

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 18th Annual General Meeting (“AGM”) of Bahvest Resources Berhad (“Bahvest” or “Company”) will be held at Western Hall, LA Hotel, MPT No. 299, Jalan St Patrick, (Off Jalan Belunu), 91000 Tawau, Sabah, Malaysia on Friday, 26 August 2022 at 10:00 a.m. for the following purposes:-

AGENDA

AS ORDINARY BUSINESS

- | | | |
|---|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|
| 1 | To receive the Directors’ Report and Audited Financial Statements for the financial year ended 31 March 2022 and Auditors Report thereon. | Please refer to Explanatory Note 1 |
| 2 | To approve the payment of Directors’ Fees and Benefits to the Non-Executive Directors up to an amount of RM500,000 for the period from 26 August 2022 until the next Annual General Meeting of the Company. | (Ordinary Resolution 1) |
| 3 | To re-elect Datuk Lo Fui Ming, Director retiring by rotation in accordance with Clause 107(1)(b) of the Company’s Constitution :- | (Ordinary Resolution 2) |
| 4 | To re-appoint Messrs Baker Tilly Monteiro Heng PLT as the Company’s Auditors until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. | (Ordinary Resolution 3) |

AS SPECIAL BUSINESS

To consider and if thought fit, pass the following as Ordinary Resolutions:-

ORDINARY RESOLUTIONS

- | | | |
|---|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|
| 5 | AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 | (Ordinary Resolution 4) |
| | “ THAT pursuant to Section 75 and 76 of the Companies Act, 2016, the Directors of the Company be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next AGM upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten percent (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotment and issue. | |
| | AND THAT the Directors of the Company whether solely or jointly, be authorised to complete and do all such acts and things (including executing such relevant documents) as he/they may consider necessary, expedient or in the interest of the Company to give effect to the aforesaid mandate.” | |
| 6 | To transact any other ordinary business of the Company for which due notice has been received. | |

By Order of the Board
Wong Youn Kim (MAICSA 7018778) (SSM PC No. 201908000410)
Sim Oie Ten (MIA 45820) (SSM PC No. 202008004153)
Hiew Vun Pui (MIA 29010) (SSM PC No. 202108000135)
Company Secretary
Kuala Lumpur
28 July 2022

NOTES

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 19 August 2022 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at this 18th AGM of the Company.
2. Any member of the Company entitled to attend and vote is entitled to appoint one (1) or more proxies to attend and vote instead of him. A proxy need not be a member of the Company and where a member appoints more than one (1) proxy, the member must specify the proportion of his shareholdings to be represented by each proxy respectively, failing which the appointment shall be invalid.
3. If you wish to appoint as your proxy any person other than “the Chairman of the Meeting”, please insert the full name of the proxy (in block letters) in the space provided and delete the words “the Chairman of the Meeting”.
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 (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. A corporation may complete the proxy form under its common seal or under the hand of an officer or attorney duly authorized.
6. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than twenty-four (24) hours before the time appointed for holding this AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
 - a. In hard copy form
In the case of an appointment made in hard copy form, the Proxy Form must be deposited at the Share Registrar’s office, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur;
 - b. By electronic form
The Proxy Form may also be electronically lodged via fax at +603 2094 9940 or +603 2095 0292 or emailed to info@sshshb.com.my.
7. Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly.
8. Last date and time for lodging the Proxy Form is Thursday, 25 August 2022 at 10.00 a.m.

EXPLANTORY NOTES

1. Item 1 of the Agenda

AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

This Agenda item is meant for discussion only as under the provisions of Section 248(2) of the Companies Act, 2016, the audited financial statements do not require formal approval of shareholders and hence, the matter will not be put to a vote.

2. Item 2 of the Agenda – Ordinary Resolution No. 1

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the directors including any compensation for loss of employment of a director or former director of a public company or a listed company and its subsidiaries, shall be approved at a general meeting.

The fees structure of the non-executive directors of the Company is as follows:

- Monthly Directors' fees; and
- Meeting allowance.

Details of the fees and benefits paid to the non-executive directors for the financial year ended 31 March 2022 are disclosed on page 22 to 24 of the Overview Statement on Corporate Governance in the Annual Report 2022.

3. Item (5) of the Agenda – Ordinary Resolution No. 4

AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016

The proposed ordinary resolution 5 is to seek the shareholders' approval on the renewal of the general mandate for the issuance of shares by the Company under Section 75 and 76 of the Companies Act 2016. If the resolution is duly passed, it will give flexibility to the Directors to issue and allot shares at any time in their absolute discretion and for such purposes as they consider would be in the interests of the Company without convening a general meeting. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

As at the date of this Notice, no new share in the Company was issued pursuant to the authority granted to the Directors at the Seventeenth Annual General Meeting held on 28 September 2021 and the said authority will lapse at the conclusion of the Eighteenth Annual General Meeting.

The authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital, repayment of bank borrowings and/or acquisitions.



