



COCOALAND HOLDINGS BERHAD

Registration No. 200001013413 (516019-H)

(Incorporated in Malaysia and registered under the Companies Act 2016)

**NOTIFICATION OF THE POSTPONED TWENTY-FIRST (21ST) ANNUAL GENERAL MEETING
AND EXTRAORDINARY GENERAL MEETING**

Dear Valued Shareholders of Cocoaland Holdings Berhad

We refer to the earlier announcements made on 24 May 2021 and 1 June 2021 in relation to the Notice of the 21st Annual General Meeting (“AGM”) and Extraordinary General Meeting (“EGM”) of Cocoaland Holdings Berhad (“Cocoaland” or “the Company”) and its postponement in light of the announcements on the Full Movement Control Order by the Government to curb the spread of COVID-19 infections in Malaysia.

The Company, having considered the current pandemic situation wishes to inform that the postponed 21st AGM and EGM shall be conducted fully virtual through live streaming and online remote voting by using Remote Participation and Voting (“RPV”) facilities and the details are as follows:

Postponed 21st AGM and EGM		
Date & Time: <u>Postponed 21st AGM</u> Wednesday, 22 September 2021 at 10.00 a.m. <u>Postponed EGM</u> Wednesday, 22 September 2021 at 11.30 a.m. or 30 minutes after the conclusion of the Postponed 21st AGM whichever is later	Meeting Venue: Online Meeting Platform provided by ShareWorks Sdn. Bhd.	Meeting Platform: www.swsb.com.my

The agenda stated in the Notice of 21st AGM and EGM dated 25 May 2021 remains unchanged. In conjunction with the Postponed 21st AGM and EGM, the following documents are now available on Cocoaland’s website at www.cocoaland.com:-

- 1) Notification of the Postponed 21st AGM and EGM dated 27 August 2021 (“Notification”); and
- 2) Revised Notice, Proxy Form and Administrative Guide of the Postponed 21st AGM and EGM.

The 2020 Annual Report and Circular to Shareholders of Cocoaland are already available on Cocoaland’s website at www.cocoaland.com since 25 May 2021.

Please read and follow the procedures in the Administrative Guide for Shareholders in order to participate remotely at the Postponed 21st AGM and EGM via RPV facilities.

In view of the above, the proxy forms that have been deposited at the Company’s Registered Office prior to this Notification shall remain valid, unless a new proxy form is deposited at the Company’s Registered Office which will supersede the previous proxy form deposited (if any).

BY ORDER OF THE BOARD

Dato’ Azman Bin Mahmood
Chairman

Kuala Lumpur
Date: 27 August 2021



COCOALAND HOLDINGS BERHAD

Registration No. 200001013413 (516019-H)

(Incorporated in Malaysia)

NOTICE OF POSTPONED EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Postponed Extraordinary General Meeting (“EGM”) of Cocoaland Holdings Berhad (“Cocoaland” or the “Company”) will be conducted fully virtual through live streaming and online remote voting by using Remote Participation and Voting (“RPV”) facilities via www.swsb.com.my hosted by ShareWorks Sdn. Bhd. on **Wednesday, 22 September 2021 at 11.30 a.m.** or 30 minutes after the conclusion of the Postponed Twenty-First Annual General Meeting or adjournment (as the case may be) which will be held on the same day at 10.00 a.m., whichever is later, or any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF 228,800,000 NEW ORDINARY SHARES IN COCOALAND (“COCOALAND SHARES”) (“BONUS SHARES”), ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING COCOALAND SHARE (INCLUDING TREASURY SHARES) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED LATER (“PROPOSED BONUS ISSUE”)

“THAT, subject to the approvals of all relevant authorities or parties (where required) being obtained, approval be and hereby given to the Board of Directors of the Company (“Board”) to issue 228,800,000 Bonus Shares in the share capital of the Company credited to the shareholders whose names appear on the Record of Depositors of the Company as at the close of business at 5.00 p.m. on a day to be determined and announced by the Board (“Entitled Shareholders”) on the basis of 1 Bonus Share for every 1 existing Cocoaland Share (including treasury shares) held by the Entitled Shareholders;

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 will, upon allotment and issuance, rank equally in all respects with the existing Shares, save and except that the Bonus Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date of such dividends, rights, allotments and/or any other forms of distribution precedes the relevant date of allotment and issuance of the Bonus Shares;

AND THAT the Board be and is hereby authorised to sign and execute all documents to give effect to the Proposed Bonus Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and to take all steps and do all such acts and matters in the manner as the Board may consider necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue.”

