



NATIONWIDE EXPRESS HOLDINGS BERHAD

(Company Registration No. 201601014526 (1185457-K))
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixth ("6th") Annual General Meeting ("AGM") of Nationwide Express Holdings Berhad will be held at De Palma Hotel Shah Alam, Jalan Nelayan 19/15, Seksyen 19, 40300 Shah Alam, Selangor Darul Ehsan on **Friday, 30th September 2022** at 9.30 a.m. for the following purposes: -

AGENDA

AS ORDINARY BUSINESS

No. Agenda

- | | Remarks |
|--|------------------------------------|
| 1. To receive the Audited Financial Statements for the Financial Year ended 31st March 2022 together with the Reports of the Directors and Auditors thereon | Please refer to Explanatory Note 1 |
| 2. To re-elect the following Director who retires by rotation pursuant to Article 69 of the Company's Constitution , and being eligible, offered herself for re-election: -
• Dr. Roshayati binti Basir | Ordinary Resolution 1 |
| 3. To approve the payment of the Directors' remuneration for the Non-Executive Directors of the Company for the period from 1 April 2022 until the conclusion of the next AGM of the Company. | Ordinary Resolution 2 |
| 4. To appoint Messrs SFAI Malaysia PLT as Auditors of the Company in place of the retiring Auditors, Messrs Ernst & Young PLT , to hold office until the conclusion of the next Annual General Meeting, at a remuneration to be determined by the Directors. | Ordinary Resolution 3 |
| 5. To transact any other ordinary business of which due notice shall have been given in accordance with the Companies Act, 2016 and the Constitution of the Company. | |

BY ORDER OF THE BOARD

SHAHIDATUL NURZIHAN BINTI YA'ACOB (MIA36028)

Company Secretary

Shah Alam, Selangor

9th September 2022

EXPLANATORY NOTES

1. Note 1 - Audited Financial Statements

The Audited Financial Statements are meant for discussion only in accordance with Section 340(1)(a) of the Companies Act 2016 ("CA 2016") as it does not require a formal approval of the shareholders and hence, is not put forward for voting.

2. Resolution 1 - Re-election of Director

Dr. Roshayati binti Basir ("Retiring Director") is due for retirement by rotation pursuant to Article 69 of the Company's Constitution at the 6th AGM of the Company and is eligible to offer herself for re-election at the AGM in accordance with the Company's Constitution. The Retiring Director is seeking re-election as Director of the Company.

3. Resolution 2 - Directors' Remuneration

Section 230(1) of the Companies Act, 2016 provide amongst others, that the fees of the Directors and any benefits payable to the Directors of the company and its subsidiaries shall be approved at a general meeting. In this respect, the shareholders' approval shall be sought at the 6th AGM on the Directors' remuneration under Ordinary Resolution 2 on payment of Directors' remuneration in respect of the period from the 6th AGM to the next AGM of the Company.

The Directors' fees structure for the Financial Year ended ("FYE") 31st March 2022 remains unchanged compared to the preceding FYE 31st March 2021 as follows: -

Board	Chairman	Member
Board	RM63,000	RM42,000
Audit & Risk Management Committee	RM10,000	RM7,000
Nomination & Remuneration Committee	RM8,000	RM5,000

The proposed Directors' fees from 1st April 2022 until the conclusion of the next AGM of the Company (18 months) is based on the below Directors' fees structure:

Board	Chairman	Member
Board	RM36,000	RM30,000

Note: Audit & Risk Management and Nomination & Remuneration Committees have been disbanded effective from 5 April 2022, pursuant to the delisting of the Company on the 5 April 2022.

The proposed Resolution 2, if passed, will give authority to the Company to pay the Directors' fees on a quarterly/monthly basis based on the above Directors' fees structure, since the Non-Executive Directors have discharged their responsibilities and rendered their services to the Company throughout the period.

4. Resolution 3 - Appointment of Auditors

The shareholders' approval is sought for the appointment of Messrs SFAI Malaysia PLT in place of the retiring Auditors, Messrs Ernst & Young. This resolution, if approved, will allow Messrs SFAI Malaysia PLT to hold office until the conclusion of the next AGM of the Company and will authorise the Board to determine their remuneration thereof.

NOTES

A. Appointment of Proxy(ies)

- Only members registered in the General Meeting Records of Depositors as at 23rd September 2022 shall be entitled to attend, speak and spoke at the AGM or appoint proxy(ies) to participate and/or vote on their behalf.
- A Member of the Company who is entitled to participate and vote at the AGM, may appoint up to 2 proxies by specifying the proportion of his/her shareholding to be represented by each proxy. A proxy may not be a member of the Company.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for the 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.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly appointed under a power of attorney or if such appointer is a corporation, either under the corporation's seal or under the hand of an office or attorney duly appointed under a power of attorney.
- The instrument appointing a proxy must be deposited at the Company's Share Registrars' office at Boardroom Share Registrars Sdn Bhd ("BSR"), 11th Floor Menara Symphony No.5 Jalan Prof.Khoo Kay Kim Seksyen 13 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time of holding the meeting or adjournment thereof, or, in the case of a poll, not less than twenty four (24) hours before the time appointed for the taking of the poll.