

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Bursa Malaysia Securities Berhad (“**Bursa Securities**”) has not perused this Circular prior to issuance as it is categorised under Exempt Circular prescribed by Bursa Securities.

Bursa Securities takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.



KPOWER BERHAD

Registration No.: 199701003731 (419227-X)
(Incorporated in Malaysia)

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE
PROPOSED CHANGE OF NAME OF THE COMPANY FROM “KPOWER BERHAD” TO
“RENEUCO BERHAD” (“PROPOSED CHANGE OF NAME”)**

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

The above Proposed Change of Name will be tabled at the Extraordinary General Meeting (“**EGM**”) of KPower Berhad to be conducted on a fully virtual basis through live streaming from the broadcast venue at Level 18, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur using the Remote Participation and Voting facilities (“**RPV**”) provided by One Capital Market Services Sdn. Bhd. via <http://www.onecapital.com.my> on Wednesday, 24 August 2022 at 3.00 p.m. or at any adjournment thereof, for the purpose of considering the Proposed Change of Name, and the Proxy Form are enclosed in this Circular. The Notice of the EGM together with the Proxy Form can be downloaded from the Company’s website at <https://www.kpower.com.my/general-meeting/extraordinary-general-meeting-24-august-2022>.

The Proxy Form should be deposited with One Capital Market Services Sdn. Bhd. at Level 18, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur or email to info@onecapital.com.my not less than forty-eight (48) hours before the time stipulated for holding the meeting. For electronic lodgement, please follow the procedures as set out in the Administrative Guide.

Last date and time for lodging the Proxy Form : Monday, 22 August 2022 at 3.00 p.m.
Date and time of the EGM : Wednesday, 24 August 2022 at 3.00 p.m.

This Circular is dated 2 August 2022

DEFINITIONS

Unless where the context otherwise requires, the following definitions shall apply throughout this Circular:-

“Act”	:	Companies Act, 2016, as amended from time to time and any re-enactment thereof
“Board” or “The Directors”	:	Board of Directors of KPower Berhad
“Bursa Securities”	:	Bursa Malaysia Securities Berhad
“CCM”	:	Companies Commission of Malaysia
“CDS”	:	Central Depository System
“Circular”	:	This circular to shareholders of KPower dated 2 August 2022
“Director(s)”	:	The director(s) of KPower and shall have the meaning given in Section 2(1) of the Capital Market and Services Act 2007
“EGM”	:	Extraordinary General Meeting
“EPS”	:	Earnings per share
“KPower” or “the Company”	:	KPower Berhad (Registration No.199701003731 (419227-X))
“KPower Group” or “the Group”	:	KPower and its subsidiaries, collectively
“LPD”	:	27 July 2022, being the latest practicable date prior to the printing of this Circular
“NA”	:	Net assets attributable to ordinary equity holders of KPower
“Proposed Change of Name”	:	Proposed change of name of the Company from “KPower Berhad” to “Reneuco Berhad”
“Special Resolution”	:	Special Resolution as set out in the Notice of the EGM

Words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Any reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted.

Any reference to a time of day in this Circular shall be reference to Malaysian time, unless otherwise stated.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

TABLE OF CONTENTS

	PAGE
LETTER TO THE SHAREHOLDERS OF KPOWER IN RELATION TO THE PROPOSED CHANGE OF NAME CONTAINING:-	
1. INTRODUCTION	1
2. DETAILS OF THE PROPOSED CHANGE OF NAME	2
3. RATIONALE AND JUSTIFICATION FOR THE PROPOSED CHANGE OF NAME	2
4. EFFECTS OF THE PROPOSED CHANGE OF NAME	2
5. INTERESTS OF DIRECTORS AND MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED WITH THEM	2
6. APPROVAL REQUIRED	2
7. DIRECTORS' STATEMENT AND RECOMMENDATION	2
8. EGM	3
9. FURTHER INFORMATION	3
APPENDIX	
APPENDIX A – FURTHER INFORMATION	4
NOTICE OF EGM	ENCLOSED
PROXY FORM	ENCLOSED