BY ORDER OF THE BOARD

NG HENG HOUI (SSM PC NO. 202008002923) (MAICSA 7048492)

WONG MEE KIAT (SSM PC NO. 202008001958) (MAICSA 7058813)

YAP FOO TENG (SSM PC NO. 201908001099) (MACS 00601)

Chartered Secretaries

Kuala Lumpur
27 August 2021

Notes:

Proxy

1. *The Postponed EGM of the Company will be conducted fully virtual through live streaming and online remote voting using the Remote Participation and Voting (“RPV”) facilities via www.swsb.com.my hosted by ShareWorks Sdn. Bhd. Please read and follow the procedures for RPV Facility provided in the Administrative Guide for the Postponed EGM.*
2. *A member entitled to attend and vote at the meeting is entitled to appoint not more than 2 proxies to attend and vote in his stead. Where a member appoints 2 proxies, the appointment shall be invalid unless the member specifies the proportion of his holdings to be represented by each proxy.*
3. *Where a member, who is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 which holds shares in the Company for multiple beneficial owners in 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.*
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 its common seal or the hand of its officer or its duly authorised attorney.*
5. *The instrument appointing a proxy must be deposited at the Company’s Registered Office situated at BO3-B-13-1, Level 13, Menara 3A, KL Eco City, No. 3, Jalan Bangsar, 59200 Kuala Lumpur not less than 48 hours before the time for holding the meeting or at any adjournment thereof.*

Additional Notes:-

- *The Proxy Form for the Postponed EGM (“Revised Proxy Form”) DOES NOT INVALIDATE the Proxy Form which was circulated together with the Notice of the EGM dated 25 May 2021 (“Original Proxy Form”). All Original Proxy Forms and Revised Proxy Forms deposited at the Registered Office not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof shall be valid and acceptable.*
- *If the Company receives both the Original Proxy Form and the Revised Proxy Form from the same member, THE LATTER SHALL SUPERSEDE THE FORMER.*

General Meeting Record of Depositors

Only members whose names appear in the Record of Depositors as at 14 September 2021 shall be entitled to attend and vote at the Postponed Extraordinary General Meeting or appoint a proxy to attend and vote on his behalf.

Voting

The ordinary resolution will be put to vote by poll.

No. of Shares held	
CDS Account No.	

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

of
(Full address)

Tel No.being a member(s) of COCOALAND HOLDINGS BERHAD hereby appoint

.....NRIC/Passport No.....
(Full name in block letters)

of
(Full address)

*and/*or failing him/her NRIC/Passport No
(Full name in block letters)

of
(Full address)

or failing him/her, *the Chairman of the Meeting as *my/our proxy to attend and vote for *me/us on *my/our behalf at the Postponed Extraordinary General Meeting of the Company to be conducted fully virtual through live streaming and online remote voting by using Remote Participation and Voting ("RPV") facilities via www.swsb.com.my hosted by ShareWorks Sdn. Bhd. on **Wednesday, 22 September 2021 at 11.30 a.m.** or 30 minutes after the conclusion of the Postponed Twenty-First Annual General Meeting or adjournment (as the case may be) which will be held on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof, in the manner as indicated below:

The proportions of *my/our holdings to be represented by *my/our proxy(ies) are as follows:-

Proxy 1	%	Proxy 2	%
Email Address		Email Address	
Contact No.		Contact No.	

(* strike out whichever is not desired)

ORDINARY RESOLUTION	FOR	AGAINST
Proposed Bonus Issue		

(Please indicate with an "X" in the spaces provided how you wish your vote to be cast. If no specific instruction is given on the voting, the proxy/proxies will vote or abstain from voting on the resolution at his/her discretion.)

