



(Registration No.: 196401000184/5507-H)
Incorporated in Malaysia

NOTICE OF THE SIXTIETH (60TH) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixtieth (60th) Annual General Meeting (“AGM”) of Land & General Berhad (“L&G” or “the Company”) will be conducted virtually on **Tuesday, 19 September 2023 at 10.00 a.m.** from the broadcast venue at Meeting Room, Level 21, Menara 18trium, Jalan Cempaka SD 12/5, Bandar Sri Damansara, 52200 Kuala Lumpur, Malaysia and via the online meeting platform at <https://meeting.boardroomlimited.my> for the purpose of considering and, if thought fit, passing, with or without modifications the resolutions set out in this notice.

<u>Item</u>	<u>Agenda</u>	
1.	To receive and adopt the Audited Financial Statements for the financial year ended 31 March 2023 and the Reports of the Directors and Auditors thereon.	Please refer Explanatory Note (i)
2.	To declare and approve payment of a single tier final dividend of 0.6 sen per ordinary share in respect of the financial year ended 31 March 2023.	Ordinary Resolution 1
3.	To approve the payment of Directors' fees of RM473,041 in respect of the financial year ended 31 March 2023.	Ordinary Resolution 2
4.	To approve Directors' Meeting Allowances to Non-Executive Directors up to an amount of RM121,000 from 20 September 2023 until the next annual general meeting of the Company.	Ordinary Resolution 3
5.	To re-elect the following Directors who retire pursuant to Clause 102 of the Constitution of the Company: (a) Dato' Hj Zainal Abidin Putih; (b) Mr Low Gay Teck; and (c) Mr Chiu Andrew Wah Wai.	Ordinary Resolution 4 Ordinary Resolution 5 Ordinary Resolution 6
6.	To re-elect the following Directors who retire pursuant to Clause 106 of the Constitution of the Company: (a) Mr Yeoh Chong Keng; and (b) Ms Loh Wei Yuen.	Ordinary Resolution 7 Ordinary Resolution 8
7.	To re-appoint Messrs KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	Ordinary Resolution 9
8.	To transact any other business for which due notice shall have been given in accordance with the Company's Constitution and the Act.	

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT, subject to the approval of the shareholders at the 60th AGM of L&G, a single tier final dividend of 0.6 sen per ordinary share in respect of the financial year ended 31 March 2023 will be payable to the shareholders of the Company on 18 October 2023. The entitlement date of the said dividend shall be 5 October 2023.

A depositor shall qualify for entitlement to the dividend only in respect of:

- (a) shares transferred to the depositor's securities account before 4.30 p.m. on 5 October 2023 in respect of transfers; and
- (b) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By order of the Board

Lee Siw Yeng (MAICSA 7048942)
SSM Practising Certificate No. 201908001160
Secretary

Kuala Lumpur
31 July 2023

NOTES:-

- (a) The 60th AGM of the Company shall be conducted virtually via live streaming from the broadcast venue and via the online meeting platform at <https://meeting.boardroomlimited.my>.

Important Note:

Please follow the procedures provided in the Administrative Guide for the 60th AGM in order to register, participate and vote remotely.

- (b) A member entitled to attend and vote at this meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A member shall be entitled to appoint not more than two proxies to attend and vote at the 60th AGM.
- (c) Where a member of the Company is an exempt authorised nominee 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. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
- (d) Where a member appoints two (2) proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- (e) Where an exempt authorised nominee 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.
- (f) The instrument appointing a proxy in the case of an individual shall be signed by the appointer or his attorney, and in the case of a corporation either under its common seal or signed by its attorney or by an officer on behalf of the corporation.
- (g) The Proxy Form, duly completed, must be deposited at the Registered Office of the Company at 8trium, Level 21 Menara 1, Jalan Cempaka SD12/5, Bandar Sri Damansara, 52200 Kuala Lumpur via post/courier/by hand **or** via email to lgbsec@land-general.com **or** via facsimile to Fax No. 603-6277 7061, **or alternatively**, the proxy appointment may also be lodged **electronically** at <https://investor.boardroomlimited.com> not less than twenty-four (24) hours i.e. **Monday, 18 September 2023 at 10.00 a.m.** before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

- (h) A corporate shareholder who wishes to appoint representative(s) or attorney(s) to participate at the AGM, please deposit the ORIGINAL Certificate of Appointment or Power of Attorney, as the case may be, by hand or by post or by courier to Level 21, Menara 1 8trium, Jalan Cempaka SD12/5, Bandar Sri Damansara, 52200 Kuala Lumpur.

Upon verification against the General Meeting Record of Depositors, an email will be sent to the corporate representative by Boardroom to furnish the User Name and Password. Please note that only one (1) User Name will be provided to each corporate representative.

- (i) Only members whose names appear in the Record of Depositors as at **13 September 2023** will be entitled to attend and vote at the meeting or appoint proxy (proxies) to attend and vote on their behalf.

EXPLANATORY NOTE ON THE AGENDA:-

- (a) **Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 March 2023**

This agenda is laid before the 60th AGM pursuant to Section 340(1) of the Companies Act, 2016, and does not require a formal approval of the shareholders. As such, it is meant for discussion only and not put forward for voting.

- (b) **Ordinary Resolution 2 - Payment of Directors' fees**

The directors' fees for the financial year ended 31 March 2023 was RM473,041 (2022: RM498,000). There was no change in fee and its structure since the preceding financial year. Please refer to the Corporate Governance Overview Statement for the details of the Directors' remuneration.

- (c) **Ordinary Resolution 3 – Meeting Allowances**

The meeting allowance for each Non-Executive Director is RM1,000.00 per meeting attendance and the total estimated meeting allowances amounting to RM121,000.00 are calculated based on the estimated number of meetings for Board and Board Committees from 20 September 2023 until the next AGM in year 2024.