Malaysia Smelting Corporation Berhad
[197801006055 (43072-A)]

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Forty-Sixth ("46th") Annual General Meeting ("AGM") of MALAYSIA SMELTING CORPORATION BERHAD (the "Company") will be held at Grand Suite, Level 7, Hilton Kuala Lumpur, 3 Jalan Stesen Sentral, 50470 Kuala Lumpur, Malaysia on Thursday, 29 May 2025 at 11.00 a.m. to transact the following businesses:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors' and Auditors' Reports thereon. **{Please refer to Note B(1)}**
2. To approve the payment of a Final Single-Tier Dividend of RM0.07 per share in respect of the financial year ended 31 December 2024. **Resolution 1**
3. To approve the payment of Directors' Fees and Benefits of up to RM885,000.00 from 30 May 2025 until the next AGM of the Company to be held in year 2026. **Resolution 2**
4. To re-elect the following Directors of the Company who are retiring pursuant to Clause 102 of the Constitution of the Company:
   (i) Dato' Dr. (Ir.) Yong Mian Thong **Resolution 3**
   (ii) Datuk Lim Hong Tat **Resolution 4**
5. To re-appoint Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 5**

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions with or without modification:

6. **ORDINARY RESOLUTION - AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** **Resolution 6 {Please refer to Note C(1)}**

   "THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby authorised to allot and issue shares in the Company at any time and from time to time until the conclusion of the next AGM of the Company 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 per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) at the time of issue, subject to the Constitution of the Company and approval of all the relevant regulatory bodies being obtained for such allotment and issue."

7. **ORDINARY RESOLUTION - PROPOSED BONUS ISSUE OF 420,000,000 NEW ORDINARY SHARES IN MSC ("MSC SHARE(S)" OR "SHARE(S)") ("BONUS SHARE(S)") ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING MSC SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER ("PROPOSED BONUS ISSUE")** **Resolution 7 {Please refer to Note C(2)}**

   "THAT subject to the approvals being obtained from all relevant authorities and/or parties (where applicable), authority be and is hereby given to the Board of Directors of MSC ("Board") to issue and allot 420,000,000 Bonus Shares on the basis of 1 Bonus Share for every 1 existing MSC Share held by the shareholders whose names appear in the Record of Depositors of the Company at 5.00 p.m. on a Bonus Shares entitlement date to be determined and announced later ("Entitlement Date");

   THAT fractional entitlements of Bonus Shares arising from the Proposed Bonus Issue, if any, shall be dealt with in such manner as the Board in its absolute discretion deems fit and expedient and in the best interest of the Company;

   THAT the Bonus Shares in respect of the Proposed Bonus Issue shall be issued as fully paid, at nil consideration and without capitalisation of the Company's reserves;

   THAT the Bonus Shares will, upon allotment and issuance, rank pari passu in all respects with the then existing MSC Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution that may be declared, made or paid before the Entitlement Date;

   AND THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Bonus Issue (including without limitations, the affixation of the Company's Common Seal in accordance with the Company's Constitution) with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue."

8. To transact any other business of which due notice shall have been given in accordance with the Constitution of the Company and the Companies Act 2016.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT, subject to the approval of shareholders at the 46th AGM, a Final Single-Tier Dividend of RM0.07 sen per share in respect of the financial year ended 31 December 2024 will be paid to shareholders on 26 June 2025. The entitlement date for the said Dividend shall be on 16 June 2025.

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 16 June 2025 in respect of transfers.
(b) Shares bought on Bursa Malaysia Securities Berhad and Singapore Exchange Securities Trading Limited on cum entitlement basis according to the Rules of the respective Exchanges.

BY ORDER OF THE BOARD

WONG YOUN KIM
SSM PC No. 201908000410
(MAICSA 7018778)
Company Secretary

Date: 30 April 2025

Explanatory Notes:

A) Appointment of Proxy

1. *In respect of deposited securities, only members whose names appear on the Record of Depositors on 23 May 2025 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.*
2. *A member entitled to attend, speak and vote at the meeting is entitled to appoint one or more proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company and there is no restriction as to the qualification of a proxy.*
3. *Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.*
4. *Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act 1991, 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. *The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited with the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than twenty-four (24) hours before the time appointed for taking of the poll at the meeting or any adjournment thereof. Any notice of termination of person's authority to act as a proxy must be forwarded to the Company prior to the commencement of the AGM or Adjourned AGM.*
6. *If the appointor is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of its attorney.*
7. *Pursuant to paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of AGM will be put to vote on poll.*

B) Ordinary Business

1. *Audited Financial Statements for the financial year ended 31 December 2024*

   Agenda item no. 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of shareholders and hence, this item on the Agenda will not be put for voting.