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK
--



KPOWER BERHAD

Registration No.: 199701003731 (419227-X)
(Incorporated in Malaysia)

Registered Office:

Level G-3AF-3, Level 3AF, Block G,
Garden Office @ Encorp Strand,
No. 12, Jalan PJU 5/1, Kota Damansara,
47810 Petaling Jaya, Selangor

2 August 2022

Board of Directors:

Mustakim bin Mat Nun, *Executive Chairman*

Sarah Azreen binti Abdul Samat, *Non-Independent Non-Executive Deputy Chairman*

Dato' Arivalagan A/L Arujunan, *Non-Independent Non-Executive Director*

Kok Pauline, *Independent Non-Executive Director*

Tan Yee Hou, *Independent Non-Executive Director*

Ahmad Riza bin Mohd Saian, *Independent Non-Executive Director*

Ir. Ts. Dr. Muhammad Mahadi bin Mohamad, *Independent Non-Executive Director*

To: **The Shareholders of KPower**

Dear Sir/Madam,

PROPOSED CHANGE OF NAME OF THE COMPANY FROM “KPOWER BERHAD” TO “RENEUCO BERHAD” (“PROPOSED CHANGE OF NAME”)

1. INTRODUCTION

The Board had on 21 April 2022 announced the Company proposes to change its name from “KPower Berhad” to “Reneuco Berhad”.

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE THE SHAREHOLDERS OF KPOWER WITH THE DETAILS OF THE PROPOSED CHANGE OF NAME, AND TO SEEK YOUR APPROVAL IN RESPECT OF THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED CHANGE OF NAME TO BE TABLED AT THE FORTHCOMING EGM OF THE COMPANY, OR ANY ADJOURNMENT THEREOF.

THE NOTICE OF EGM TOGETHER WITH THE PROXY FORM ARE ENCLOSED HERewith IN THIS CIRCULAR. YOU ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS CIRCULAR CAREFULLY TOGETHER WITH THE APPENDIX CONTAINED HEREIN BEFORE VOTING ON THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED CHANGE OF NAME AT THE FORTHCOMING EGM OF THE COMPANY.

2. DETAILS OF THE PROPOSED CHANGE OF NAME

The proposed name “Reneuco Berhad” was approved by the CCM on 18 April 2022 for a period of thirty (30) days from 18 April 2022 and the reservation of the proposed name was extended for 150 days, until 15 October 2022.

The Proposed Change of Name, if approved by the shareholders, will be effective from the date of issuance of the Notice of Registration of New Name by the CCM.

3. RATIONALE AND JUSTIFICATION FOR THE PROPOSED CHANGE OF NAME

The Proposed Change of Name is in line with the Company’s rebranding, restructuring and recapitalisation exercise with an aim to better reflect KPower Group’s core businesses in the sustainable energy and utilities segments, the leadership shift and continuity of the management.

This is also in line with the Company’s intention to renew its image and develop its own distinct identity.

4. EFFECTS OF THE PROPOSED CHANGE OF NAME

The Proposed Change of Name will not have any effect on the issued and paid-up share capital, NA, EPS, gearing and substantial shareholders’ shareholdings of the Company.

5. INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED WITH THEM

None of the Directors, major shareholders and/or chief executive of the Company and/or persons connected with them has any interest, direct or indirect, in the Proposed Change of Name.

6. APPROVAL REQUIRED

The Proposed Change of Name is subject to the approval of shareholders of KPower at the forthcoming EGM.

The Constitution of the Company will be updated accordingly to reflect the change of name.

7. DIRECTORS’ STATEMENT AND RECOMMENDATION

The Board having considered all aspects of the Proposed Change of Name, is of the opinion that the Proposed Change of Name is in the best interest of the Company. Accordingly, the Directors recommend that the shareholders of KPower to vote in favour of the Special Resolution in respect of the Proposed Change of Name to be tabled at the forthcoming EGM of the Company.

