

商联控股有限公司
UNICO HOLDINGS BERHAD
Registration No.: 198101004670 (70785-V)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty Eighth Annual General Meeting of the Company will be held at Alhambra Ballroom, Level M1, Melia Hotel Kuala Lumpur, 16 Jalan Imbi, 55100 Kuala Lumpur on Friday, 18 September 2020 at 2:00 p.m. to transact the following businesses:

AGENDA

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| 1. | To lay the Audited Financial Statements for the year ended 31 March 2020 together with the Reports of the Directors and Auditors thereon. | Refer to
Explanatory
Note 1 |
| 2. | To sanction the declaration of a first and final single-tier dividend of 2.50 sen per share for the financial year ended 31 March 2020. | Resolution 1 |
| 3. | To approve the payment of Directors' fees amounting to RM85,000 for the year ended 31 March 2020. | Resolution 2 |
| 4. | To approve the payment of Directors' benefits payable to the Directors up to an amount of RM30,000 for the period from 18 September 2020 until the next Annual General Meeting of the Company. | Resolution 3 |
| 5. | To re-elect Mr Lee Khim Sin who retires in accordance with Article 137 of the Company's Constitution, as Director. | Resolution 4 |
| 6. | To appoint Messrs Grant Thornton Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. | Resolution 5 |
| 7. | To transact any other business of which due notice shall have been given. | |

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT subject to the approval of the shareholders at the Thirty Eighth Annual General Meeting of the Company to be held on Friday 18 September 2020, a first and final single-tier dividend of 2.50 sen per share for the financial year ended 31 March 2020 will be paid on 16 October 2020 to the shareholders whose names appear in the Register of Members on 28 September 2020. The entitlement date for the dividend payment is on 28 September 2020.

By order of the Board

Company Secretaries
HENG CHIANG POOH (MAICSA 7009923)
WONG CHOONG YEE (MIA 11084)

Kuala Lumpur
Dated this : 26 August 2020

Notice of Annual General Meeting (cont'd)

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint only a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company. According to Article 102(1)(b) of the Company's Constitution, once a member has appointed a proxy, the member shall not be allowed to attend and vote at the meeting.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly appointed under the power of attorney or if such appointer is a corporation, either under its common seal or the hand of an officer or its attorney duly appointed under a power of attorney.
3. The instrument appointing a proxy must be deposited at the Company's Share Registrar Office 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**, not less than 48 hours before the time appointed for holding the meeting or at any adjournment thereof.
4. In the case of joint holdings, the vote of the first named in the Register of Members will be accepted to the exclusion of the other joint holders.

Explanatory Notes on Ordinary Business

1. Statutory Audited Financial Statements for the financial year ended 31 March 2020

This Agenda item is meant for discussion only as the provisions of Section 248(2) and Section 340(1)(a) of the Companies Act, 2016 do not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this item is not put forward to shareholders for voting.

2. Ordinary Resolution 3 – Directors' Benefits Payable

The proposed Directors' benefits payable comprises allowances and other benefits.

The total estimated amount of Directors benefits payable is calculated based on the number of scheduled Board's meetings for the period from 18 September 2020 until the next Annual General Meeting of the Company. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next Annual General Meeting of the Company.

3. Ordinary Resolution 5 – Appointment of Auditors

Notice of Nomination pursuant to Section 271(4) of the Companies Act, 2016, a copy of which is marked "Annexure A", has been received by the Company nominating Messrs. Grant Thornton Malaysia PLT for appointment as auditors of the Company in place of the retiring auditors, PricewaterhouseCoopers PLT and of the intention to move the motion as stated therein.

Notice of Annual General Meeting (cont'd)

ANNEXURE A

Teoh Kok Liang
2 Lorong 6
Taman Lake View
34000 Taiping
Perak

28 July 2020

The Board of Directors
Unico Holdings Berhad
8th Floor, Menara Cosway
Plaza Berjaya
12 Jalan Imbi
55100 Kuala Lumpur

Dear Sirs

NOTICE OF NOMINATION OF MESSRS GRANT THORNTON MALAYSIA PLT FOR APPOINTMENT AS AUDITORS

Pursuant to Section 271(4) of the Companies Act, 2016, I being a shareholder of Unico Holdings Berhad ("the Company"), hereby give notice of my intention to nominate Messrs. Grant Thornton Malaysia PLT for appointment as auditors of the Company in place of the retiring auditors, PricewaterhouseCoopers PLT and of the intention to move the following motion to be passed as an Ordinary Resolution: -

"That Messrs Grant Thornton Malaysia PLT be appointed as Auditors of the Company in place of the retiring Auditors, Messrs PricewaterhouseCoopers PLT and to hold office until the conclusion of the next general meeting at a remuneration to be determined by the Directors."

Yours faithfully

TEOH KOK LIANG