BAHVEST RESOURCES BERHAD
[Registration No. 200401011001 (649504-D)]
Incorporated in Malaysia

ADMINISTRATIVE NOTES FOR (PHYSICAL) EIGHTEENTH ANNUAL GENERAL MEETING (“18th AGM”)

The (Physical) 18th AGM of the Company has been scheduled to be held as follows: -

Day/Date : Friday, 26 August 2022
Time : 10:00 a.m.
Venue : Western Hall, LA Hotel, MPT No. 299, Jalan St Patrick, (Off Jalan Belunu),
91000 Tawau, Sabah, Malaysia

GUIDANCE REGARDING THE (PHYSICAL) 18TH AGM

In view of the outbreak COVID-19 pandemic is still subsisting, safety remains our utmost priority. The (Physical) 18th AGM of the Company will be conducted in accordance with the General Standard Operating Procedures (“SOP”) issued by the Malaysian National Security Council and Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on 18 April 2020 and subsequently revised on 16 July 2021 (“SC Guidance Note & FAQs”).

The Company would be implementing the following in holding its (Physical) 18th AGM:-

1. Prior Registration of Physical Attendance

Shareholders who wish to attend **physically** at the 18th AGM are required to register ahead of the 18th AGM and provide the following details by email to info@sshbs.com.my, **by 19 August 2022** before the 18th AGM:-

- (a) Company name – BAHVEST RESOURCES BERHAD;
- (b) Full name;
- (c) Identity card no./Passport no.;
- (d) CDS account number; and
- (e) Mobile phone number.

After verification of your registration against the Record of Depositors as at 19 August 2022, the Company’s Share Registrar will send you an email on or after 19 August 2022 to approve or reject your registration to attend **physically** at the meeting venue.

This is to allow the Company to make the necessary arrangement on the 18th AGM day to ensure compliance with the SOP on public gathering/event issued by the Malaysia Government and other relevant authorities.

2. SOP and Precautionary Measures at the 18th AGM

The Company will implement the following precautionary measures to minimise possible COVID-19 transmission at the 18th AGM. Shareholders, proxies and other attendees attending the (Physical) 18th AGM are expected to **comply with all the SOP** issued by the Malaysian National Security Council and **precautionary measures**. Anyone who **declines** to adhere to any of the measures or cooperate with the Company's staff will be **denied entry** to the 18th AGM venue:-

- (a) If attendees have travelled overseas or unwell with sore throat/fever/flu/cough/shortness of breath, attendees are required to comply with the directives issued by the Malaysia Government to self-quarantine or seek medical advices.
- (b) The Company reserves the right to request all attendees to perform *Rapid Antigen Test* before entering as an extra safety precaution to contain the spread of COVID-19.
- (c) Only attendees who completed full vaccination (as defined by Malaysian National Security Council) are allowed to physically attend the 18th AGM. At the 18th AGM, the attendees are required to show their fully vaccinated status and "Low Risk" or "Casual Contact Low Risk" status through MySejahtera Application/COVID-19 vaccination card and undergo a temperature screening. Attendees with body temperature of over 37.5 Celsius or show symptoms as stated in item (a) above will be declined entry into the meeting venue.
- (d) Patients under Investigation (PUI) and Persons under Surveillance (PUS) are **PROHIBITED** from attending the 18th AGM.
- (e) Attendees must maintain good self-hygiene and sanitise their hands at the entrance.
- (f) Attendees must observe social distancing of at least 1 meter at any queue according to the marked spot and at all times at the 18th AGM.
- (g) Attendees **MUST** wear a face mask at all times at the 18th AGM.
- (h) Attendees must always practise social distancing in washroom and meeting venue.
- (i) Attendees are **PROHIBITED** from gathering outside of the meeting venue **BEFORE** or **AFTER** the 18th AGM.
- (j) Refreshments or drinks shall be provided in accordance with the SOP.

Alternatively, instead of attending shareholders may appoint the Chairman as their proxy to cast their votes.

Important Notes

This Administrative Notes have taken into account the latest measures to-date to deal with the COVID-19 situation announced and/or implemented in Malaysia which affect the holding or conduct of general meetings. The Company will closely monitor the situation and reserves the right to take further measures or short-notice arrangements as and when appropriate in order to minimise any risk to the 18th AGM. Any material developments will be announced on the Bursa Malaysia Securities Berhad and members are advised to check the Company's announcement(s) made via Bursa Malaysia Securities Berhad regularly for updates on the 18th AGM and/or material developments.

3. Submission of Questions prior to the 18th AGM

Shareholders are encouraged to submit questions ahead of the 18th AGM and email your questions to info@sshsb.com.my, latest by Friday 19 August 2022 at 10:00 a.m.

The Company will endeavour to answer your questions at the 18th AGM if time permits or by email after the 18th AGM. A written record of the questions and answers would be published in the Summary of Key Matters Discussed at the 18th AGM (to be uploaded by the Company in its corporate website in due course).

The 18th AGM proceedings will focus on the proposed resolutions with the view to minimising crowd gathering time in an enclosed environment.

