



IKM Law Hieng Ding **FOUNDATION**

Chairman: Datuk ChM Dr Soon Ting Kueh

[Co. No. 202001034123 (1390444-A)]
(Incorporated In Malaysia)

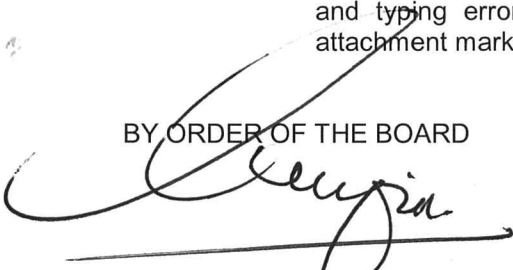
Notice is hereby given that the **Second Annual General Meeting of IKM Law Hieng Ding Foundation** will be held at **Junior Ballroom (Level C) One World Hotel, Bandar Utama, 47800 Petaling Jaya, Selangor** on **Saturday, 18 March 2023** immediately after the conclusion of the Annual General Meeting of Institut Kimia Malaysia for the purposes of considering and if thought fit passing the following business with or without modifications:


AGENDA

1. To receive the Audited Financial Statements for the financial year ended **31 December 2022** together with the Reports of the Auditors and Directors thereon.
2. To re-elect the following Directors who retire in accordance with the **Clause 46** of the Constitution of the Company and being eligible offer themselves for re-election.
 - 2.1 Juan Joon Ching
 - 2.2 Tea Hing San
3. To re-appoint **Messrs S P Tan & Sundar**, Chartered Accountants, as Auditors of the Company for the financial year ending **31 December 2022** and to authorise the Directors to fix their remuneration.
4. To transact any other business of which due Notice shall have been given in accordance with the Companies Act, 2016 and the Company's Constitution.
5. As Special Business to consider and, if thought fit, to pass the following Special Resolution:

"That the Constitution of the Foundation be amended to rectify the clerical and typing errors in the numbering of the clauses as listed in the attachment marked as 'Appendix 1'."

BY ORDER OF THE BOARD


SURDASS @ VIPIN KUMAR
SSM PC No. 202008003169
(MACS 00008)


CHAN PUI SZE
SSM PC No. 201908002073
(LS 0009708)
Company Secretaries

Date : 17 January 2023
Kuala Lumpur

EXPLANATORY NOTE:

Item 1 of the Agenda

This item is meant for discussion only. The provisions of Section 340(1) of the Companies Act, 2016 require that the Audited Financial Statements and the Reports of the Directors and Auditors thereon be laid before the Company at its Annual General Meeting. As such the Agenda item is not a business which require a resolution to be put to vote by members.

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No	Existing Clause	Proposed Change	
1.	Clause 14 The liability of the members Foundation is limited	The liability of the members <u>of the</u> Foundation is limited	<p>Reason : Sentence Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>
2.	Clause 58 Pursuant to <u>Regulation 52</u> of the Constitution, the family member appointed as Director of the Foundation shall remain a Director for his/her natural life until he/she resigns office or dies. He/She shall not be subject to retirement by rotation .	Pursuant to <u>clause 55</u> of the Constitution, the family member appointed as Director of the Foundation shall remain a Director for his/her natural life until he/she resigns office or dies. He/She shall not be subject to retirement by rotation .	<p>Reason : Clerical Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>
3.	Clause 64 The Foundation may by ordinary resolution in a general meeting of the Foundation appoint another person in place of a member of the Board removed from office under <u>clause [70]</u> . Without prejudice to the powers of the Board under <u>clause [69]</u> hereof the Foundation in general meeting may appoint any person to be a member of the Board either to fill a casual vacancy or as an additional member of the Board.	The Foundation may by ordinary resolution in a general meeting of the Foundation appoint another person in place of a member of the Board removed from office under <u>clause 63</u> . Without prejudice to the powers of the Board under <u>clause 62</u> hereof the Foundation in general meeting may appoint any person to be a member of the Board either to fill a casual vacancy or as an additional member of the Board.	<p>Reason : Clerical Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>
4.	Clause 82(d) (d) subject to the Act and <u>clause 91</u> , for the purpose of notice of general meeting, by publishing on a website	(d) subject to the Act and <u>clause 86</u> , for the purpose of notice of general meeting, by publishing on a website.	<p>Reason : Clerical Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>

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No	Existing Clause	Proposed Change	
5.	<p>Clause 83 If a notice for a meeting of members is given by way of a publication in a website as per <u>clause 90(d)</u>, the Foundation shall notify its members that the notice is available in the website and such notification must be given in hard copy or electronic form stating –</p>	<p>If a notice for a meeting of members is given by way of a publication in a website as per clause 82(d), the Foundation shall notify its members that the notice is available in the website and such notification must be given in hard copy or electronic form stating –</p>	<p>Reason : Clerical Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>
6.	<p>Clause 84 The notice pursuant to <u>clause 91</u> shall be available in the website throughout the period beginning from the date of notification referred to <u>clause 91</u> until the conclusion of the meeting of members.</p>	<p>The notice pursuant to clause 82(d) shall be available in the website throughout the period beginning from the date of notification referred to clause 82(d) until the conclusion of the meeting of members.</p>	<p>Reason : Clerical Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>
7.	<p>Clause 87 (vi) (vi) the procedure at General Meetings and Meetings of the Committee and sub-committees in so far as such procedure is not regulated by these <u>Articles</u>; and</p>	<p>(vi) the procedure at General Meetings and Meetings of the Committee and sub-committees in so far as such procedure is not regulated by these Rules or By-Laws; and</p>	<p>Reason : Clerical Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>
8.	<p>Clause 89 If any doubt shall arise as to the proper construction or meaning of any of these <u>Articles</u> or of any Rules or By-Laws made thereunder or any of them or of any expression used therein the decision of the Board shall be final and conclusive provided such decision be reduced in writing and recorded in the Minutes Book of the proceedings of the Board.</p>	<p>If any doubt shall arise as to the proper construction or meaning of any of these Clauses or of any Rules or By-Laws made thereunder or any of them or of any expression used therein the decision of the Board shall be final and conclusive provided such decision be reduced in writing and recorded in the Minutes Book of the proceedings of the Board.</p>	<p>Reason : Clerical Error</p> <p>Justification : None</p> <p>The impact before and after the changes of clause : None</p> <p>Contradiction with CA2016 None</p>