

CAELY HOLDINGS BHD



RIGHTS OF SHAREHOLDER

The Board of Directors gives importance to and respects the rights of all shareholders and provides convenience to them in exercising their rights in various matters, either their basic rights or the rights they deserve to receive which consist of the following:

- **Right to attend General Meetings**

Every shareholders are entitled to attend General Meetings in person or via representatives who may or may not be shareholders.

- **Right to vote at General Meetings**

Every share, apart from preferred shares to which no voting rights are attached, comes with a voting right.

Every shareholder has their right to demand a poll vote at the commencement of the general meeting.

- **Right to receive a copy of the financial statements and reports of the Board and Auditors**

Each shareholder may request the annual Financial Statements and relevant reports of the Board of Directors and Auditors from the Company.

- **Right to Dividends**

The Company may pay dividend to shareholders after considering its financial position and that it has sufficient profits to do so.

The Board of Directors requires that appropriation of profit to shareholders in the form of dividend shall be approved by shareholders at every annual general meeting of shareholders.

- **Rights to approve appointment of auditor and determination of audit fees**

The Board of Directors prescribes that the appointment of auditors and determination of audit fees is subject to approval by shareholders at the annual general meeting of shareholders every year.

- **Rights to appoint and remove directors and determine remuneration for directors**

1. Appointment of directors

The Board of Directors gives opportunity to shareholders to appoint directors individually. The Nomination Committee will nominate persons to be appointed as directors at the meeting and attach the summarized profile of each director to be nominated as well as information which is beneficial to the shareholders for consideration.

2. Removal of directors

Removal of any director from the position before the end of the term shall be in accordance with laws and regulations of the Company with the votes of at least three-fourths of the number of shareholders who attend the meeting and have the right to vote constituting the combined shares of not less than half of the shares held by the shareholders who attend the meeting and have the right to vote.

3. Determination of remuneration for directors

Shareholders have the right to consider remuneration for directors. The Board of Directors assigns the Remuneration Committee to propose criteria and policies of determination of both monetary and non-monetary remuneration for director in each position for shareholders' consideration and approval every year.

- **Shareholders' liability**

Shareholders' liability is limited to the nominal value of the shares held.