

CORAZA INTEGRATED TECHNOLOGY BERHAD

Registration No.: 202001039065 (13953 (Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Coraza Integrated Technology Berhad ("Coraza" or the "Company") will be conducted on a IENEBY GIVEN that an Extraordinary General Meeting [Ewin] or Coraze-chnology Berhad ("Coraza" or the "Company") will be conducted on a hrough live streaming and online remote voting via the Remote Participation RPV] facilities at https://coraze-agm.digeratic.com.my (Domain registration A19533) provided by Digerati Technologies Sdn. Bhd. In Malaysia or July 2023 at 10.00 a.m., or at any adjournment thereof (as the case may be) se of considering and, if thought fit, passing the following resolutions, with er : D1A119533) provided by lay, 20 July 2023 at 10.00 a.m., purpose of considering and or without modifications:

ORDINARY RESOLUTION 1

PROPOSED PRIVATE PLACEMENT OF UP TO 85.847.000 NEW ORDINARY SHARES IN CORAZA ("PROPOSED PRIVATE PLACEMENT")

"THAT subject to all approvals of the relevant authorities and/or persons (if required) "THAT subject to all approvals of the relevant authorities and/or persons (if required) being obtained, approval be and is hereby given to the Board of Directors of the Company ("Board") to issue and allot up to 85,847,000 new ordinary shares in the Company ("Coraza Shares" or "Shares") ("Placement Shares") by way of private placement to independent third party investor(s) to be identified later ("Placees") in a single or multiple tranche(s), at an issue price for each tranche to be determined and fixed by the Board at a later date, after all the relevant approvals have been obtained AND THAT the issue price shall, in no event, be at a discount of more than 10,00% to the 5-day volume weighted average market price of Coraza Shares immediately preceding the price fixing date(s);

THAT such Placement Shares shall upon allotment and issuance, rank equally in all respects with the then existing Coraza Shares in issue, save and except that the holders of the Placement Shares shall not be entitled to any dividends, rights, allotments and/or other forms of distributions that may be declared, made or paid to the shareholders of the Company, for which the relevant entitlement date(s) are prior to the date of allotment and issuance of the Placement Shares and the Placement Shares will be subject to all the provisions of the Company's Constitution.

THAT pursuant to Section 85(1) of the Companies Act 2016 read together with Article 57 TPAT pursuant to Section 8 any or me collipsantes Act 20 feet or together with Annote 3 of the Company's Constitution, approval be and is hereby given to waive and approve the disapplication of the pre-empitive rights of the ostisting shareholders of the Company the disapplication and several properties of the pre-empities of the several properties of the pre-empities of the element AND THAT the Board is exempted from the obligation to offer such Placement Shares lirst to the existing shareholders of the Company in respect of the allotment and issuance of the Placement Shares lirst to the existing shareholders of the Company in respect of the allotment and issuance of the Placement Shares to the Placement Shares in the Placement Shares to the Placement to the Proposed Private Placement.

THAT the Board be and is hereby authorised to utilise the proceeds to be derived from the THAT the Board be and is hereby authorised to utilise the proceeds to be derived from the Proposed Private Placement for such purposes as set out in the circular to shareholders of the Company dated 4 July 2023 and the Board be and is hereby authorised with full power to vary the manner and/or purposes of the utilisation of such proceeds from the Proposed Private Placement in the manner as the Board may deem fit, necessary and/or expedient in the best interest of the Company, subject to the compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") and the approval of the relevant authorities (where required);

AND THAT the Board be and is hereby empowered and authorised to do all such acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangement as may be necessary to give full effect to and complete the Proposed Private Placement, with full powers to assent to any conditions, modifications, variations and/or amendments deemed fit, necessary and/or expedient in the best interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions as decemed fit, necessary and/or expedient in order to implement, finalise, give full effect to and complete the Proposed Private Placement."