Dated this _____ day of _____ 2021

Signature of Member/Common Seal

Notes:

Proxy

1. The Postponed EGM of the Company will be conducted fully virtual through live streaming and online remote voting using the Remote Participation and Voting ("RPV") facilities via www.swsb.com.my hosted by ShareWorks Sdn. Bhd. Please read and follow the procedures for RPV Facility provided in the Administrative Guide for the Postponed EGM.
2. A member entitled to attend and vote at the meeting is entitled to appoint not more than 2 proxies to attend and vote in his stead. Where a member appoints 2 proxies, the appointment shall be invalid unless the member specifies the proportion of his holdings to be represented by each proxy.
3. Where a member, who is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 which holds shares in the Company for multiple beneficial owners in 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.*
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 its common seal or the hand of its officer or its duly authorised attorney.*
 5. *The instrument appointing a proxy must be deposited at the Company's Registered Office situated at BO3-B-13-1, Level 13, Menara 3A, KL Eco City, No. 3, Jalan Bangsar, 59200 Kuala Lumpur not less than 48 hours before the time for holding the meeting or at any adjournment thereof.*

Additional Notes:-

- *The Proxy Form for the Postponed EGM ("Revised Proxy Form") DOES NOT INVALIDATE the Proxy Form which was circulated together with the Notice of the EGM dated 25 May 2021 ("Original Proxy Form"). All Original Proxy Forms and Revised Proxy Forms deposited at the Registered Office not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof shall be valid and acceptable.*
- *If the Company receives both the Original Proxy Form and the Revised Proxy Form from the same member, THE LATTER SHALL SUPERSEDE THE FORMER.*

General Meeting Record of Depositors

Only members whose names appear in the Record of Depositors as at 14 September 2021 shall be entitled to attend and vote at the Postponed Extraordinary General Meeting or appoint a proxy to attend and vote on his behalf.

Voting

The ordinary resolution will be put to vote by poll.

Please Fold Along This Line

Stamp

THE COMPANY SECRETARY
COCOALAND HOLDINGS BERHAD
[Registration No. 200001013413 (516019-H)]
BO3-B-13-1, LEVEL 13, MENARA 3A
KL ECO CITY, NO. 3 JALAN BANGSAR
59200 KUALA LUMPUR

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**ADMINISTRATIVE GUIDE FOR SHAREHOLDERS ATTENDING THE
POSTPONED TWENTY-FIRST ANNUAL GENERAL MEETING (“21ST AGM”) AND
EXTRAORDINARY GENERAL MEETING (“EGM”) OF COCOALAND HOLDINGS BERHAD**

- Meeting Day & Date for 21st AGM and EGM** : Wednesday, 22 September 2021
- Time for 21st AGM** : 10.00 a.m.
- Time for EGM** : 11.30 a.m. or 30 minutes after the conclusion of the Postponed 21st AGM whichever is later
- Platform for Communication** : Shareholders may submit questions to the Board of Directors (“**Board**”) prior to the Postponed 21st AGM and EGM to ir@cocoaland.com no later than 10.00 a.m. on 21 September 2021 for Postponed 21st AGM and 11.30 a.m. for Postponed EGM or to use the Question and Answer (“**Q&A**”) Platform to transmit questions to the Board via Remote Participation and Voting (“**RPV**”) Platform during live streaming.
- Online Meeting Platform** : Fully virtual basis through live streaming and online remote voting by using Remote Participation and Voting (“**RPV**”) facilities via www.swsb.com.my hosted by ShareWorks Sdn. Bhd. (“ShareWorks”)

Virtual Meeting

In view of the coronavirus disease 2019 (“**COVID-19**”) pandemic and as part of safety measures against COVID-19, the Postponed Twenty-First Annual General Meeting (“**21st AGM**”) and Extraordinary General Meeting (“**EGM**”) will be held on a fully virtual basis through live streaming and online remote voting by using RPV facilities.

Please note that it is your responsibility to ensure the stability of your internet connectivity throughout the Meeting as the quality of the live webcast and online remote voting are dependent on your internet bandwidth and stability of your internet connection.

All Shareholders of the Company, whether Individual Shareholders, Corporate Shareholders, Proxy Holders, Authorised Nominees or Exempt Authorised Nominees who wish to attend the Postponed 21st AGM and EGM will have to register to attend remotely by using the RPV Facility, the details of which is set out below.

