



CWG HOLDINGS BERHAD

201601035444 (1206385-W)

(Incorporated in Malaysia)

Extraordinary General Meeting

Date : Tuesday, 3 October 2023

Time : 11.30 am

Venue : The Light Hotel, Lebuh Tenggiri 2
Bandar Seberang Jaya
13700 Seberang Jaya
Penang

11 September 2023

Dear Shareholders,

CWG Holdings Berhad - Extraordinary General Meeting

We are pleased to inform that an Extraordinary General Meeting (“EGM”) of CWG Holdings Berhad (“CWG” or “the Company”) will be held at The Light Hotel, Lebuh Tenggiri 2, Bandar Seberang Jaya, 13700 Seberang Jaya, Penang on Tuesday, 3 October 2023 at 11.30 am.

The following documents can be viewed or downloaded from the Company’s website at www.cwgholdings.com.my/shareholders-meeting/. You may also scan the below QR code with your smart device:-



1. Circular to Shareholders
2. Notice of EGM
3. Administrative Guide
4. Proxy Form
5. Circular to Shareholders Request Form

If you need a copy of the printed Circular to Shareholders, you may make your request by completing and submitting the Circular to Shareholders Request Form to us accordingly. Alternatively, you may also request from our Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at <https://tiih.online> by selecting "Request for Annual Report/Circular" under the "Investor Services". The Circular will be delivered to you by ordinary post as soon as reasonably practicable upon your request.

If you wish to appoint a proxy to attend and vote on your behalf at the EGM, you may deposit your proxy form at 6428, Lorong Mak Mandin Tiga, Mak Mandin Industrial Estate, 13400 Butterworth, Penang, Malaysia or by electronic submission via TIIH Online website at <https://tiih.online> not less than forty-eight (48) hours before the time in the appointed for holding the meeting. Please refer to the Administrative Guide for further information.

Should you require assistance on the above matter, kindly contact the following persons at:

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line	+603-2783 9299	
En. Mohd Kamal Bin Mohd Din	+603-2783 9237	(Kamal.Mohd@my.tricorglobal.com)
En. Muhammad Ashraff Bin Mohd Khaizan	+603-2783 9276	(Muhammad.Ashraff@my.tricorglobal.com)

We thank you for your continued support to CWG Holdings Berhad.

Yours faithfully
for and on behalf of the Board of
CWG HOLDINGS BERHAD

OOI CHIN SOON
Executive Chairman

Moving forward, notices and documents may be sent by electronic means. To receive your e-notices & e-documents, please update your email address and mobile number with your stockbroker/authorized depository agent now.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of CWG Holdings Berhad ("CWG" or the "Company") will be held at The Light Hotel, Lebuq Tenggeri 2, Bandar Seberang Jaya, 13700 Seberang Jaya, Penang on Tuesday, 3 October 2023, at 11.30 a.m., or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolution:-

ORDINARY RESOLUTION

PROPOSED DIVERSIFICATION OF THE EXISTING PRINCIPAL ACTIVITIES OF CWG AND ITS SUBSIDIARIES TO INCLUDE PROPERTY DEVELOPMENT ("PROPOSED DIVERSIFICATION")

"**THAT**, subject to the approvals of the relevant authorities and/ or parties being obtained, approval be and is hereby given to the Company and its subsidiaries to diversify its existing principal activities to include property development;

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all things and acts as may be required to give effect to the Proposed Diversification 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 matter relating thereto and to take all such steps to do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed Diversification."

By Order of the Board

HING POE PYNG (MAICSA 7053526)
(SSM PC No. 202008001322)
LENG LI MEI (MAICSA 7062371)
(SSM PC No. 202008000276)

Company Secretaries
Penang
11 September 2023

Notes:-

1. *A proxy may but need not be a member of the Company and a member shall be entitled to appoint up to two (2) persons to be his proxy(ies). Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.*
2. *Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint up to two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
3. *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 SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*
4. *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.*
5. *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 48 hours before the time appointed for holding the meeting:*
 - (i) *In hard copy form*
The proxy form must be deposited at the Company's Registered Office at 6428, Lorong Mak Mandin Tiga, Mak Mandin Industrial Estate, 13400 Butterworth, Penang.
 - (ii) *By electronic means*
The proxy form can be electronically submitted to the Share Registrar of the Company via TIH Online at <https://tjih.online>. Please refer to the Administrative Guide on the procedure of electronic submission of proxy form via TIH Online.
6. *In respect of deposited securities, only members whose names appear on the Record of Depositors on 27 September 2023 (General Meeting Record of Depositors) shall be eligible to attend the EGM or appoint proxy(ies) to attend and/or vote on his behalf.*

ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”)

Date	:	3 October 2023
Time	:	11.30 am
Venue	:	The Light Hotel, Lebuh Tenggiri 2, Bandar Seberang Jaya 13700 Seberang Jaya, Penang

PRE-REGISTRATION TO ATTEND THE EGM

In order to allow the Company to make the necessary arrangements in relation to the meeting i.e. infrastructure, logistics and meeting venue to accommodate the meeting participants, shareholders/proxies who wish to attend in person are advised to pre-register your attendance with the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. (“**Tricor**”) via the TIIH Online website at <https://tiih.online>.

Please do read and follow the following procedures to pre-register your physical attendance at the EGM via the TIIH Online website at <https://tiih.online>.

1. Login in to TIIH Online website with your user name (i.e. e-mail address) and password under the “e-Services”.
2. If you have not registered as a user of TIIH Online, please refer to the tutorial guide posted on the homepage for assistance to sign up.
3. Select the corporate event: “**(REGISTRATION) CWG EGM 2023**”.
4. Read and agree to the Terms & Conditions and confirm the Declaration.
5. Select “Register for Physical Attendance at Meeting Venue”.
6. Review your registration and proceed to register.
7. System will send an e-mail to notify that your registration for Physical Attendance at Meeting Venue is received and will be verified.
8. After verification of your registration against the General Meeting Record of Depositors as at 27 September 2023, the system will send you an e-mail on 1 October 2023 to approve or reject your registration to attend physically at the Meeting Venue.

REGISTRATION ON THE DAY OF EGM

1. Registration will commence at 10.30 am.
2. Please present your original National Registration Identity Card (NRIC) or Passport to the registration staff for verification.

3. A voting slip and an identification wristband will be given to you thereafter. No one will be allowed to enter the meeting room without an identification wristband.
4. Registration must be done in person. No person is allowed to register on behalf of another.
5. The registration counter will handle verification of identity, registration and revocation of proxy/proxies.

APPOINTMENT OF PROXY

1. A member entitled to attend and vote in the meeting is allowed to appoint proxy. Please submit your Proxy Form in accordance with the notes and instructions printed therein.
2. The Proxy Form is not required if you are attending the meeting.
3. If you have submitted your Proxy Form prior to the meeting and subsequently decided to attend the meeting in person, please proceed to the registration counter to revoke the appointment of your proxy.
4. Please ensure that the original Proxy Form is deposited at the Company's Registered Office at 6428, Lorong Mak Mandin Tiga, Mak Mandin Industrial Estate, 13400 Butterworth, Penang, Malaysia not less than 48 hours before the meeting time. No proof of dispatch of Proxy Form will be entertained.
5. You also have the option of submitting the Proxy Form electronically to the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**"). The procedures to lodge your Proxy Form electronically via Tricor's **TIIH Online** website are summarized below:

Procedure	Action
i. <u>Steps for Individual Shareholders</u>	
Register as a User with TIIH Online	<ul style="list-style-type: none"> • Using your computer, please access the website at https://tiih.online. Register as a user under the "e-Services". Please refer to the tutorial guide posted on the homepage for assistance. • If you are already a user with TIIH Online, you are not required to register again.
Proceed with submission of form of proxy	<ul style="list-style-type: none"> • After the release of the Notice of Meeting by the Company, login with your user name (i.e. email address) and password. • Select the corporate event: "CWG EGM 2023 - SUBMISSION OF PROXY FORM". • Read and agree to the Terms and Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. • Review and confirm your proxy(s) appointment. • Print the form of proxy for your record.

ii. Steps for Corporation or Institutional Shareholders	
Register as a User with TIIH Online	<ul style="list-style-type: none"> • Access TIIH Online at https://tiih.online. • Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the “Sign Up” button and followed by “Create Account by Representative of Corporate Holder”. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by email within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the email and re-set your own password. <p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
Proceed with submission of form of proxy	<ul style="list-style-type: none"> • Login to TIIH Online at https://tiih.online. • Select the corporate event name: “CWG EGM 2023 - SUBMISSION OF PROXY FORM”. • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Login to TIIH Online, select corporate event name: “CWG EGM 2023 - SUBMISSION OF PROXY FORM”. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

GENERAL MEETING RECORD OF DEPOSITORS

For the purpose of determining who shall be entitled to attend the EGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 27 September 2023 and only a depositor whose name appears on such Record of Depositors shall be entitled to attend the said meeting.