PROPOSED ESTABLISHMENT OF A LONG TERM INCENTIVE PLAN ("LTIP") OF UP TO 10% OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY (EXCLUDING TREASLBY SHARES, IF ANY) AT ANY POINT OF TIME DURING THE DURATION OF THE LTIP FOR THE ELIGIBLE DIRECTORS AND EMPLOYEES OF CORAZA AND ITS SUBSIDIARY(IES) ("CORAZA GROUP" OR "GROUP") (EXCLUDING THOSE WHICH ARE DORMANT), WHO FULFIL THE ELIGIBILITY CRITERIA AS SET OUT IN THE BY. LAWS OF THE LTIP ("PROPOSED LTIP" OR "SCHEME")

"THAT subject to the approvals of all relevant authorities (where required) being obtained, and to the extent permitted by law and the Constitution of the Company ("Constitution"), the Board be and is hereby authorised to:

- (a) establish, implement and administer the Proposed LTIP of up to 10% of the total establish, implement and administer the Proposed LTIP of up to 10% of the total number of issued shares of the Company (excluding treasury shares, if any) at any point of time during the duration of the LTIP for the eligible directors and employees of Coraza Group (excluding those which are dormant) ("Eligible Persons") in accordance with the provisions of the by-laws governing the Proposed LTIP ("By-Laws"), a draft of which is set out in Appendix I of the circular to shareholders of the Company dated 4 July 2023 ("Circular"), and to give full effect to the Proposed LTIP with full power to assent to any conditions, variations, modifications and/or amendments as may be required by the relevant authorities. The Proposed LTIP comprises the proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees' share grant plan ("Proposed SGP") and proposed establishment of an employees share grant plant ("Proposed SGP") and proposed establishment of an employees' share grant plant ("Proposed SGP") and proposed establishment of an employees' share grant plant ("Proposed SGP") and proposed establishment of an employees' share grant plant ("Proposed SGP") and proposed establishment of an employees' share grant plant ("Proposed SGP") and plant plant ("Proposed SGP") and plant plant ("
- allot and issue and/or transfer from time to time such number of ordinary shares aza to the Eligible Persons upon vesting of the sha in Coraza to the Eligible Persons upon vesting of the share grant awards pursuant to the Proposed SCP ("SGP Awards") and/or exercise of the share options ("ESOS Options") pursuant to the Proposed ESOS ("ESOS Awards") under the Proposed LTIP, provided that the maximum number of Coraza Shares which may be made available under the Proposed LTIP shall not in aggregate exceed 10% of the total number of lissued shares of the Company (excluding treasury shares, if any) at any point of time during the duration of the Proposed LTIP;
- to set up a committee to implement and administer the Proposed LTIP ("LTIF Committee").
- the Coraza Shares arising upon vesting of the SGP Awards and/or exercising of the ESOS Options shall, upon allotment and issuance, rank equally in all respects with the existing Coraza Shares and together with the Coraza Shares procured by the Company, via the trustee if any, for transfer, shall:
 - be subject to the provisions of the Constitution; and
 - (ii) rank in full for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Coraza Shares; to record date for which is on or after the date on which the Coraza Shares are credited into the central depository system accounts of the Eligible Persons and shall in all other respects rank equally with other existing Coraza Shares then in
- (e) if required, establish a trust to be administered by a trustee(s) to be appointed by the If required, establish a trust to be administered by a trustee(s) to be appointed by unit of Company ("Trustee") ("Trust") in accordance with the trust deed to be entered into between the Company and the Trustee ("Trust Deed"), and to authorise the Trustee to accommodate any transfer of Shares to the central depository system accounts of the Eligible Persons at a time when the Company shall direct, subscribe for and/or acquire the necessary number of existing Coraza Shares from the open market of Bursa Securities, and be entitled from time to time to the extent permitted by law and as set out under the By-Laws to accept funding and/or assistance, financial or otherwise from the Company and/or any company within Coraza Group;
- add, amend, modify and/or delete all or any part of the terms and conditions as set out in the By-Laws governing the Scheme from time to time provided that such rom time to time provided that such additions, amount of the By-Laws, and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Proposed LTIP, and
- do all things necessary and make the necessary applications to Bursa Securities for the listing of and quotation for the new Shares that may, hereafter from time to time, be issued pursuant to the Proposed LTIP;

THAT the Board be and is hereby authorised to give effect to the Proposed LTIP with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner m necessary or expedient to implement, finalise and give full effect to the Proposed LTIP

THAT the draft By-Laws, as set out in Appendix I of the Circular and which is in compliance with the Listing Requirements, be and is hereby approved and adopted

AND THAT pursuant to Section 85(1) of the Companies Act 2016 read together Article 57 of the Company's Constitution, approval be and is hereby given to walve and approve the disapplication of the pre-emptive rights of the existing shareholders of the Company to be offered new Shares ranking equally to the existing issued Shares arising from the allotment and issuance of new Coraza Shares pursuant to the Proposed LTIP."

