



ERRATA

To: All Shareholders of Carlo Rino Group Berhad (“Company”)

Reference is made to the Company’s –

- Notice of Fourteenth Annual General Meeting (“14th AGM”) dated 05 November 2024 which was announced to Bursa Malaysia Securities Berhad on 04 November 2024 (Reference No. GMA-30102024-00009), and published on the Company’s website at <https://ir.carlorino.net/corporate-governance/>; and
- Proxy Form for 14th AGM published on the Company’s website at <https://ir.carlorino.net/corporate-governance/>.

We wish to inform you that the Notice of 14th AGM and the Proxy Form for 14th AGM shall be amended and corrected by this Errata as follows:

(I) Notice of 14th AGM

- (a) To renumber the existing agenda item 6 to agenda item 7
- (b) To insert the following Ordinary Resolution 9 as agenda item 6 under Special Business:

SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution, with or without modifications thereto:

6. Ex-gratia Payment for former Director – Datuk Ng Peng Hong @ Ng Peng Hay

“THAT an ex-gratia payment of RM30,000 be made to Datuk Ng Peng Hong @ Ng Peng Hay in recognition and appreciation of his past service and contribution to the Company and/or its subsidiaries as an Independent Non-Executive Director.”

Ordinary Resolution 9

(c) Explanatory Note 4(ii) should read as follows:

- 4(ii) the payment of the Directors’ benefits to the Non-Executive Directors of Carlo Rino Group Berhad by the Company for the period from 05 December 2024 until the next annual general meeting in year 2025 that are derived from the estimated meeting allowance based on the number of scheduled and unscheduled meetings (where necessary) of the Board and/or Board Committees of RM500 per day of meeting.

(d) To insert the following Explanatory Note 5:

5. *Item 6 of the Agenda* – The proposed ex-gratia payment to the former Independent Non-Executive Director of the Company namely Datuk Ng Peng Hong @ Ng Peng Hay (resigned with effect from 15 January 2024), is a token of appreciation and recognition of his past service rendered to the Company and/or its subsidiaries as an Independent Non-Executive Director.

(II) Proxy Form for 14th AGM

To insert the following Ordinary Resolution 9:

No.	Resolutions	For	Against
9.	Ordinary Resolution 9	Ex-gratia Payment for former Director – Datuk Ng Peng Hong @ Ng Peng Hay	

Save for the abovementioned insertions/amendments, all other information in the Notice of 14th AGM and the Proxy Form for 14th AGM remains valid and unchanged.

Please visit the Company’s website at <https://ir.carlorino.net/corporate-governance/> to download the PDF files of this Errata, the revised Notice of 14th AGM, and the revised Proxy Form for 14th AGM.

BY ORDER OF THE BOARD
Wong Yen Lee [SSM PC No.: 202008001170 (MAICSA 7046106)]
Company Secretary

Date: 12 November 2024



CARLO RINO GROUP BERHAD

(Registration No. 200901037127 (880257-A))

NOTICE OF FOURTEENTH ANNUAL GENERAL MEETING (REVISED)

NOTICE IS HEREBY GIVEN THAT the Fourteenth Annual General Meeting of Carlo Rino Group Berhad ("CRG" or "Company") will be held at Cheras Hall, Level UG, Silka Cheras Kuala Lumpur, No. 100, Jalan Cheras, Phoenix Business Park, 56000 Kuala Lumpur, Malaysia (<https://www.silkahotels.com/silka-cheras>) on Wednesday, 04 December 2024 at 9.30 a.m., for the following purposes:

AGENDA

ORDINARY BUSINESS

- To lay the Audited Financial Statements for the financial year ended 30 June 2024 together with the reports of the Directors and Auditors thereon.
Please refer to Explanatory Note 1
- To re-elect the following Directors who retire pursuant to the Constitution of the Company and being eligible, have offered themselves for re-election:
 - Ong Boon Huat - Clause 86.1 *Ordinary Resolution 1*
 - Vincent Loh - Clause 85.3 *Ordinary Resolution 2*
 - Chin Peck Li - Clause 85.3 *Ordinary Resolution 3*
 - Lim Lay Ching - Clause 85.3 *Ordinary Resolution 4*
 - Kam Sin Lin - Clause 85.3 *Ordinary Resolution 5*
- To re-appoint Messrs BDO PLT as Auditors of the Company for the financial year ending 30 June 2025 and to authorise the Board of Directors to fix their remuneration. *Ordinary Resolution 6*
- To approve the Directors' fees of Carlo Rino Group Berhad and its subsidiaries not exceeding RM280,000 for the financial year ending 30 June 2025 to be divided amongst the Directors in such manner as they may determine, with payment of the fees to be made semi-annually in arrears at the end of each half-year. *Ordinary Resolution 7*
- To approve the Directors' benefits of Carlo Rino Group Berhad up to an amount of RM30,000 for the period from 05 December 2024 until the next Annual General Meeting of the Company. *Ordinary Resolution 8*

SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution, with or without modifications thereto:

- Ex-gratia Payment for former Director – Datuk Ng Peng Hong @ Ng Peng Hay**
"THAT an ex-gratia payment of RM30,000 be made to Datuk Ng Peng Hong @ Ng Peng Hay in recognition and appreciation of his past service and contribution to the Company and/or its subsidiaries as an Independent Non-Executive Director." *Ordinary Resolution 9*
- To transact any other business of which due notice shall have been given.

By Order of the Board
DATO' SRI CHIANG FONG YEE
Group Managing Director
05 November 2024
Kuala Lumpur

Notes:

- Only a depositor whose name appears on the Record of Depositors as at 20 November 2024 shall be entitled to attend, participate, speak and vote at the Meeting as well as for appointment of any person(s) as his proxy(ies) to exercise all or any of his rights to attend, participate, speak and vote at the Meeting in his stead.
- Where a member appoints more than 1 proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy. However, a member shall not, subject to Paragraphs (3) and (4) below, be entitled to appoint more than 2 proxies to attend and vote at the Meeting.
- Where a member is an exempt authorised nominee (EAN) as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary 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 EAN may appoint in respect of each omnibus account it holds.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy but not more than 2 proxies in respect of each securities account it holds which is credited with ordinary shares of the Company. The appointment of 2 proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
- Where a member entitled to vote on a resolution has appointed more than 1 proxy, the proxies shall only be entitled to vote on any question at the Meeting on poll provided that the member specifies the proportion of his holdings to be represented by each proxy.
- Where a member is a corporation, it may also by resolution of its directors or other governing body authorising a person or persons to act as its representative or representatives to exercise all or any of its rights to attend, participate, speak and vote at the Meeting on its stead.
- 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 common seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority on the appointed proxy to demand or join in demanding a poll.
The instrument appointing a proxy or Proxy Form and the power of attorney or other authority, if any, under which it is signed or a copy of that power or authority, certified by an advocate and solicitor or where the member is a body corporate, the copy of the power or authority may also be certified by an authorised officer of that member, shall be deposited at the office of the Share Registrar of the Company, Bina Management (M) Sdn. Bhd. at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not less than 48 hours before the time appointed for holding the Meeting or adjourned Meeting at which the person named in the instrument proposes to vote or in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll as may be provided or permitted under the applicable laws, and in default of the instrument of proxy or Proxy Form shall not be treated as valid. *Faxed, photocopied, and electronically scanned copies of the duly executed Proxy Form are not acceptable.*

Explanatory Notes:

- Item 1 of the Agenda** - This item is meant for discussion only as the provision of Section 340 of the Companies Act 2016 does not require a formal approval of shareholders for the Audited Financial Statements. Henceforth, this item is not put forward for voting.
- Item 2 of the Agenda** - The resolution, if approved, will authorise the continuity in office of the Directors.
- Item 3 of the Agenda** - BDO PLT (201906000013 (LLP0018825-LCA) & AF 0206), being the Auditors of the Company for the financial year ended 30 June 2024, have expressed their willingness to continue in office. An annual assessment on the effectiveness of the External Auditors has been undertaken for the financial year ended 30 June 2024 and the result was satisfactory to the Board.
- Items 4 and 5 of the Agenda** - Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors, and any benefits payable to the directors including compensation for loss of employment of a director or former director of a listed company and its subsidiaries, shall be approved at a general meeting.
The resolutions, if approved, will authorise:
 - the payment of the Directors' fees to the Directors of Carlo Rino Group Berhad by the Company and/or several of its subsidiaries; and
 - the payment of the Directors' benefits to the Non-Executive Directors of Carlo Rino Group Berhad by the Company for the period from 05 December 2024 until the next annual general meeting in year 2025 that are derived from the estimated meeting allowance based on the number of scheduled and unscheduled meetings (where necessary) of the Board and/or Board Committees of RM500 per day of meeting.
- Item 6 of the Agenda** - The proposed ex-gratia payment to the former Independent Non-Executive Director of the Company namely Datuk Ng Peng Hong @ Ng Peng Hay (resigned with effect from 15 January 2024), is a token of appreciation and recognition of his past service rendered to the Company and/or its subsidiaries as an Independent Non-Executive Director.