

ANNOUNCEMENT

The Annual General Meeting of Shareholders of PESTECH (Cambodia) PLC.

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of Shareholders of PESTECH (CAMBODIA) PLC. (“PEPC”) will be held on Thursday, 26 December 2024 at 10:00 a.m. at Sokha Hotel, Romchong Meeting Room, Street Keo Chenda, Phum 1, Sangkat Chroy Changvar, Khan Chroy Changvar Phnom Penh, Cambodia.

The details of this meeting are as follows:

Meeting Date : Thursday, 26 December 2024
Record Date : Thursday, 5 December 2024
Ex-Right : Wednesday, 4 December 2024
Venue : Sokha Hotel, Romchong Meeting Room, Street Keo Chenda, Phum 1, Sangkat Chroy Changvar, Khan Chroy Changvar, Phnom Penh, Cambodia.

Time	Agenda	
9:00 a.m. to 10:00 a.m.	OPENING REMARK	
	Registration of Shareholders	
	Outline the meeting agenda and presentation on the voting process	
10:00 a.m. to 10:10 a.m.	Opening Speech by the Chairman of PESTECH (Cambodia) PLC., Mr. Paul Lim Pay Chuan	
	RESOLUTIONS FOR APPROVAL	
10:10 a.m. to 10:30 a.m.	Resolution 1:	Approval on the remuneration of the Board of Directors
	Resolution 2:	Approval on decision not to declare and distribute dividend for the financial year ended 30 June 2024 and transitional period from 1 July 2024 ended 30 September 2024
	Resolution 3:	Approval on authority to declare and distribute dividend for the financial year ending 30 September 2025
	Resolution 4:	Authority to Issue shares pursuant to the Company’s Articles of Incorporation <i>“THAT subject always to the Law of Commercial Enterprise, the Articles of Incorporation of the Company and the approvals from Securities and Exchange Regulator of Cambodia (“SERC”), Cambodia Securities Exchange (“CSX”) and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit.</i> <i>AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the CSX and to make consequential changes to the Articles of Incorporation of the Company accordingly.</i>

PESTECH (CAMBODIA) PLC (Registration No.: 00000957)

(A **PESTECH** Company)

No. 06, St. 588, Phum 11, Sangkat Boeung Kok II, Khan Toul Kork, Phnom Penh, CAMBODIA.

Tel: +855 23 882 105 Fax: +855 23 882 106 Website: www.pestech-international.com

Time	Agenda	
		<i>AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next General Meeting of Shareholders of the Company.”</i>
10:30 a.m. to 11:00 a.m.	VOTING PROCESS & RESULTS	
		Collect Voting Card
		Coffee Break
		Announcement of Voting Result
		End of Meeting

Explanatory Note to resolution: -

Resolution 1 - Approval on the remuneration of the Board of Directors

The resolution is tabled for approval on the remuneration of the Board of Directors (the “**Board**”), which comprises four (4) executive directors and one (1) independent non-executive director. This resolution if approved, shall take effect from 1 January 2025 to 31 December 2025.

Resolution 2 - Approval on decision not to declare and distribute dividend for the financial year ended 30 June 2024 and transitional period from 1 July 2024 ended 30 September 2024

PEPC recorded a Loss After Tax of KHR77,127 million representing an increase in loss of KHR53,881 million or 231.8% as compared to the loss after tax for the financial year ended 30 June 2023 at KHR23,246 million. The Board of PEPC had proposed not to declare dividend for the financial year ended 30 June 2024 due to the loss-making position.

Resolution 3 - Approval on authority to declare and distribute dividend for the financial year ending 30 September 2025

Under PEPC’s Dividend Policy, it intends to recommend and distribute a minimum dividend of 30% of its Profit After Tax, subject to financial performance, cash flow requirements, availability of retained earnings, capital expenditure requirements and any other factors considered relevant by our Board.

The Group may consider making payment of such dividend in the form of cash, shares in the Company for reinvestment opportunities or the combination of the above.

This resolution, if passed will enable the Board of Directors to propose and declare dividend from time to time at such rate and upon such terms and conditions, as the Directors may in their absolute discretion deem fit. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next General Meeting of Shareholders of the Company.

Resolution 4 - Authority to Issue shares pursuant to the Company's Articles of Incorporation

The proposed resolution, if passed, would provide flexibility to the Directors to issue shares and undertake fund raising activities, including but not limited to placement of shares for the funding of the Company's future investment projects, working capital and/or acquisitions, by the issuance of shares in the Company to such persons at any time as the Directors may deem fit, without having to convene a general meeting. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next General Meeting of Shareholders of the Company. The Directors shall also be empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the CSX and to make consequential changes to the Articles of Incorporation of the Company accordingly.

Phnom Penh, 28 November 2024

PESTECH (CAMBODIA) PLC.



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Notes:-

1. The shareholders who have the right to attend the AGM are those listed on the official shareholder list, received from the shareholders list on Tuesday, 3 December 2024.
2. Shareholders whose names are in the shareholder list on the record date on Thursday, 5 December 2024 will receive the invitation and proxy form via electronic means or through its appointed securities transfer agent.
3. Shareholders who SELL the share on Wednesday, 4 December 2024 are STILL entitled to attend the AGM.
4. Shareholders who BUY the share on Wednesday, 4 December 2024 are NOT entitled to attend the AGM.
5. After receiving the abovementioned invitation, the shareholders shall confirm their attendance to ACLEDA RTP Agent via electronic means or through its appointed securities transfer agent from Friday, 6 December 2024 to Tuesday, 24 December 2024.
6. In case of any shareholder who is unable to attend the Shareholders' meeting in person, such shareholder may appoint any other person as his/her proxy to attend the meeting.
7. The Proxy Form is sent to shareholders together with the notice of the General Meeting. The Shareholder or proxy holder shall submit this proxy form to ACLEDA RTP Agent with no later than Tuesday, 24 December 2024 via electronic means or through its appointed securities transfer agent.
8. Shareholders who do not confirm their attendance or do not provide proxy form to ACLEDA RTP Agent or its appointed securities transfer agent by the above deadline will not be permitted to attend PEPC's General Meeting.
9. For further information, please contact to ACLEDA Bank PLC or PEPC as follows:

<p>ACLEDA RTP Agent Address: #61, Preah Monivong Blvd., Sangkat Srak Chork, Khan Daun Penh, Phnom Penh</p> <ol style="list-style-type: none">1. Mobile: (855) 15 900 538 Email: huot.sophy@acledabank.com.kh2. Mobile: (855) 15 800 663 Email: ken.rithputhea@acledabank.com.kh3. Mobile: (855) 70 500 377 Email: samreth.vannybopharath@acledabank.com.kh4. Mobile: (855) 16 295 432 Email: op.rtp@acledabank.com.kh	<p>PESTECH (CAMBODIA) PLC.</p> <p>Ms. Pin Sokun Tevy, Corporate Secretary Mobile: (855) 77 383 191/ 10 966 222 Email: pinsokuntevy@pestech.com.kh</p>
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