not required to register again.</li> </ul>
Proceed with submission of form of proxy	<ul style="list-style-type: none"> <li>• After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password.</li> <li>• Select the corporate event: <b>“WMG Holdings Bhd. EGM 2023 – Submission of Proxy Form”</b>.</li> <li>• Read and agree to the Terms and Conditions and confirm the Declaration.</li> <li>• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li> <li>• Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman as your proxy.</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li> <li>• Review and confirm your proxy(s) appointment.</li> <li>• Print the form of proxy for your record.</li> </ul>
<b>ii. Steps for corporation or institutional shareholders</b>	
Register as a User with TIIH Online	<ul style="list-style-type: none"> <li>• Access TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the “Sign Up” button and followed by <b>“Create Account by Representative of Corporate Holder”</b>.</li> <li>• Complete the registration form and upload the required documents.</li> <li>• Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li> <li>• Proceed to activate your account with the temporary password given in the email and re-set your own password.</li> </ul> <p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact the share registrar if you need clarifications on the user registration.)</i></p>



<p>Proceed with submission of form of proxy</p>	<ul style="list-style-type: none"> <li>• Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Select the corporate exercise name: <b>“WMG Holdings Bhd. EGM 2023 – Submission of Proxy Form”</b>.</li> <li>• Agree to the Terms &amp; Conditions and Declaration.</li> <li>• Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein.</li> <li>• Prepare the file for the appointment of proxies by inserting the required data.</li> <li>• Login to TIIH Online, select corporate exercise name: <b>“WMG Holdings Bhd. EGM 2023 – Submission of Proxy Form”</b>.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select “Submit” to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>
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## ENQUIRY

If you have any enquiries on the above, please contact the share registrar during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

### Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299  
 Fax Number : +603-2783 9222  
 Email : [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)



# FORM OF PROXY

## WMG HOLDINGS BHD.

Registration No.: 201501041664 (1166985-X)

I/We \_\_\_\_\_  
(Full name in Block Capitals, NRIC/Passport/Company No.)

of \_\_\_\_\_

being a member/members of WMG Holdings Bhd., hereby appoint: \_\_\_\_\_  
(NRIC/Passport No.) \_\_\_\_\_

of \_\_\_\_\_

and \_\_\_\_\_  
(NRIC/Passport No.) \_\_\_\_\_

of \_\_\_\_\_

or failing him, the Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company which will be conducted entirely through live streaming from the broadcast venue at Tricor Leadership Room, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Wednesday, 1 March 2023 at 11.00 a.m., or at any adjournment thereof, using the Remote Participation and Voting facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tiah.online>.

In the event 2 proxies are appointed, the percentage of shareholdings to be represented by each proxy is

First proxy

Second proxy

My/our proxy is to vote as indicated below:

No.	ORDINARY RESOLUTIONS	FOR	AGAINST
1.	Proposed Disposal I		
2.	Proposed Disposal II		

Please indicate with "X" how you wish your vote to be cast. In the absence of specific directions, your Proxy will vote or abstain as he thinks fit.

\_\_\_\_\_  
Signature or Common Seal of Shareholder(s)

No. of shares held	
CDS Account No.	

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023



**Notes:-**

1. A member who is entitled to participate in the EGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in their place. A proxy may but need not be a member of the Company.
2. A member of the Company who is entitled to participate at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the EGM via RPV.
3. Where a Member of the Company is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company that is standing to the credit of the said securities account.
4. Where a member of the Company is an Exempt Authorised Nominee as defined under SICDA which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
6. The instrument appointing a proxy shall be in writing signed by the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of two (2) authorised officers, one of whom shall be a Director, or of its attorney duly authorised. Any alteration to the instrument appointing a proxy must be initialed.
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8. The appointment of proxy may be made in a hardcopy form or by electronic means as follows:
  - i. **In Hardcopy Form**  
The Form of Proxy or the Power of Attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the office of the share registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd 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, not less than 48 hours before the time for holding the EGM or no later than 27 February 2023 at 11.00 a.m.
  - ii. **By electronic means**  
The Form of Proxy can be electronically lodged to the share registrar of the Company via TIH Online at <https://tjh.online>. (Kindly refer to the Administrative Notes for the EGM on the procedures for the electronic lodgement of Proxy Form via TIH Online.)

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AFFIX  
STAMP

**The Share Registrar**  
Tricor Investor & Issuing House Services Sdn Bhd  
Unit 32-01, Level 32, Tower A  
Vertical Business Suite  
Avenue 3, Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur

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9. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the share registrar of the Company at Tricor Investor & Issuing House Services Sdn Bhd, 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 not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
10. For a corporate member who has appointed a representative, please deposit the ORIGINAL certificate of appointment with the share registrar of the Company at Tricor Investor & Issuing House Services Sdn Bhd, 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. The certificate of appointment should be executed in the following manner:
  - (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
11. For the purpose of determining a member who shall be entitled to participate this meeting via the RPV facilities, the Company shall request Bursa Malaysia Depository Sdn Bhd in accordance with Article 36(1) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at 22 February 2023. Only a depositor whose name appears therein shall be entitled to participate this meeting or appoint a proxy to participate and/or vote on his stead.

Fold This Flap For Sealing