8. EGM

The Company's forthcoming EGM, the notice of which is enclosed in this Circular, will be conducted on a fully virtual basis through live streaming platform via <http://www.onecapital.com.my> from the broadcast venue at Level 18, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur, on Wednesday, 24 August 2022, at 3.00 p.m., for the purpose of considering and, if thought fit, passing, inter alia, the Special Resolution, with or without modifications, to approve the Proposed Change of Name.

The broadcast venue is strictly for the purpose of complying with Section 327(2) of the Act which requires the Chairperson of the meeting to be present at the main venue of the meeting. Shareholders will not be allowed to be physically present at the broadcast venue.

A member entitled to attend, participate and vote remotely at the EGM via the Remote Participation and Voting facilities provided, is entitled to appoint a proxy or proxies to attend, participate and vote on his/her behalf. As such, if you are unable to participate in the EGM, you are requested to complete, sign and return the Proxy Form in accordance with the instructions contained therein, to be deposited with One Capital Market Services Sdn. Bhd., in the following manner:

(a) in hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with One Capital Market Services Sdn. Bhd., at Level 18, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur or;

(b) by electronic means

The proxy form can be emailed to info@onecapital.com.my. Kindly refer to the Administrative Guide for the EGM on the procedures for electronic lodgement of proxy form.

The Proxy Form must be received by One Capital Market Services Sdn. Bhd. not less than forty-eight (48) hours before the time set for holding the EGM or any adjournment thereof.

9. FURTHER INFORMATION

Shareholders of KPower are advised to refer to Appendix A set out in this Circular for further information.

Yours faithfully
For and on behalf of the Board of
KPOWER BERHAD

MUSTAKIM BIN MAT NUN
Executive Chairman

FURTHER INFORMATION

I. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Directors of KPower who collectively and individually accept full responsibility for the accuracy of the information given and confirm that after having made all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement misleading in this Circular.

II. MATERIAL CONTRACT

The Company had on 21 October 2020 entered into Share Sale Agreement (“**SSA**”) with Sabaka Group Sdn. Bhd. in relation to the proposed acquisition of 2,193,000 ordinary shares in Chemtrax Sdn. Bhd. (“**Chemtrax**”) representing 51% of the total number of issued shares of Chemtrax for a total cash consideration of RM10.0 million.

On 5 January 2021, the Company had entered into a SSA with SIRIM Tech Venture Sdn. Bhd. to acquire 5,950,000 ordinary shares in Granulab (M) Sdn. Bhd. (“**Granulab**”) representing 70% of the total number of issued shares of Granulab for a total cash consideration of RM1.0 million.

Save as disclosed above, as at LPD, there are no other material contracts, not being contracts in the ordinary course of business which have been entered into by KPower within two years preceding the date of this Circular.

III. MATERIAL LITIGATION, CLAIMS OR ARBITRATION

As at LPD, neither KPower nor its subsidiary companies are involved in any material litigation, claims and/or arbitration either as plaintiff or defendant, and the Board does not have any knowledge of any proceedings pending or threatened against KPower or its subsidiaries, or of any facts likely to give rise to any proceedings, which would have a material adverse effect on the business or financial position of the Group.

IV. OTHER MATTERS

- a) On 18 March 2019, 26 March 2019 and 4 April 2019, Golden Wheel Credit Sdn. Bhd. (“**GWCSB**”) filed three separate suits against Powernet Industries Sdn. Bhd. (“**PISB**”) for the respective sum of RM526,809.58, RM325,677.77 and RM32,940.26 purportedly due and owing by PISB to GWCSB under the terms of moneylending agreements dated 29 December 2017, 21 November 2017 and 5 March 2018.