RPV Facility

1. The Postponed 21st AGM and EGM will be conducted on a fully virtual basis through live streaming and online remote voting. Should you wish to attend the Postponed 21st AGM and EGM, you are required to register yourself using the RPV Facility in accordance with the instructions as set out under paragraph 3 below.

With the RPV Facility, you may exercise your rights as a Shareholder to participate including to pose questions (in the form of real-time submission of typed texts) to the Board of the Company and vote remotely at the Postponed 21st AGM and EGM.

2. **Individual Members** are strongly encouraged to take advantage of the RPV Facility to participate and vote remotely at the Postponed 21st AGM and EGM. Please refer to the details as set out under RPV Facility for information. If an Individual Shareholder is unable to participate in the online Postponed 21st AGM and EGM, he/she is encouraged to appoint the Chairperson of the meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Corporate Shareholders (through Corporate Representatives or appointed proxies) are also strongly advised to participate and vote remotely at the Postponed 21st AGM and EGM using

the RPV Platform. Corporate Members who wish to participate and vote remotely at the Postponed 21st AGM and EGM must contact the poll administrator, Bina Management (M) Sdn. Bhd. (“**BINA**”) with the details set out below for assistance and will be required to provide the following documents to the Company no later than 20 September 2021 at 10.00 a.m. for Postponed 21st AGM and 11.30 a.m. for Postponed EGM :

- a. Certificate of appointment of its Corporate Representative or Form of Proxy under the seal of the corporation;
- b. Copy of the Corporate Representative’s or proxy’s identity card (MyKad) (front and back) / Passport; and
- c. Corporate Representative’s or proxy’s email address and mobile phone number.

Upon receipt of such documents, BINA will respond to the Corporate Shareholders’ remote participation request.

If a Corporate Member (through Corporate Representative(s) or appointed proxy(ies)) is unable to attend the Postponed 21st AGM and EGM, the Corporate Member is encouraged to appoint the Chairperson of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

In respect of **Nominee Company Members**, the beneficiaries of the shares under a Nominee Company’s CDS account are also strongly advised to participate and vote remotely at the Postponed 21st AGM and EGM using RPV Facility. Nominee Company Members who wish to participate and vote remotely at the Postponed 21st AGM and EGM can request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the Postponed 21st AGM and EGM. Nominee Company must contact the poll administrator, Bina Management (M) Sdn Bhd (“**BINA**”) with the details set out below for assistance and will be required to provide the following documents to the Company no later than 20 September 2021 at 10.00 a.m. for Postponed 21st AGM and 11.30 a.m. for Postponed EGM :

- a. Form of Proxy under the seal of the Nominee Company;
- b. Copy of the proxy’s identity card (MyKad) (front and back) / Passport; and
- c. Proxy’s email address and mobile phone number.

Upon receipt of such documents, BINA will respond to the Nominee Company Members’ remote participation request.

If a Nominee Company Member is unable to attend the Postponed 21st AGM and EGM, he/she is encouraged to request its Nominee Company to appoint the Chairperson of the meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

3. The procedures for the RPV in respect of the live streaming and remote voting at the Postponed 21st AGM and EGM is as follows:

Procedures	Action
Before the Postponed 21st AGM and EGM	
(i) Register as a user	<ul style="list-style-type: none"> • Access website www.swsb.com.my • Click “Login” and click “Register” to sign up as a user. The registration will be open:- <ol style="list-style-type: none"> i) Postponed 21st AGM from 10.00 a.m. on 27 August 2021 and close at 10.00 a.m. on 21 September 2021. ii) Postponed EGM from 10.00 a.m. on 27 August 2021 and close at 11.30 a.m. on 21 September 2021. • Complete the registration process and upload softcopy of MyKAD (front and back) or Passport for foreign shareholders. • Read and agree to the terms & condition and thereafter submit your request. • Upon submission, kindly login to the valid email address and verify your user ID within one (1) hour.

