

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

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

Bursa Malaysia Securities Berhad (“**Bursa Malaysia Securities**”) has perused the contents of this Circular prior to its issuance as the said contents fall under the category of Limited Review Circulars pursuant to Practice Note 18 of Bursa Malaysia Securities Main Market Listing Requirements (“**Main LR**”).

Bursa Malaysia 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.



**PCCS GROUP BERHAD**

[Registration No. 199301026191 (280929-K)]  
(Incorporated in Malaysia)

**CIRCULAR TO SHAREHOLDERS**

**IN RELATION TO THE**

**PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY  
TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED RRPT”)**

The Proposed RRPT will be tabled as Special Business at PCCS Group Berhad’s Twenty-Sixth Annual General Meeting (“**26<sup>th</sup> AGM**”) to be held at PCCS Group Berhad’s Corporate Office, Lot 1376, GM127, Mukim Simpang Kanan, Jalan Kluang, 83000 Batu Pahat, Johor Darul Takzim on Monday, 24 August 2020 at 10:30 a.m. The Notice of the 26<sup>th</sup> AGM together with the Form of Proxy are set out in the Annual Report of PCCS Group Berhad for the financial year ended 31 March 2020.

If you are unable to attend and vote at the meeting, you may complete the Form of Proxy and deposit it at Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than forty-eight (48) hours before the time appointed for holding the 26<sup>th</sup> AGM. The lodging of the Form of Proxy does not preclude you from attending and voting in person at the 26<sup>th</sup> AGM should you subsequently wish to do so.

Last date and time for lodging the Form of Proxy : Saturday, 22 August 2020 at 10:30 a.m.  
Date and time of the AGM : Monday, 24 August 2020 at 10:30 a.m.

This Circular is dated 24 July 2020

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## DEFINITIONS

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In this Circular and the accompanying appendices, the following abbreviations shall have the following meanings unless otherwise stated:-

“Act”	:	Companies Act 2016, as amended from time to time and any re-enactment thereof
“PCCS” or “Company”	:	PCCS Group Berhad [Registration No. 199301026191 (280929-K)]
“PCCS Group” or “Group”	:	PCCS and its subsidiaries
“PCCS Share(s)” or “Share(s)”	:	Ordinary share(s) in PCCS
“AGM”	:	Annual General Meeting
“Board”	:	Board of Directors of PCCS
“Bursa Malaysia Securities”	:	Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
“Director(s)”	:	Director(s) of PCCS and shall have the meaning given in Section 2(1) of the Capital Markets and Securities Act 2007
“Code”	:	Malaysian Code on Take-Overs and Mergers, 2016, as amended from time to time and any re-enactment thereof
“EPS”	:	Earnings per Share
“FYE”	:	Financial year ended / ending 31 March, as the case may be
“Listing Requirements”	:	Main Market Listing Requirements of Bursa Malaysia Securities, as amended from time to time
“LPD”	:	Latest Practicable Date, being the latest practicable date prior to printing of this Circular, i.e. 30 June 2020

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## DEFINITIONS

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- "Major Shareholder(s)" : Means a person who has an interest or interests in one or more voting shares in the Company and the number or aggregate number of those shares, is:-
- (a) 10% or more of the total number of voting shares in the Company; or
  - (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company.

For the purpose of this definition, "interest" shall have the meaning of "interest in shares" given in Section 8 of the Act and for the purpose of the Proposed New Shareholders' Mandate for RRPT includes any person who is or was within the preceding six (6) months from the date on which the terms of the RRPT were agreed upon, a Major Shareholder of the Company, its subsidiary or holding company.

"NA" : Net assets

- "Person Connected" : in relation to any person (referred to as "said Person") means such person who falls under any one of the following categories: -
- (a) a family member of the said Person;
  - (b) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary;
  - (c) a partner of the said Person;
  - (d) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person;
  - (e) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act;
  - (f) a body corporate in which the said Person, or persons connected with the said Person are entitled to exercise, or
  - (g) control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or
  - (h) a body corporate which is a related corporation of the said Person.