4. Registration

- (a) Please read the signage to ascertain the registration counter to register yourself for the 18th AGM and join the queue accordingly.
- (b) Please produce your original identity card (“**IC**”) / passport to the Share Registrar for verification. Please make sure you collect your IC / passport thereafter.
- (c) After the verification, you are required to write your name and sign on the attendance list placed at the registration counter.
- (d) **NO** person will be allowed to register on behalf of another person even with the original IC / passport of that other person.

RECORDING/PHOTOGRAPHY

By participating at the 18th AGM, you agree that no part of the 18th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted, or uploaded in any form, platform, or social media or by any means whether it is mechanical, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

ENQUIRY

Should you require further assistance, kindly contact our Share Registrar at their general line +603-2084 9000 or Mr. Wong Piang Yoong (Tel: +603-2084 9168 or email: Piang.Yoong.Wong@sshsb.com.my) or Mr. Jerry Tan Hor Seng (Tel: +603-2084 9165 or email: hor.seng.tan@sshsb.com.my) or Ms. Pang Shu Shan (Tel: +603-2084 9006 or email: shu.shan.pang@sshsb.com.my) and/or fax at +603-2094 9940 / 2095 0292 during office hours.



BAHVEST RESOURCES BERHAD
[Registration No. 200401011001 (649504-D)]
Incorporated in Malaysia

REQUEST FORM – ANNUAL REPORT 2022

Dear Shareholders

If you wish to receive a printed copy of the Annual Report 2022, please complete this Request Form and mail it to Securities Services (Holdings) Sdn Bhd, Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan (KL) or email to info@sshshb.com.my

Name of Shareholder : _____

NRIC No./ Company : _____
No. _____

CDS Account No. : _____

Mailing Address : _____

Contact No. : _____

E-mail Address : _____

Signature of Shareholder



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AFFIX
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BAHVEST RESOURCES BERHAD

(Registration No. 200401011001 (649504-D))

c/o SECURITIES SERVICES (HOLDINGS) SDN BHD

(Registration No. 197701005827 (36869-T))

Level 7, Menara Milenium

Jalan Damanlela

Pusat Bandar Damansara

Damansara Heights

50490 Kuala Lumpur

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BAHVEST RESOURCES BERHAD
Registration no. 200401011001(649504-D)
(Incorporated in Malaysia)

FORM OF PROXY

I/We _____ NRIC No./Company No. _____
(FULL NAME IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

Telephone No.: _____ Email Address: _____

being a member/members of BAHVEST RESOURCES BERHAD, hereby appoint _____
(FULL NAME IN BLOCK LETTERS)

NRIC No. _____ of _____
(FULL ADDRESS)

Telephone No.: _____ Email Address: _____

or failing him _____ NRIC No. _____
(FULL NAME IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

Telephone No.: _____ Email Address: _____

or failing him/her, the Chairman of the meeting as my/our proxy to vote for me/us on my/our behalf, at the 18th Annual General Meeting ("AGM") of the Company to be held at Western Hall, LA Hotel, MPT No. 299, Jalan St Patrick, (Off Jalan Belunu), 91000 Tawau, Sabah, Malaysia on Friday, 26 August 2022 at 10:00 a.m. or any adjournment thereof and to vote as indicated below:-

AS ORDINARY BUSINESS		FOR	AGAINST
Ordinary Resolution 1	To approve the payment of Directors' Fees and Benefits to Non-Executive Directors up to an amount of RM500,000 for the period from 26 August 2022 until the next AGM of the Company.		
Ordinary Resolution 2	To re-elect Datuk Lo Fui Ming as Director in accordance with Clause 107(1)(b) of the Company's Constitution.		
Ordinary Resolution 3	To re-appoint Messrs Baker Tilly Monteiro Heng PLT as the Company's Auditors until the conclusion of the next AGM and to authorize the Directors to fix their remuneration.		
AS SPECIAL BUSINESS			
Ordinary Resolution 4	To authorize the Directors to allot and issue shares in the Company pursuant to Section 75 and 76 of the Companies Act 2016.		

Please indicate with an "X" in the space above on how you wish to cast your vote. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.

First Proxy	_____	%
Second Proxy	_____	%
Total:	_____	100%

No. of shares held :	_____
CDS A/C No.:	_____

Signed this _____ day of _____, 2022

Signature / Seal of Member



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NOTE:

1. *In respect of deposited securities, only members whose names appear in the Record of Depositors as at 19 August 2022 (General Meeting Record of Depositors) shall be entitled to attend, speak and vote at this 18th AGM.*
2. *Any member of the Company entitled to attend and vote is entitled to appoint one (1) or more proxies to attend and vote instead of him, and that a proxy need not be a member of the Company and where a member appoints more than one (1) proxy, the member must specify the proportion of his shareholdings to be represented by each proxy respectively, failing which the appointment shall be invalid.*
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5. *A corporation may complete the proxy form under its common seal or under the hand of an officer or attorney duly authorized.*
6. *Please indicate with and "X" either "For" or "Against". If neither "For" or "Against" is indicated, the proxy will vote as he thinks fit or abstain from voting.*
7. *The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than twenty-four (24) hours before the time appointed for holding this AGM or adjourned general meeting at which the person named in the appointment proposes to vote:*
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Damansara Heights
50490 Kuala Lumpur

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