		<ul style="list-style-type: none"> • Upon verification of the user ID, ShareWorks will send an email notification to approve you as a user. • After verification of your registration against the General Meeting Record of Depositors of the Company as at 14 September 2021, the system will send you an email to notify you if your registration is approved or rejected after 15 September 2021. • If your registration is rejected, you can contact ShareWorks or the Company for clarifications or to appeal.
On the day of Postponed 21st AGM and EGM		
(ii)	Login to www.swsb.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the 21st AGM and EGM at any time:- <ul style="list-style-type: none"> i) from 9.30 a.m. i.e. 30 minutes before the commencement of the Postponed 21st AGM on 22 September 2021 at 10.00 a.m. ii) from 11.00 a.m. i.e. 30 minutes before the commencement of the Postponed EGM on 22 September 2021 at 11.30 a.m. or 30 minutes after the conclusion of the Postponed 21st AGM whichever is later.
(iii)	Participate through Live Streaming	<ul style="list-style-type: none"> • Select the “Virtual Meeting” from main menu. • Click the “Join Meeting” located next to the event. You are required to provide your full name as per CDS account and your user registered email address. • Kindly click the video link and insert the password given to you in your email notification in order to join the live video streaming. • If you have any question for the Chairperson/ Board, you may use the Q&A platform to transmit your question. The Chairperson/Board will try to respond to all questions submitted by remote participants during the Postponed 21st AGM and EGM. If time is a constraint, the responses will be emailed to you at the earliest possible time after the meeting ended. • Take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.
(iv)	Online remote voting	<ul style="list-style-type: none"> • Select “Voting” located next to the “Join Meeting” and indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairperson of the Meeting declare that the voting platform is activated and will announce the completion of the voting session of the Postponed 21st AGM and EGM. • Cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
(v)	End of RPV Facility	<ul style="list-style-type: none"> • The RPV Facility will end and the Messaging window will be disabled the moment the Chairperson of the Meeting announces the closure of the Postponed 21st AGM and EGM.

Proxy

If a member is unable to attend the Postponed 21st AGM and EGM, he/she may appoint a proxy or the Chairperson of the meeting as his/ her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Please note that if an individual member has submitted his/her Form of Proxy prior to the Postponed 21st AGM and EGM and subsequently decides to personally participate in the Postponed 21st AGM and EGM via RPV Facility, the individual member shall proceed to contact BINA or the Company with the

details set out below to revoke the appointment of his/her proxy no later than **20 September 2021** at **10.00 a.m.** for Postponed 21st AGM and **11.30 a.m.** for Postponed EGM.

Poll Voting

The voting at the Postponed 21st AGM and EGM will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed BINA as Poll Administrator to conduct the poll by way of electronic means and Lawco Corporate Services Sdn. Bhd. (“**LAWCO**”) as Scrutineers to verify the poll results.

The Scrutineers will verify the poll results followed by the Chairperson’s announce the poll results and declaration whether the resolution is duly passed.

Pre-Meeting submission of question to the Board

To administer the proceedings of the Postponed 21st AGM and EGM in orderly manner, shareholders may before the Postponed 21st AGM and EGM, submit questions to the Board to ir@cocoaland.com **no later than 21 September 2021** at **10.00 a.m.** and **21 September 2021** on **11.30 a.m.** The Board will endeavour to address the questions received at the Postponed 21st AGM and EGM.

No Recording or Photography

Strictly **NO recording** or **photography** of the proceedings of the Postponed 21st AGM and EGM is allowed.

No Door Gifts or e-Vouchers

There will be **NO DISTRIBUTION** of door gifts or e-vouchers.

Digital Copies of Postponed 21st AGM and EGM Documents

We further inform that the following items are now available at www.cocoaland.com

1. Notification of the Postponed 21st AGM and EGM
2. Annual Report 2020
3. Revised Notice of postponed 21st AGM and EGM
4. Revised Proxy Form
5. Revised Administrative Guide
6. Circular to Shareholders

Enquiry

If you have any enquiry prior to the virtual meeting, please contact during office hours from 9.00 a.m. to 5.00 p.m. on Mondays to Fridays:

For registration, logging in and system related:

ShareWorks Sdn. Bhd.

Telephone Number : 03-6201 1120
Email : ir@shareworks.com.my

For proxy and other matters:

Bina Management (M) Sdn. Bhd.

Telephone Number : 03-7784 3922
Email : binawin@binamg168.com