"Proposed New Shareholders' Mandate for RRPT" Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a revenue or trading nature

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**DEFINITIONS (cont'd)**

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"Recurrent Related Transaction(s)" or "RRPT"	Party	:	Related party transaction which is recurrent, of a revenue or trading nature which is necessary for the Group's day-to-day operations and is entered into by the Group in the ordinary course of business which involves the interest, direct or indirect, of a Related Party
"Related Party(ies)"		:	A Director, a Major Shareholder or a Person Connected with such Director or Major Shareholder
"RM" and "sen"		:	Ringgit Malaysia and sen respectively
"2020 Annual Report"		:	Annual Report of PCCS issued for the FYE 31 March 2020

All references to "you" in this Circular are to the shareholders of the Company.

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. 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 a reference to Malaysian time, unless otherwise stated.

Any discrepancies in the tables included in this Circular between the amounts listed, actual figures and the totals thereof are due to rounding.

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**PCCS GROUP BERHAD**  
[Registration No. 199301026191 (280929-K)]  
(Incorporated in Malaysia)

**Registered Office:-**

Lot 1376, GM 127,  
Mukim Simpang Kanan,  
Jalan Kluang,  
83000 Batu Pahat,  
Johor Darul Takzim

24 July 2020

**Directors**

Julian Lim Wee Liang (*Senior Independent Non-Executive Chairman*)  
Chan Choo Sing (*Group Managing Director*)  
Chan Chow Tek (*Executive Director*)  
Dato' Chan Chor Ngiak (*Non-Independent Non-Executive Director*)  
Chan Chor Ang (*Non-Independent Non-Executive Director*)  
Piong Yew Peng (*Independent Non-Executive Director*)

**To: The shareholders of PCCS**

Dear Sir/ Madam,

**PROPOSED NEW SHAREHOLDERS' MANDATE FOR RRPT**

**1.0 INTRODUCTION**

On 3 July 2020, the Board had announced to Bursa Malaysia Securities the Company's intention to seek the shareholders' approval for the Proposed New Shareholders' Mandate for RRPT at the forthcoming Twenty-Sixth ("26th") AGM.

The purpose of this Circular is to provide you with relevant information on the Proposed New Shareholders' Mandate for RRPT and to seek your approval on the ordinary resolution in relation to the Proposed New Shareholders' Mandate for RRPT to be tabled at the forthcoming 26th AGM. The notice of the 26th AGM and the Form of Proxy are set out in the 2020 Annual Report.

The Company advise you to read and carefully consider the contents of this Circular before voting on the ordinary resolution in relation to the Proposed New Shareholders' Mandate for RRPT to be tabled at the forthcoming 26th AGM.

**2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE FOR RRPT**

**2.1 Introduction**

Pursuant to Paragraph 10.09(2) of the Listing Requirements, the Company may seek a mandate from its shareholders for RRPT subject to the following: -

- (i) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Party than those generally available to the public;

- (ii) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where the aggregate value is equal to or more than the threshold prescribed under Paragraph 10.09(1) of the Listing Requirements;
- (iii) the Company's circular to shareholders for the shareholders' mandate includes the information as may be prescribed by Bursa Malaysia Securities. The draft circular must be submitted to Bursa Malaysia Securities together with a checklist showing compliance with such information;
- (iv) in a meeting to obtain shareholders' mandate, the relevant Related Party must comply with the requirements set out in Paragraph 10.08(7) of the Listing Requirements; and
- (v) the Company immediately announces to Bursa Malaysia Securities when the actual value of a RRPT entered into by the Company, exceeds the estimated value of the RRPT disclosed in the circular by 10% or more and must include the information as may be prescribed by Bursa Malaysia Securities in its announcement.

The authority to be conferred pursuant to the Proposed New Shareholders' Mandate for RRPT, if approved by the shareholders, shall take effect from the passing of the ordinary resolution proposed at the forthcoming 26th AGM and shall continue to be in force until: -

- (a) the conclusion of the next AGM of the Company following the general meeting at which such mandate was passed, at which time it will lapse, unless by a resolution passed at a general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by resolution passed by the shareholders of the Company in general meeting,

whichever is earlier.