ORDINARY RESOLUTION 3

PROPOSED AWARDING OF SGP AWARD AND/OR ESOS AWARD (COLLECTIVELY, "OFFER") TO LIM YOOK YUEN

"THAT subject to the passing of Ordinary Resolution 2 above and the approvals of the

ant authorities (where required) being obtained for the Proposed LTIP, the Board or the LTIP Committee be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of Offer to Lim Yook Yuen, the Executive Chairman of Coraza, subject to the provisions of the By-Laws of the Proposed LTIP, provided always that:

- (a) he must not participate in the deliberation or discussion of his or ed LTIP
- (b) not more than 10.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of the Company made available under the Proposed LTIP shall be allocated to him, if he, either singly or collectively through persons connected (as defined in the Listing Requirements) with him, holds 200% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of the Company (excluding treasury shares, if any);

subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws of the Proposed LTIP and any prevailing guidelines issued by Bursa Securities, the Listing Requirements or any other relevant authorities as amended from time to time.

THAT the Board be further authorised to issue and/or transfer such number of Sh pursuant to the Proposed LTIP, from time to time, to the abovementioned person.

AND THAT pursuant to Section 85(I) of the Companies Act 2016 read together with Article 57 of the Company's Constitution, approval be and is hereby given to waive and approve the disapplication of the pre-emptive rights of the existing shareholders of the Company to be offered new Shares ranking equally to the existing issued Shares arising from the allotument and issuance of new Coraza Shares to Lim Yook Yuen pursuant to the Proposed LTIP."

ORDINARY RESOLUTION 4

PROPOSED AWARDING OF OFFER TO LIM TEIK HOE

THAT subject to the passing of Ordinary Resolution 2 above and the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board or the LTIP Committee be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of Offer to Lim Teik Hoe, the major shareholder and Managing Director of Coraza, subject to the provisions of the By-Laws of the Proposed LTIP, provided always that:

- (a) he must not participate in the deliberation or discussion of his own allocation, as that of the persons connected with him, under the Proposed LTIP; and
- not more than 10.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of the Company made available under the Proposed LTIP shall be allocated to him, if he, either singly or collectively through persons connected (as defined in the Listing Requirements) with him, holds 200% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of the Company (excluding treasury shares, if any);

subject always to such terms and conditions and/or any adjustments which may be in accordance with the provisions of the By-Laws of the Proposed LTIP and any prev guidelines issued by Buras Securities, the Listing Requirements or any other rel authorities as amended from time to time.

THAT the Board be further authorised to issue and/or transfer such number of Shapursuant to the Proposed LTIP, from time to time, to the abovementioned person.

AND THAT pursuant to Section 85(1) of the Companies Act 2016 read together with Article 57 of the Company's Constitution, approval be and is hereby given to waive and approve the disapplication of the pre-emptive rights of the existing shareholders of the Company to be offered new Shares ranking equally to the existing issued Shares arising from the allotment and issuance of new Coreaza Shares to Lim Telk Hoe pursuant to the Proposed LTIP.

ORDINARY RESOLUTION 5

PROPOSED AWARDING OF OFFER TO PAUL HENG WENG SENG

THAT subject to the passing of Ordinary Resolution 2 above and the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board or the LTIP Committee be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of Offer to Paul Heng Weng Seng, the major shareholder and Non-Independent Non-Executive Director of Coraza, subject to the provisions of the By-Laws of the Proposed LTIP, provided always that:

- (a) he must not participate in the deliberation or discussion of his own allocation, as well ns connected with him, under the Proposed LTIP; and
- (b) not more than 10.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of the Company made available under the Proposed LTIP shall be or issued to this or the company had a valuation under under up 4 persons connected (as allocated to this or the company and collectively through persons connected (as defined in the Listing Ready under the connected (as as may be permitted by Bursens Securities or any other relevant authorities from time to time) or more of the first part of the company (excluding treasury shares, if any);

subject always to such terms and conditions and/or any adjustments which in accordance with the provisions of the By-Laws of the Proposed LTIP and a guidelines issued by Bursa Securities, the Listing Requirements or any c authorities as amended from time to time.