The first two suits were filed in the Sessions Court. PISB made applications to the Sessions Court to strike out GWCSB's claims on the grounds that, amongst others, the moneylending agreements entered into by the parties were unenforceable for breach of Sections 16, 21, 23 and 27 of the Moneylenders Act 1951. On 19 September 2019, the applications to strike out GWCSB's claims were dismissed with costs by the Sessions Court. Subsequently on 2 October 2019, PISB appealed to the High Court against the decisions of the Sessions Court. On 3 December 2019, the High Court allowed PISB's appeal with costs and struck out GWCSB's claim with leave to GWCSB to file a fresh its claim against PISB. Pursuant to the leave granted by the High Court, on 11 December 2019, GWCSB filed two fresh suits against PISB in the Sessions Court respectively for the sum of RM338,374.39 and RM539,056.11 being the amount purportedly due and owing under the terms of the moneylending agreements dated 21 November 2017 and 29 December 2017 respectively.

FURTHER INFORMATION

On 24 December 2019, PISB appealed to the Court of Appeal against part of the decisions of the High Court dated 3 December 2019 granting leave to GWCSB to file its claims afresh against PISB. On 10 June 2020, the Court of Appeal allowed PISB's appeals and set aside the leave to GWCSB file afresh granted by the High Court. Accordingly, on 11 June 2020, the Sessions Court struck out the new suits filed by GWCSB.

By a notice of motion dated 10 August 2020, GWCSB applied to the Court of Appeal to review its decision on 10 June 2020. The motion has been fixed for hearing on 8 December 2020. Subsequently on 19 November 2020, GWCSB has withdrawn its review application.

The third suit, on the other hand, was filed in the Magistrate's Court. PISB made a similar application to strike out GWCSB's claim. On 31 October 2019, the Magistrate's Court allowed PISB's application and struck out GWCSB's claim with costs. Subsequently on 12 November 2019, GWCSB appealed to the High Court against the decision of the Magistrate's Court. On 18 February 2020, the High Court dismissed GWCSB's appeal with costs.

By a notice of motion dated 17 March 2020, GWCSB applied to the Court of Appeal for leave to appeal against the decision of the High Court. The motion has been fixed for hearing on 7 December 2020. Subsequently on 19 November 2020, GWCSB has withdrawn its leave application.

On 27 January 2021, GWCSB again filed a new suit in the Sessions Court against PISB claiming for an amount of RM616,704.84 being the total outstanding sum owing under the three moneylending agreements dated 21 November 2017, 29 December 2017 and 5 March 2018 through causes of action of money had and received and unjust enrichment.

On 18 February 2021 PISB filed an application to strike out GWCSB's claim on the ground among others that the matter is res judicata and GWCSB is estopped and precluded from taking this action against PISB.

The Sessions Court on 19 April 2021 had allowed PISB's application with costs of RM5,000.00

GWCSB on 28 April 2021 filed an appeal to the High Court against the Sessions Court decision dated 19 April 2021. On 22 October 2021, the High Court dismissed GWCSB's appeal with costs of RM5,000.00.

On 17 December 2021, GWCSB filed an appeal to the Court of Appeal against the High Court decision dated 22 October 2021. The appeal is fixed for hearing on 19 January 2023.

- b) On 22 March 2019, Woo Wai Mun ("**WWM**") filed a Writ of Summons against PISB, a former director of PISB suing in his personal capacity. WWM claimed that between the year 2016 to 2018, WWM had purportedly lent an amount of RM5,670,968.07 to PISB at PISB's request and that PISB had repaid a sum of RM980,968.07 to WWM. As at the date of the suit, WWM claimed for the balance in the amount of RM4,690,000 and interest at the rate of 5% per annum of the sums claimed from the date of the suit until the date of full payment.

FURTHER INFORMATION

On 23 April 2019, PISB filed its defence to the claim and counterclaimed against WWM for breach of his duty as a director of PISB by amongst others, failing to prepare or cause to be prepared and/or keep accurate and true accounts and financial statements of PISB and approving or causing PISB to make payments or enter in its books and accounts unsubstantiated and/or unauthorised payments, claims and/or expenses. Additionally, PISB in its defence stated that the alleged amount owing by PISB to WWM comprises of unsubstantiated and/or unauthorised payments, claims and/or expenses made by WWM and/or his wife, Nicole Wong Yuet Wan ("**Nicole Wong**") which was wrongly approved by WWM, who was the managing director and/or the director primarily responsible for the financial management of PISB at all material times.