C) Special Business

1. *Proposed Renewal of Authority under Sections 75 and 76 of the Companies Act 2016 for the Directors to allot and issue shares*

   The Company had, during its last AGM held on 29 May 2024, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to the Sections 75 and 76 of the Companies Act 2016, which will lapse at the conclusion of 46th AGM to be held on 29 May 2025.

   The renewal of this mandate will provide flexibility to the Company for any fundraising activities, including but not limited to placing of shares, for purpose of funding future investment, working capital and/or acquisitions.

   Up to the date of this Notice, the Company did not issue any shares pursuant to the mandate granted to the Directors at the 45th AGM as the need does not arise for any fund raising activity for the purpose of investment, acquisition or working capital.

2. *Proposed Bonus Issue*

   The proposed adoption of Resolution 7 is to give authority to the Board to issue and allot 420,000,000 Bonus Shares on the basis of 1 Bonus Share for every 1 existing MSC Share held by the shareholders whose names appear in the Record of Depositors of the Company at 5.00 p.m. on a Bonus Shares entitlement date to be determined and announced later. Please refer to the Company's Circular to shareholders in relation to the Proposed Bonus Issue dated 30 April 2025 for further information.

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PROXY FORM

No. of ordinary shares held	CDS account no. of holder

I/We, _____ (full name of shareholder as per NRIC/Passport, in capital letters),

NRIC No./Passport No./Company No. _____ of _____

_____ (full address) being a

member of MALAYSIA SMELTING CORPORATION BERHAD hereby appoint *Mr./Ms. _____

(NRIC No./Passport No. _____ Contact No. _____

E-mail Address _____) of _____

or failing whom *Mr./Ms. _____ (NRIC No./Passport No. _____

Contact No. _____ E-mail Address _____) of _____

_____ or failing whom, the Chairman of the Meeting as *my/our *proxy/proxies to attend and vote for *me/us on *my/our behalf at the Forty-Sixth ("46th") Annual General Meeting ("AGM") of the Company to be held at Grand Suite, Level 7, Hilton Kuala Lumpur, 3 Jalan Stesen Sentral, 50470 Kuala Lumpur, Malaysia on Thursday, 29 May 2025 at 11.00 a.m. and at any adjournment thereof.

My/our proxy/proxies is/are to vote as indicated below.

RESOLUTIONS		FOR	AGAINST
1.	To approve the payment of a Final Single-Tier Dividend of RM0.07 per share in respect of the financial year ended 31 December 2024.		
2.	To approve the payment of Directors' Fees and Benefits of up to RM885,000.00 from 30 May 2025 until the next AGM of the Company to be held in year 2026.		
3.	To re-elect Dato' Dr. (Ir.) Yong Mian Thong who is retiring pursuant to Clause 102 of the Constitution of the Company.		
4.	To re-elect Datuk Lim Hong Tat who is retiring pursuant to Clause 102 of the Constitution of the Company.		
5.	To re-appoint Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.		
6.	Authority to allot and issue shares pursuant to Section 75 and 76 of the Companies Act 2016.		
7.	Proposed Bonus Issue of 420,000,000 new ordinary shares		

(Please indicate with an "X" in the appropriate box against the resolutions on how you wish your proxy to vote. The proxy is to vote on the resolutions set out in the Notice of Meeting as you have indicated. If no specific instruction as to voting is given, this form will be taken to authorise the proxy to vote at his/her discretion.)

Dated this _____ day of _____, 2025.

_____
Signature/Common Seal of Shareholder

For appointment of two proxies, percentage of shareholdings to be represented by the proxies is as follows:

Name of Proxy	No. of shares	Percentage
Proxy 1		%
Proxy 2		%
Total		100%

NOTES:

1. In respect of deposited securities, only members whose names appear on the Record of Depositors on 23 May 2025 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.
2. A member entitled to attend, speak and vote at the meeting is entitled to appoint one or more proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company and there is no restriction as to the qualification of a proxy.
3. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
4. Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act 1991, 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. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited with the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than twenty-four (24) hours before the time appointed for taking of the poll at the meeting or any adjournment thereof. Any notice of termination of person's authority to act as a proxy must be forwarded to the Company prior to the commencement of the AGM or Adjourned AGM.
6. If the appointor is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of its attorney.
7. Pursuant to paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of AGM will be put to vote on poll.

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BOARDROOM SHARE REGISTRARS SDN. BHD.
Registration No. 199601006647 (378993-D)
11th Floor, Menara Symphony
No. 5 Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

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