THAT the Board he further authorised to issue and/or transfer such number of Shares uant to the Proposed LTIP, from time to time, to the abovementioned person

AND THAT pursuant to Section 85(1) of the Companies Act 2016 read together with ANU I HAI pursuant to Section Sist) of the Companies Act ZUIb feat object and Article 57 of the Company's Constitution, and the second is hereby given to waive and approve the disapplication of the Springer Spr

PROPOSED AWARDING OF OFFER TO RUSMIN ALWANI BINTI SHUKERY

"THAT subject to the passing of Ordinary Resolution 2 above and the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board or the LTIP Committee be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of Offer to Rusmin Alwani Bint Shukery, the Independent Non-Executive Director of Coraza, subject to the provisions of the By-Laws of the Proposed LTIP, provided always that:

- (a) she must not participate in the deliberation or discussion of her own allocation, as ell as that of the persons connected with her, under the Proposed LTIP; and
- (b) not more than 10.0% (or such other percentage as may be permitted by Bursa not more than 10.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of the Company made available under the Proposed LTIP shall be allocated to her, if she, either singly or collectively through persons connected (as defined in the Listing Requirements) with her, holds 20.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of the Company (excluding treasury shares, if any);

subject always to such terms and conditions and/or any adjustments which may be m in accordance with the provisions of the By-Laws of the Proposed LTIP and any preval guidelines issued by Bursa Securities, the Listing Requirements or any other rele-authorities as amended from time to time.

THAT the Board be further authorised to issue and/or transfer such number of Shares pursuant to the Proposed LTIP, from time to time, to the abovementioned person

AND THAT pursuant to Section 85(1) of the Companies Act 2016 read together with ANU IHAI pursuant to Section 9s()) or the Companies Act ZUIb read together with Article 57 of the Company's Constitution, approval be and is hereby given to waive and approve the disapplication of the pre-emptive rights of the existing shareholders of the Company to be offered new Shares ranking qualify to the oxisting issued shares arising from the allotment and issuance of new Coraza Shares to Rusmin Alwani Binti Shukery pursuant to the Proposed LTIP.

ORDINARY RESOLUTION 7

PROPOSED AWARDING OF OFFER TO DATO' SERI HAJI ABDUL RAFIQUE BIN ABDUL

"THAT subject to the passing of Ordinary Resolution 2 above and the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board the LTIP Committee be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of Offer to Dato' Serl Hajl Abdul Raftique Bin Abdul Karim, the Independent Non-Executive Director of Coraza, subject to Rafique Bin Abdul Karim, the Independent Non-Executive Director of Co the provisions of the By-Laws of the Proposed LTIP, provided always that:

- (a) he must not participate in the deliberation or discussion of his own allocation, as well as that of the persons connected with him, under the Proposed LTIP; and
- (b) not more than 10.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of the Company made available under the Proposed LTIP shall be allocated to him, if he, either singly or collectively through persons connected (as defined in the Listing Requirements) with him, holds 200% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of the Company (excluding treasury shares, if any);

subject always to such terms and conditions and/or any adjustments which may be made subject always of such refins an or Orlholius a snuor fins you present its which may be make in accordance with the provisions of the By-Laws of the Proposed LTIP and any prevailing guidelines Issued by Bursa Securities, the Listing Requirements or any other relevant authorities as mended from time to time.

THAT the Board be further authorised to issue and/or transfer such number of Shares pursuant to the Proposed LTIP, from time to time, to the abovementioned person.

AND THAT pursuant to Section BS(I) of the Companies Act 2016 read together with Article 57 of the Company's Constitution, approval be and is hereby given to waive and approve the disapplication of the pre-emptive rights of the existing shareholders of the Company to be offered new Shares ranking equally to the existing issued Shares arising from the allotment and issuance of new Coraza Shares to Dato' Seri Haji Abdul Rafique Bin Abdul Karim pursuant to the Proposed LTIP.

ORDINARY RESOLUTION 8

PROPOSED AWARDING OF OFFER TO PHOON YEE MIN

"THAT subject to the passing of Ordinary Resolution 2 above and the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board or the LTIP Committee be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of Offer to Phoon Yee Min, the Independent Non-Executive Director of Coraza, subject to the provisions of the By-Laws of the Proposed LTIP, provided always that.

- (a) she must not participate in the deliberation or discussion of her own alloce well as that of the persons connected with her, under the Proposed LTIP; and
- (b) not more than 10.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of the Company made available under the Proposed LTIP shall be allocated to her, if she, either singly or collectively through persons connected (as defined in the Listing Requirements) with her, holds 20.0% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of the Company (excluding treasury shares, if any);

subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws of the Proposed LTIP and any prevailing guidelines issued by Bursa Securities, the Listing Requirements or any other relevant authorities as amended from time to time.

THAT the Board be further authorised to issue and/or transfer such number of Shares pursuant to the Proposed LTIP, from time to time, to the abovementioned person.