PCCS is seeking approval from the shareholders for the Proposed New Shareholders' Mandate for RRPT which will allow the Group, in their normal course of business, to enter into the categories of RRPTs referred to in the ensuing sections provided that such transactions, are made at arms' length basis and based on the Group's normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and not detrimental to the minority shareholders.

## 2.2 Principal Activities of PCCS Group

The principal activities of PCCS are investment holding whilst the subsidiaries of PCCS are as follows:

Name		Effective equity interest (%)	Principal activities
<b>Subsidiaries of the Company</b>			
1.	Beauty Apparels (Cambodia) Ltd	100%	Temporarily ceased operations
2.	Beauty Electronic Embroidering Centre Sdn. Bhd.	100%	Temporarily ceased operations
3.	JIT Textiles Limited	100%	Manufacturing of apparels and providing sub-contracting services
4.	Keza Sdn. Bhd.	100%	Investment holding

	<b>Name</b>	<b>Effective equity interest (%)</b>	<b>Principal activities</b>
5.	La Prima Medicare Pte. Ltd.	100%	wholesale of medical, professional, scientific and precision equipment
6.	La Prima Medtech Sdn. Bhd. (formerly known as Perusahaan Chan Choo Sing Sdn. Bhd.)	100%	Investment holding
7.	Mega Label (Malaysia) Sdn. Bhd.	100%	Printing and sale of labels and stickers
8.	Mega Labels & Stickers Sdn. Bhd.	100%	Temporarily ceased operations
9.	PCCS Garments Limited	100%	Temporarily ceased operations
10.	PCCS Garments (Suzhou) Ltd	100%	Manufacturing and sale of apparels
11.	PCCS (Hong Kong) Limited	100%	Trading of apparels
12.	Perfect Seamless Garments (Cambodia) Limited	51%	Manufacturing of seamless bonding
13.	Thirty Three (Hong Kong) Limited	100%	Investment holding
14.	Thirty Three Trading Sdn. Bhd.	100%	Temporarily ceased operations
<b>Subsidiary of Beauty Electronic Embroidering Centre Sdn. Bhd.</b>			
15.	JIT Embroidery Limited	100%	Temporarily ceased operations
<b>Subsidiaries of Keza Sdn. Bhd.</b>			
16.	Keza (Cambodia) Limited	100%	Temporarily ceased operations
17.	Wan He Da Manufacturing Company Limited	100%	Manufacturing of apparels and providing sub-contracting services
<b>Subsidiary of Mega Labels &amp; Stickers Sdn. Bhd.</b>			
18.	Mega Labels & Stickers (Cambodia) Co., Ltd	100%	Printing and sale of labels and stickers and manufacturing of elastic bands and related products
<b>Subsidiary of PCCS Garments (Suzhou) Ltd</b>			
19.	PCCS Garments (Shandong) Ltd	51%	Manufacturing and sale of apparels
<b>Subsidiary of PCCS (Hong Kong) Limited</b>			
20.	Ample Apparels Limited	60%	Temporarily ceased operations
<b>Subsidiary of Thirty Three (Hong Kong) Limited</b>			
21.	Thirty Three (Shanghai) Limited	100%	Trading of brand apparels and provide design service
<b>Subsidiary of Thirty Three Trading Sdn. Bhd.</b>			
22.	Beauty Silk Screen (M) Sdn. Bhd.	100%	Temporarily ceased operations
<b>Subsidiary of Beauty Silk Screen (M) Sdn. Bhd.</b>			
23.	Beauty Silk Screen Limited	100%	Embroidering of logos, emblems and printing of silk screen products

### 2.3 Classes of Related Parties

The Related Parties in which the Proposed New Shareholders' Mandate for RRPT is applicable are as follows:-