The Court proceeded with the full trial on 3 to 6 August 2020 and after hearing the evidence from the witnesses, the Court had on 4 November 2020 allowed WWM's claim amounting to RM3,217,141.10 and disallowed WWM's other claims amounting to RM1,472,858.90. Subsequently on 24 November 2020, PISB filed an appeal to the Court of Appeal appealing against part of the decision of the High Court in allowing WWM's claim of RM3,217,141.10 with interest and costs of RM35,000.00 ("**PISB's Appeal**"). On 30 November 2020, WWM has also appealed with the Court of Appeal against part of the decision of the High Court in disallowing his claim of RM1,472,858.9090 ("**WWM's Appeal**").

PISB's solicitors are of the view that PISB has an arguable case for the following reasons (1) the RM1,000,000 claim is in relation to the loan extended in 2015, which is not within WWM's pleaded case as per his statement of claim and WWM pleaded that his claim is for loans provided to PISB from 2016-2018, (2) the sum of RM400,000 ought to be disallowed as WWM failed to prove that the payments were made by WWM, and (3) the sum of RM8,109.17 ought to be disallowed as its nexus with WWM's purported loans to PISB is not established.

In respect of WWM's appeal, PISB's solicitors are of the view that there is no merit in WWM's appeal for the following reasons (1) the sum of RM244,391.62 and RM937,548.86 being claims or advancements made by Nicole Wong respectively were correctly disallowed, (2) the sum of RM188,060.54 being a claim unsupported by any supporting documents was correctly disallowed, (3) the sum of RM2,857.88 being claims and not loans by WWM was correctly dismissed and (4) the sum of RM100,000 being capital injection and not loan was correctly being dismissed.

On 2 December 2020, PISB filed an application in the High Court for stay of execution of the judgment pending disposal of PISB's appeal. On 21 April 2021, the Court dismissed PISB's application with costs of RM3,000.00.

Meanwhile on 2 March 2021, WWM proceeded to execute the judgment dated 4 November 2020 by way of garnishee proceedings against UOB Bank, AmBank, Maybank and RHB Bank ("**Garnishee**"). On 5 April 2021, WWM obtained a garnishee order to show cause. In response, PISB on 5 May 2021 had filed an application to set aside the garnishee order. At the hearing on 28 May 2021, the Court had dismissed PISB's application to set aside the garnishee order and made the garnishee order absolute with total costs of RM1,350.00. Consequently, a total sum of RM98,488.62 and USD40.54 in PISB's account with the UOB Bank, Maybank and RHB Bank had been garnished in favour of WWM.

FURTHER INFORMATION

On 23 July 2021, PISB filed an application in the Court of Appeal for stay of execution of the High Court judgment dated 4 November 2020 and the Court on 30 September 2021 had dismissed the application with costs of RM5,000.00. The Court was of the view that there is no special circumstance in this case warranting a stay of execution of the High Court judgment which is monetary in nature.

On 16 November 2021, the Court of Appeal has allowed PISB's Appeal with costs of RM8,000.00 and the sum of RM1,000,000.00 was disallowed as it was not within WWM's pleaded case. Meanwhile, WWM's Appeal was dismissed with costs of RM15,000.00 on even date.

Notwithstanding the above, our Board is of the view that this matter does not materially and adversely affect the financial position or business of our Group as the sum of RM4,690,000 claimed by WWM has already been provided in the financial statements of our Group. As such, the disclosure above is for shareholders' information purposes.

- c) On 4 April 2019, WWM filed a Writ of Summons against KPower, a former director of KPower, suing in his personal capacity. WWM claimed that in the year 2016, WWM had purportedly lent an amount of RM346,214.54 to KPower when he was the director of KPower.

On 6 May 2019, KPower filed its defence to the claim and counterclaimed against WWM for breach of his duty as a director of KPower.