AND THAT pursuant to Section SS(f) of the Companies Act 2016 read together with Article 57 of the Companies Act 2016 read together with Article 57 of the Companies Act 2016 read together with Article 57 of the Company to Brain State of the Company to be offered new Shares ranking equally to the existing shareholders of the Company to be offered new Shares ranking equally to the existing issued Shares arising from the allotment and Issuance of new Coraza Shares to Phoon Yee Min pursuant to the Proposed LTIP.

BY ORDER OF THE BOARD OF CORAZA INTEGRATED TECHNOLOGY BERHAD

TAN SHE CHIA (MAICSA 7055087)

SSM PC No. 202008001923 Company Secretary

4 July 2023

- There shall be no restriction as to the qualification of the proxy, a proxy may but need not be a member of the Company.

 The Form of Proxy must be duly completed and deposited at the Registered Office of the Company, 48 Jalan Chow Thys, 10050 George Town, Penang not less than forty-eight (48) hours before this time for heldright the EAR or settlement 64. Company, 48 Jalan Chow Thye, 10050 George Town, F before the time for holding the EGM or adjourned EGM
- member shall be entitled to appoint more than one (1) proxy to attend and vote at the same entition.
- Where a member appoints more than one (f) proxy, the appointments shall be invalid unless the member specifies the proportions of his shareholding to be represented by each proxy. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation, under its Common Seal or under the hand of its attorney
- under use leafue on its autorities.

 Any authority pursuant to such appointment is made by a power of attorney must be deposited at the Registered Office of the Company, 48 Jalan Choton Tive, 10050 George Town, Penang not less than forty-eight (48) hours before the time of holding the EGM or adjourned EGM.
- For a corporate member who has appointed an authorised representative, please deposit the original/duity signed certificate of appointment of authorised representative at the Registered Office of the Company, 48 Jalan Chow Thyo, (1005) George Town, Penang. Last date and time for lodging Form of Proxy is Tuesday, 18 July 2023 at 10:00 a.m.
- Where a member of the Company is an exempt authorised nominee as defined under the Securities industry (Centrel Depositories) Act 1991 which holds ordinary shares in the Company in multiple beneficial owners in one escurities account? ("Omnbius Account"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnbius Account it holds.
- For the purpos of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to the Article 69(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors (ROD') as at 11 July 2023 and only a Depositor whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf. 10
- All resolutions as set out in this notice of EGM are to be voted by poll.

sonal Data Privacy:

Personal Data Privacy:

By submitting an instrument appointing a proxylies) and/or representative(s) to attend, speak and vote at the Extraordinary General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (i) its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Extraordinary General Meeting (including any adjournment and representatives appointed for the Extraordinary General Meeting (including any adjournment thereof) and in order for the Company (or it agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxyles) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxyles) and/or representative(s) for the collection, use and disclosure by Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Explanatory Notes to Ordinary Resolutions 1 to 8

Pursuant to Section 85(f) of the Companies Act 2016 read together with Article 57 of the Company's Constitution, the existing shareholders of the Company have pre-emptive rights to be offered any new shares which will rank equally to the existing shares issued by the Company.

Section 85(f) of the Companies Act 2016 provides that:

"Subject to the constitution, where a company issues shares which rank equally to existing shares as to voting or distribution rights, those shares shall first be offered to the holders of existing shares in a manner which would, if the offer were accepted, maintain the relative voting and distribution rights of those shareholders."

Article 57 of the Constitution of our Company states that:

Article 57 of the Constitution of our Company states that:

"Subject to any direction to the contrast that may be given by the Company in general meeting, all new shares or other convertible securities of whatever kind shall, before issue, be offered to such persons as at the date of the offer are nettled to receive notices from the Company of general meetings in proportion, as nearly as the circumstances admit, to the amount of the existing shares or securities to which they are centified. The offer shall be made by notice specifying the number of shares or securities offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares or securities offered, the Directors may dispose of those shares or securities in such manner as they think most beneficial to the Company. The Directors may likewise also dispose of any new share or securities when the theory of the contrast of the shares of the shares of the shares or securities and the person of the ratio which the new shares or securities after the propriete of one where or securities that the decidence to a contrast of the shares of

By voting in favour of the proposed Ordinary Resolutions, you will also waive and approve the disapplication of the pre-emptive rights under Section \$5(!) of the Companies Act 2016 read together with Article 57 of the Company's Constitution to be first offered such new Shares to be alletted and ssued by the Company pursuant to the Proposals, which will result in a dilution to your shareholding in the Company.

The details of the Proposals are set out in the circular to shareholders dated 4 July 2023, which is available on the Company's website at https://corazaintech.com/.