Name	Principal activities	Relationship
Wang WenJun  Nationality: People's Republic of China	-	<ul style="list-style-type: none"> <li>• Director of PCCS Garments (Shandong) Ltd, a sub-subsiary of the Company</li> <li>• Shareholder of PCCS Garments (Shandong) Ltd by virtue of his 24.5% equity interest in PCCS Garments (Shandong) Ltd</li> <li>• Legal Representative and Managing Director cum General Manager of Shandong C&amp;C Garment Co., Ltd</li> <li>• Shareholder of Shandong C&amp;C Garment Co., Ltd by virtue of his 80% equity interest in Shandong C&amp;C Garment Co., Ltd</li> </ul>
Shi XiaoQun  Nationality: People's Republic of China	-	<ul style="list-style-type: none"> <li>• Deputy Managing Director and General Manager (executive role) of PCCS Garments (Shandong) Ltd, a sub-subsiary of the Company</li> <li>• Shareholder of PCCS Garments (Shandong) Ltd by virtue of his 24.5% equity interest in PCCS Garments (Shandong) Ltd</li> <li>• Deputy General Manager of Shandong C&amp;C Garment Co., Ltd</li> <li>• Shareholder of Shandong C&amp;C Garment Co., Ltd by virtue of his 20% equity interest in Shandong C&amp;C Garment Co., Ltd</li> </ul>
Shandong C&C Garment Co., Ltd	Manufacturing and sale of apparels	<ul style="list-style-type: none"> <li>• Wang WenJun is the Legal Representative, Managing Director cum General Manager and Shareholder of Shandong C&amp;C Garment Co., Ltd by virtue of his 80% equity interest in Shandong C&amp;C Garment Co., Ltd</li> <li>• Shi XiaoQun is the Deputy General Manager and Shareholder of Shandong C&amp;C Garment Co., Ltd by virtue of his 20% equity interest in Shandong C&amp;C Garment Co., Ltd</li> </ul>

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## 2.4 Nature of RRPTs

The details of the RRPTs and their estimated values as set out below, are transactions to be entered into by PCCS Group with Related Parties in the ordinary course of business under the Proposed Shareholders' Mandate for RRPT: -

No.	Nature of transactions	Name of Company	Related Parties	Interested Directors and/or interested Major Shareholders	Estimated aggregate value of transactions from the date of the 26 <sup>th</sup> AGM up to the date of next AGM <sup>(1)</sup>
1.	Manufacturing of apparels for Related Parties	PCCS Garments (Shandong) Ltd	Shandong C&C Garment Co., Ltd	<ul style="list-style-type: none"><li>• Wang WenJun</li><li>• Shi XiaoQun</li></ul>	RM5,856,000.00
2.	Sub-contracting services from Related Parties in relation to manufacturing of apparels	PCCS Garments (Shandong) Ltd	Shandong C&C Garment Co., Ltd	<ul style="list-style-type: none"><li>• Wang WenJun</li><li>• Shi XiaoQun</li></ul>	RM4,392,000.00

Note: -

(1) The estimated values as set out above are based on management estimates of the value of transactions to be undertaken for the period from the forthcoming 26th AGM to the next AGM. However, the value of transactions may be subject to changes.

Save as disclosed above, there were no other persons deemed connected to the interested Directors and Major Shareholders.

## 2.5 Outstanding Recurrent Transaction Receivables

There was no amount due and owing to the Group by its Related Parties which exceeded the credit term pursuant to the RRPT. As such, the disclosure as required under Paragraphs 16A and 16B in the Annexure PN12-A of the Listing Requirements, are not applicable.

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## **2.6 Review and Disclosure Procedures on the RRPTs and Thresholds of Authority**

The PCCS Group has established various procedures to ensure that RRPTs are undertaken at arm's length basis and on normal commercial terms which are consistent with the PCCS Group's normal business practices and policies, on transaction prices and terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders.