The parties have since filed the bundle of pleadings, common bundle of documents, agreed facts, agreed issues, summary of case, list of witnesses and witness statements. The Court has fixed the trial for 22 to 25 August 2022.

KPower's solicitors are of the view that KPower has an arguable defence. Our Board is of the view that KPower has a fair chance in its defence against the abovementioned claim. Our Board is of the view that this matter does not materially and adversely affect the financial position or business of the Group. As such, the disclosure above is for shareholders' information purposes.

V. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents are available for inspection at the Registered Office of KPower situated at G-3AF-3, Level 3AF, Block G, Garden Office @ Encorp Strand, No. 12, Jalan PJU 5/1, Kota Damansara, 47810 Petaling Jaya, Selangor from Mondays to Fridays (except public holidays) from the date of this Circular up to the date of the forthcoming EGM: -

- (i) Constitution of KPower;
- (ii) Audited Consolidated financial statements of KPower for the past two (2) financial years ended 30 June 2021 and 30 June 2020;
- (iii) The Material Contract referred to in Section II of Appendix A; and
- (iv) The relevant cause papers in respect of Section IV of Appendix A.



KPOWER BERHAD
Registration No.: 199701003731 (419227-X)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of KPower Berhad ("**KPower**" or the "**Company**") ("**EGM**") will be conducted on a fully virtual basis through live streaming from the broadcast venue at Level 18, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur ("**Broadcast Venue**") using the Remote Participation and Voting facilities ("**RPV**") provided by One Capital Market Services Sdn. Bhd. via <http://www.onecapital.com.my> on Wednesday, 24 August 2022 at 3.00 p.m. for the purpose of considering, and, if thought fit, passing the following special resolution, with or without any modifications:-

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME OF THE COMPANY FROM "KPOWER BERHAD" TO "RENEUCO BERHAD" ("PROPOSED CHANGE OF NAME")

"**THAT** the name of the Company be changed from "KPower Berhad" to "Reneuco Berhad" with effect from the date of the Notice of Registration of New Name issued by the Companies Commission of Malaysia and that the Constitution of the Company be hereby amended accordingly, wherever the name of the Company appears.

AND THAT the Directors and/or the Company Secretary be and are hereby authorised and empowered to assent to any conditions, modifications, variations and/or amendments and to carry out all the necessary steps and formalities to give effect to the Proposed Change of Name."

BY THE ORDER OF THE BOARD
KPOWER BERHAD

NG LAI YEE
SSM PC NO. 202008000977
(MAICSA 7031768)
Company Secretary

Petaling Jaya, Selangor
2 August 2022

Notes:-

1. IMPORTANT NOTICE

The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the Companies Act 2016** which requires the Chairman of the meeting to be present at the main venue of the meeting.

Shareholder(s), proxy(ies), attorney(s) or authorised representative(s) **WILL NOT BE ALLOWED** to be physically present at the Broadcast Venue on the day of the EGM.

Shareholders are to attend, participate (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "**participate**") remotely at the EGM via RPV provided by One Capital Market Services Sdn. Bhd. via <http://www.onecapital.com.my>.

Please read these Notes carefully and follow the procedures in the Administrative Guide for the EGM in order to participate remotely via RPV.

2. For the purpose of determining who shall be entitled to participate in this EGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 17 August 2022**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this EGM via RPV.
3. A member who is entitled to participate in this EGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the EGM via RPV.
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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 the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. A member who has appointed a proxy or attorney or authorised representative to participate at the EGM via RPV **must request his/her proxy or attorney or authorised representative to register himself/herself for RPV** via <http://www.onecapital.com.my> or send an email to info@onecapital.com.my. Procedures for RPV can be found in the Administrative Guide for the EGM.
9. Members who appoint proxies to participate via RPV in the EGM must ensure that the duly executed proxy forms are deposited in a hard copy form to the Poll Administrator of the Company at Level 18, Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur or by fax to 03 7732 7997 or email to info@onecapital.com.my not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote.