NO RECORDING OR PHOTOGRAPHY

No recording or photography of the EGM proceedings is allowed without the prior written permission of the Company.

ENQUIRY

If you have any enquiries prior to the meeting, please contact the following persons during office hours on Mondays to Fridays from 9.00 am to 5.30 pm (except on public holidays):-

Share Registrar

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line +603-2783 9299

En. Mohd Kamal Bin Mohd Din +603-2783 9237 (Kamal.Mohd@my.tricorglobal.com)

En. Muhammad Ashraff Bin Mohd Khaizan +603-2783 9276 (Muhammad.Ashraff@my.tricorglobal.com)



CWG HOLDINGS BERHAD
201601035444 (1206385-W)

No. of Shares Held

CDS Account No.

Telephone No.: _____
(During office hours)

I/We, _____ NRIC/Passport/Company No. _____
(Full name in block letters)

of _____
(Address)

being a Member(s) of CWG Holdings Berhad, hereby appoint:

Full Name (in Block Letters)	NRIC/Passport No.	No. of Shares	% of Shareholding

and/or (* delete as appropriate)

Full Name (in Block Letters)	NRIC/Passport No.	No. of Shares	% of Shareholding

or failing him/her, the Chairman of the Meeting as my/our proxy, to vote for me/us and on my/our behalf at the Extraordinary General Meeting ("**EGM**") of the Company to be held at The Light Hotel, Lebuh Tenggiri 2, Bandar Seberang Jaya, 13700 Seberang Jaya, Penang on Tuesday, 3 October 2023 at 11.30 a.m., or at any adjournment thereof.

Ordinary Resolution	For	Against
Proposed Diversification		

Please indicate with an "X" in the spaces provided above on how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion.

Dated this _____ day of _____, 2023

Signature of Member(s) or/ Common Seal

Notes:

- A proxy may but need not be a member of the Company and a member shall be entitled to appoint up to two (2) persons to be his proxy(ies). Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.*
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint up to two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
- 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 SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.*
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Personal Data Privacy

By submitting the duly executed proxy form, the member and his/her proxy consent to the Company and/or its agents/service providers to collect, use and disclose the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the EGM of the Company and any adjournment thereof.

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AFFIX
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CWG HOLDINGS BERHAD

201601035444 (1206385-W)

The Company Secretaries
6428, Lorong Mak Mandin Tiga
Mak Mandin Industrial Estate
13400 Butterworth, Penang

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H O L D I N G S B E R H A D

CWG HOLDINGS BERHAD

201601035444 (1206385-W)

(Incorporated in Malaysia)

**CIRCULAR TO SHAREHOLDERS
REQUEST FORM**

Dear Shareholders,

Should you wish to receive a copy of the printed Circular to Shareholders, please complete your particular below and return this form to us through the following means:

- (a) By mail to our Company's registered office at 6428, Lorong Mak Mandin Tiga, Mak Mandin Industrial Estate, 13400 Butterworth, Penang, Malaysia or fax it to +604-324 8607; or
- (b) Submit a request online at <https://tjih.online> by selecting "Request for Annual Report/Circular" under the tab marked as "Investor Services".

We shall mail the Circular to you as soon as reasonably practicable after the receipt of the request.

Thank you.

PARTICULARS OF SHAREHOLDER

Name of Shareholder

NRIC No. / Passport No. / Company No.

CDS Account No.

Mailing Address

Telephone No. / Email Address

Signature of Member/ Company Seal

Date

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AFFIX
STAMP

CWG HOLDINGS BERHAD

201601035444 (1206385-W)

The Company Secretaries
6428, Lorong Mak Mandin Tiga
Mak Mandin Industrial Estate
13400 Butterworth, Penang

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