The review and disclosure procedures with regard to the RRPTs are as follows:-

- (a) The PCCS Group will be notified of the Related Parties and will be required prior to entering into such transactions to ensure that all the RRPTs are consistent with the PCCS Group's normal business practices and policies which are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders;
- (b) The Board and/or the Audit Committee shall review the internal audit reports which are normally conducted at least once a year to ascertain that the guidelines and procedures established to monitor RRPTs have been complied with;
- (c) Records will be maintained by the PCCS Group to capture all RRPTs which are entered into pursuant to the shareholders' mandate;
- (d) The Board and the Audit Committee shall have overall responsibility for the determination of the review procedures including addition of new review procedures where applicable. The Board and the Audit Committee may also appoint individuals and committees within the PCCS Group to examine the RRPTs as they deem appropriate. If a member of the Board or the Audit Committee has an interest, he will abstain from any deliberation and decision-making by the Board and/or the Audit Committee in respect of the said transaction; and
- (e) Disclosure will be made in the Annual Report of the aggregate value of RRPTs conducted pursuant to the shareholders' mandate during the financial year.

As for the thresholds authority, the PCCS Group has in placed internal charts of authority governing all business transactions. Since the RRPTs are conducted in the ordinary course of business, these are also covered under the charts of authority as there is no specific formal document in respect of thresholds authority for RRPTs.

Where practical and/or feasible, at least two (2) other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as comparison for determining the price and terms offered to/by the Related Parties are fair and reasonable as compared with those offered to/by unrelated third parties. In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be determined based on those offered to/by other unrelated parties for substantially similar types of transactions to ensure that the RRPTs are not detrimental to the PCCS Group.

## **2.7 Statement by Audit Committee**

The Audit Committee of the Company has seen and reviewed the procedures set out in Section 2.6 above and is of the view that the review procedures for RRPTs are sufficient to ensure that the RRPTs will be entered into at arm's length and in accordance with the Group's normal commercial terms, and on terms which are not more favourable to the Related Parties than those generally available to the public, and hence, will not be detrimental to the minority shareholders. Any member of the Audit Committee who is interested in any RRPT shall not be involved in the review of the RRPT.

The Audit Committee is satisfied that the Group has in placed adequate procedures and processes to monitor, track and identify RRPTs in a timely and orderly manner, and the review of these procedures and processes are conducted on an annual basis or whenever the need arises.

### **3.0 RATIONALE AND BENEFITS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE FOR RRPT**

The rationale for and benefits of the Proposed New Shareholders' Mandate for RRPT to the PCCS Group are as follows: -

- (a) The Proposed New Shareholders' Mandate for RRPT will facilitate transactions with the Related Parties which are carried out in the ordinary course of business of the PCCS Group and are mainly for the support of the Group in its day-to-day operations. They are recurring transactions of a revenue or trading nature which are likely to occur with some degree of frequency and which may arise at any time and from time to time;
- (b) The Proposed New Shareholders' Mandate for RRPT are made on an arm's length basis and on transaction prices and terms not more favourable to the Related Parties than those generally available to the public and not in the Company's opinion detrimental to the minority shareholders;
- (c) The Proposed New Shareholders' Mandate for RRPT will enhance the PCCS Group's ability to pursue business opportunities which may be time sensitive, frequent nature and confidentiality of such transactions, and it may be impractical to seek shareholders' approval on a case-by-case basis before entering into such transactions;
- (d) The sale to the Related Parties benefits PCCS Group as they contribute to the PCCS Group's revenue and profitability;
- (e) The purchase from Related Parties benefits PCCS Group as it allows the Group to be more competitive in terms of product pricing and response time in the manufacturing of apparels and creates an extensive network of manufacturing operations for the Group. These will help to increase availability and fulfil customer demands, reduce inventory lead time and better utilisation of resources; and
- (f) The Proposed New Shareholders' Mandate RRPT will eliminate the need to make regular announcements or convene separate general meetings from time to time to seek shareholders' mandate approval, thereby reducing the administrative time and cost in convening such meetings without compromising the corporate objectives and adversely affecting the business opportunities available to the PCCS Group.

### **4.0 INTERESTS OF DIRECTORS, MAJOR SHAREHOLDER AND/OR PERSONS CONNECTED WITH DIRECTOR/MAJOR SHAREHOLDER**

The interested Directors in the Proposed New Shareholders' Mandate for RRPT are Wang WenJun and Shi XiaoQun.