10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging the proxy form is **Monday, 22 August 2022 at 3.00 p.m.**
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Poll Administrator of the Company at Level 18, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
13. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Poll Administrator of the Company at Level 18, Plaza VADS, No.1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur. The certificate of appointment of authorised representative should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country in which the corporate member is incorporated.

PROXY FORM



KPOWER BERHAD
[Registration No. 199701003731 (419227-X)]
(Incorporated in Malaysia)

CDS Account No.:	
No. of shares held:	

I/We _____ Tel: _____
[Full name in block as per NRIC/Passport/Company No.]

of _____
being member(s) of **KPower Berhad**, hereby appoint:

Full Name (in Block as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Contact No. & Email Address			

and/or^

Full Name (in Block as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Contact No. & Email Address			

or failing him/her, the Chairperson of the Meeting, as ^my/our proxy/proxies to vote for ^me/us and on ^my/our behalf at the Extraordinary General Meeting (“**EGM**”) of the Company which will be conducted on a fully virtual basis through live streaming from the broadcast venue at Level 18, Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur (“**Broadcast Venue**”) using the Remote Participation and Voting facilities provided by One Capital Market Services Sdn. Bhd. (“**One Capital**” or “**Poll Administrator**”) via <http://www.onecapital.com.my> on **Wednesday, 24 August 2022 at 3.00 p.m.** or any adjournment thereof, and to vote as indicated below:-

Special Resolution	Description of Resolution	For	Against
1	Proposed change of name to RENEUCO BERHAD		

Please indicate with an “X” in the space provided whether you wish your votes to be cast for or against the resolution. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signed this _____ day of _____ 2022

Signature*
Member

^ Delete whichever is inapplicable

* Manner of execution:

- If you are an individual member, please sign where indicated.
- If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.



Notes:-

1. IMPORTANT NOTICE

The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the Companies Act 2016** which requires the Chairman of the meeting to be present at the main venue of the meeting.

Shareholder(s), proxy(ies), attorney(s) or authorised representative(s) **will not be allowed** to be physically present at the Broadcast Venue on the day of the EGM.

Shareholders are to attend, participate (including posing questions to the Board via real time submission of typed texts) and vote (collectively, **"participate"**) remotely at this EGM via the Remote Participation and Voting ("**RPV**") provided by One Capital via <http://www.onecapital.com.my>.

Please read these Notes carefully and follow the procedures in the Administrative Guide for the EGM in order to participate remotely via RPV.

2. For the purpose of determining who shall be entitled to participate in this EGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 17 August 2022**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this EGM via RPV.
3. A member who is entitled to participate in this EGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the EGM via RPV.
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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 the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. A member who has appointed a proxy or attorney or authorised representative to attend, participate, and vote at this EGM via RPV **must request his/her proxy or attorney or corporate representative to register himself/herself for RPV** via <http://www.onecapital.com.my> or send an email to info@onecapital.com.my. Procedures for RPV can be found in the Administrative Guide for the EGM.

9. Members who appoint proxies to participate via RPV in the EGM must ensure that the duly executed proxy forms are deposited in a hard copy form to the Poll Administrator of the Company at Level 18, Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur or by fax at 03 7732 7997 or email to info@onecapital.com.my not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote.
10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging the proxy form is **Monday, 22 August 2022 at 3.00 p.m.**
12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Poll Administrator of the Company at Level 18, Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000, Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
13. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Poll Administrator of the Company at Level 18, Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000, Kuala Lumpur. The certificate of appointment of authorised representative should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.



Fold this flap for sealing

Then fold here

AFFIX
STAMP

KPOWER BERHAD

[Registration No. 199701003731 (419227-X)]

ONE CAPITAL MARKET SERVICES SDN. BHD.

[201901023363 (1332692-M)]

Level 18, Plaza VADS,
No. 1, Jalan Tun Mohd Fuad,
Taman Tun Dr. Ismail,
60000 Kuala Lumpur,
Malaysia.

1st fold here