Wang WenJun and Shi XiaoQun being the interested Directors in the RRPTs has abstained and will continue to abstain from Board deliberations and voting on the resolution pertaining to the Proposed New Shareholders' Mandate for RRPT. Wang WenJun and Shi XiaoQun will abstain from voting on the Proposed New Shareholders' Mandate for RRPT at the forthcoming 26th AGM.

The interested Directors has undertaken to ensure that persons connected to them will abstain from voting in respect of their shareholdings on the resolution pertaining to the Proposed New Shareholders' Mandate for RRPT at the forthcoming 26th AGM.

Wang WenJun and Shi XiaoQun do not hold any shares in PCCS as at the LPD prior to the printing of this Circular.

Save as disclosed above, none of the other Directors, Major Shareholders and/or persons connected to them has any direct and/or indirect interest in the Proposed New Shareholders' Mandate for RRPT.

## **5.0 EFFECTS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE FOR RRPT**

The Proposed New Shareholders' Mandate for RRPT does not have any effect on the Issued Share Capital, NA, EPS, gearing and substantial shareholders' shareholdings of the Company and/or the Group.

## **6.0 APPROVAL REQUIRED**

The Proposed New Shareholders' Mandate for RRPT is subject to the approval of the shareholders of PCCS at the forthcoming 26th AGM.

## **7.0 DIRECTORS' RECOMMENDATION**

The Board having considered all aspects of the Proposed New Shareholders' Mandate for RRPT, is of the opinion that the above is in the best interests of the Company and therefore recommends that you vote in favour of the resolution pertaining to Proposed New Shareholders' Mandate for RRPT to be tabled at the forthcoming 26th AGM.

## **8.0 THE 26TH AGM**

The ordinary resolution pertaining to the Proposed New Shareholders' Mandate for RRPT is set out as special business in the notice of 26th AGM contained in the 2020 Annual Report of the Company, which was sent to you together with this Circular. The 26th AGM of PCCS will be held at PCCS Group Berhad's Corporate Office, Lot 1376, GM127, Mukim Simpang Kanan, Jalan Kluang, 83000 Batu Pahat, Johor Darul Takzim on Monday, 24 August 2020 at 10:30 a.m.

If you are unable to attend and vote at the meeting, you may complete the Form of Proxy and deposit it at Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than forty-eight (48) hours before the time appointed for holding the 26th AGM. The lodging of the Form of Proxy does not preclude you from attending and voting in person at the 26th AGM should you subsequently wish to do so.

## **9.0 FURTHER INFORMATION**

Shareholders are advised to refer to the attached Appendix I for further information.

Yours faithfully,  
For and on behalf of the Board of Directors of  
**PCCS GROUP BERHAD**

**JULIAN LIM WEE LIANG**  
Senior Independent Non-Executive Chairman

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**APPENDIX I – FURTHER INFORMATION**

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**1. RESPONSIBILITY STATEMENT**

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

**2. MATERIAL CONTRACTS**

PCCS Group has not entered into any material contracts (not being contracts entered into the ordinary course of business) within two (2) years immediately preceding the date of this Circular.

**3. MATERIAL LITIGATION**

PCCS Group is not engaged in any material litigation, claims or arbitration either as plaintiff or defendant, and the Directors do not have any knowledge of any proceedings, pending or threatened, against the PCCS Group or of any facts likely to give rise to any proceedings which might materially affect the business and financial position of the PCCS Group as at the date of this Circular.

**4. DOCUMENTS FOR INSPECTION**

Copies of the following documents are available for inspection at the registered office of PCCS at Lot 1376, GM127, Mukim Simpang Kanan, Jalan Kluang, 83000 Batu Pahat, Johor Darul Takzim during normal business hours on Monday to Friday (except public holidays) from the date of this Circular up to and including the date of the forthcoming 26th AGM:-

- (a) Constitution of PCCS; and
- (b) Audited Financial Statements of PCCS for the FYE 2019 and FYE 2020.

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